

**ATLANTIC
COMMERCIAL
COMPANY
LIMITED**

**ANNUAL REPORT
2016-2017**

BOARD OF DIRECTORS

Mr. Narendra Kishore Gaur
Mr. Ashok Kumar Aggarwal
Mr. Shyam Sunder Gupta
Mrs. Priya Dhingra

COMPANY SECRETARY

Mrs. Olive Pamela Kumar

AUDITORS

Grewal & Singh
Chartered Accountants
New Delhi

REGISTERED OFFICE

606, 6th Floor, Vikrant Tower,
4, Rajendra Place,
New Delhi - 110008
Tel: 91-11-41539140
Fax: 91-11-25765214

SHARE TRANSFER AGENT

MCS Share Transfer Agent Limited
F - 65, Okhla Industrial Area,
Phase - I, New Delhi - 110020
Tel: 91-11-41406149-52
Fax: 91-11-41709881

ATLANTIC COMMERCIAL COMPANY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the Company will be held on Tuesday, September 26, 2017 at 11.00 A.M. at 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi - 110008 for transacting the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2017, the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Narendra Kishore Gaur (holding DIN 00168265), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint M/s Goel & Joshi Associates, Chartered Accountants, (Firm Registration No. 005186N) as Statutory Auditors of the Company in place of M/s Grewal & Singh, Chartered Accountants (Firm Registration No. 012322N) the retiring Statutory Auditors, to hold office from the conclusion of 32nd Annual General Meeting, until the conclusion of the 37th Annual General Meeting, subject to ratification at every Annual General Meeting and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT M/s Goel & Joshi Associates, Chartered Accountants, (Firm Registration No. 005186N), be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting, subject to ratification of appointment by shareholders at every Annual General Meeting, at such remuneration as may be fixed by the Audit Committee of the Board of Directors of the Company."

Registered Office
606, 6th Floor, Vikrant Tower,
4, Rajendra Place,
New Delhi - 110008

Place: New Delhi
Date: May 29, 2017

**By order of the Board of Directors
For Atlantic Commercial Company Ltd.**



Narendra Kishore Gaur
Chairman

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE 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.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules made thereunder, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution / authority, as applicable.

2. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, September 20, 2017 to Tuesday, September 26, 2017 (both days inclusive).
3. Shareholders, who are holding shares in identical order of name in more than one folio, are requested to write to the Company enclosing their share certificates to enable the Company to consolidate their holding in one folio.
4. Members are requested to bring their copy of Annual Report.
5. Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification.
6. The members intending to seek any information on Annual Accounts at the meeting are requested to kindly inform the Company at least 7 days before the date of the meeting.
7. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
8. In terms of SEBI notification, the shares of the Company are subject to compulsory trading only in dematerialized form on the stock exchanges, hence members are requested to convert their physical share certificates into electronic form.



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9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agents, M/s MCS Share Transfer Agent Limited.
10. As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations'), for securities market transaction and/or for off-market or private transactions involving transfer of shares in physical form, the transferee(s) as well as transferor(s) (including joint holders) shall furnish copy of PAN card to the company for registration of such transfer of securities. Accordingly, all the shareholder/transferor(s) /Transferee(s) of shares (including joint holder) in physical form are requested to furnish a certified copy of their PAN card to the Company/ RTA while transacting in the securities market including transfer/transmission or any other corporate action.
11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a request letter in this respect to the Company / Registrar and Share Transfer Agents, M/s MCS Share Transfer Agent Limited. Members holdings shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.
12. The Annual Report including Notice of AGM and Attendance Slip is being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participant(s). However, physical copy of the Annual Report including Notice of AGM and Attendance Slip is also being sent to all members.
13. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays & Public Holidays) during business hours up to the date of the Meeting.
14. The relevant details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on general Meeting in respect of person seeking appointment/re-appointment as Director of the Company under item no. 2 of the Notice are provided as **Annexure-I** of this Notice of AGM.



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15. Mr. Kapoor Chand Garg, Company Secretary in whole-time practice, proprietor of M/s KCG & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting at AGM in a fair and transparent manner.
16. The facility for voting through polling paper shall also be made available at the Annual General Meeting and Members attending the Annual General Meeting who have not already cast their vote by remote e-voting shall be able to vote at the Annual General Meeting.
17. The Members who have casted their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
18. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules made thereunder and the regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by National Securities Depository Limited ('NSDL'), on all the resolutions set forth in this Notice. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting).
19. The instructions for remote e-voting are as under:
- A. In case a Member receives an email from NSDL:**
- (i) Open the PDF file 'Atlantic remote e-voting.pdf' attached to the e-mail, using your Client ID / Folio No. as password. The PDF file contains your user ID and password for e-voting. Please note that the password provided in PDF is an 'Initial Password'.
 - (ii) Launch an internet browser and open <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Insert 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.
 - (v) Password change menu will appear. Change the password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your password with any person and take utmost care to keep it confidential.



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- (vi) Home page of remote e-voting will open. Click on remote e-voting - Active Voting Cycles.
- (vii) Select "EVEN" (i.e. Remote e-voting Event Number) of Atlantic Commercial Company Limited.
- (viii) Now you are ready for remote e-voting as 'Cast Vote' page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit". Click on "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have confirmed your vote on the resolution, you cannot modify your vote.
- (xii) 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, along with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by an e-mail at kapoorgarg.cs@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM:

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM, in the manner stated below:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
-	-	-

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

C. Other Instruction:

- (i) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and remote e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.
- (ii) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.



- (iii) The remote e-voting period commences on Saturday, September 23, 2017 (9.00 a.m. IST) and ends on Monday, September 25, 2017 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on September 19, 2017 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.
- (iv) 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).
- (v) The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on September 19, 2017 i.e. 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 polling paper.
- (vi) Any person, who acquires and/or allotted/issued shares of the Company and become member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or contact NSDL at toll free no.: 1800-222-990. 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.

Shareholders who forgot the User Details/Password can use "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).

- (vii) The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, count the votes cast at the meeting thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of the conclusion of the meeting, a



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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.

- (viii) The Results shall be declared not later than 48 hours from conclusion of this Annual general Meeting .The result declared shall be communicated to Metropolitan Stock Exchange of India Limited (MSEI), National Securities Depository Limited (NSDL) MCS Share Transfer Agent Limited (Registrar & Share Transfer Agent of the Company) and shall also be displayed on the website of the Company i.e. www.atlantic-commercial.com.
- (ix) Subject to receipt of requisite numbers of votes, the resolution shall be deemed to be passed on the date of Annual General Meeting i.e. September 26, 2017.

20. The route map to the venue of the Annual General Meeting is enclosed with this notice of 32nd Annual General Meeting as **Annexure - II**.

Registered Office
606, 6th Floor, Vikrant Tower,
4, Rajendra Place,
New Delhi - 110008

Place: New Delhi
Date: May 29, 2017

**By order of the Board of Directors
For Atlantic Commercial Company Ltd.**



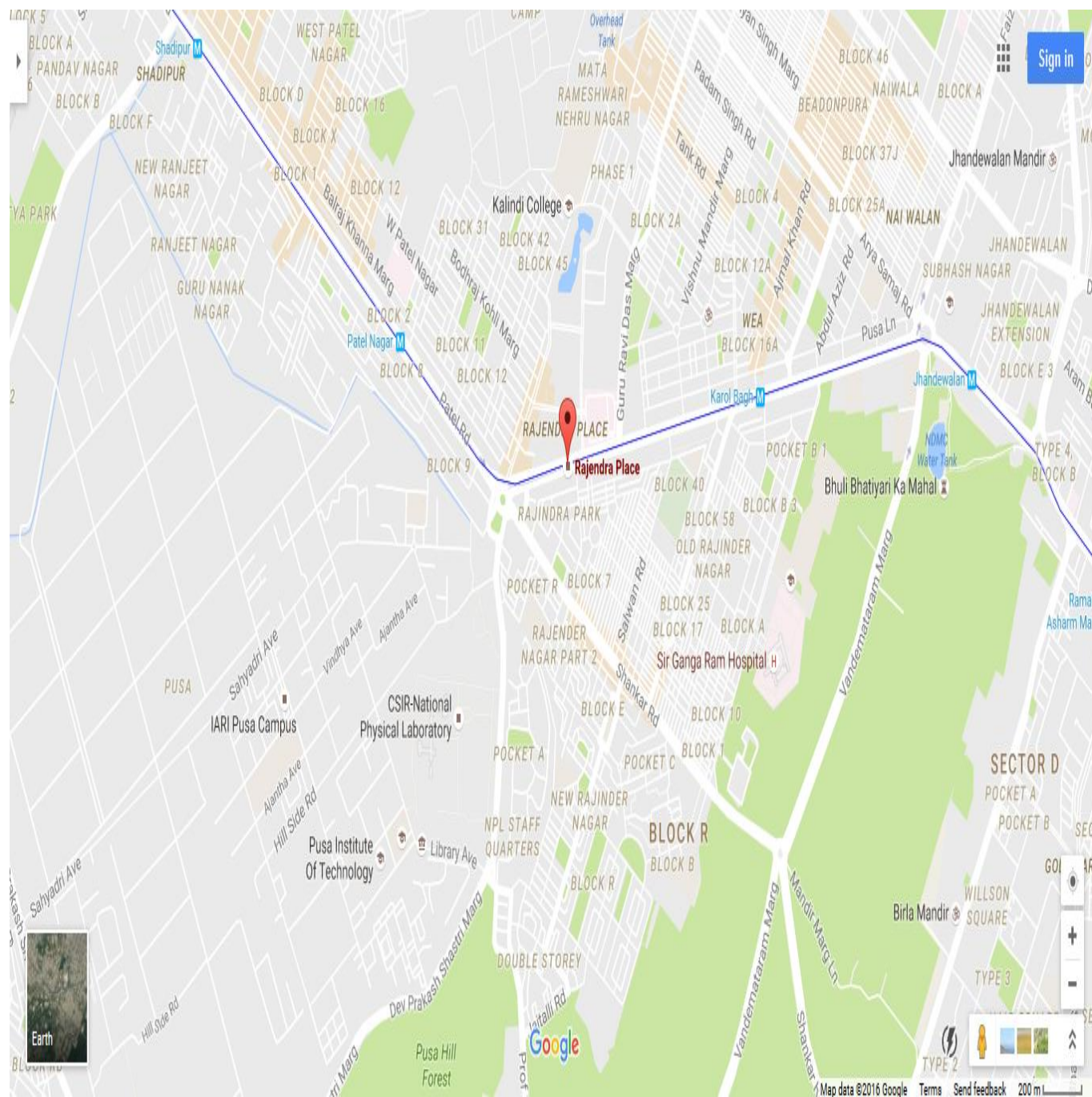
A handwritten signature in black ink, appearing to read "Narendra Kishore Gaur".

Narendra Kishore Gaur
Chairman

ANNEXURE- I**DETAILS OF DIRECTOR SEEKING APPOINTMENT/REAPPOINTMENT AT 32ND ANNUAL GENERAL MEETING OF THE COMPANY**

Name of the Director	Mr. Narendra Kishore Gaur
Director Identification Number (DIN)	00168265
Date of Birth	04.07.1961
Date of Appointment	02.02.2012
Qualification	B.COM and PGDBA from YMCA
Experience and Expertise in Specific functional area	Marketing & Investors Relations
Profile of the Director	Mr. Narendra Kishore Gaur has experience of more than 32 years in marketing, Investors Relations and General administration.
Terms and Conditions of re-appointment along with detail of remuneration sought to be paid and last drawn by him	Mr. Narendra Kishore Gaur Director of the Company liable to retire by rotation and being eligible, offer himself for the re-appointment at the ensuing Annual General Meeting of the Company. No remuneration was paid to Mr. Narendra Kishore Gaur for his tenure as Director of the Company.
Shareholding in the Company	50 (Fifty) Equity Shares
Relationship with other directors of the Company	He is not related to any other directors on the Board of Company.
No. of Meeting of Board attended during the Year	4 (Four)
List of Companies in which outside Directorship held	1. Unison International IT Services Ltd. 2. Aggresar Leasing & Finance Pvt. Ltd. 3. Calipro Real Estates Pvt. Ltd. 4. Parimahal Holdings Pvt. Ltd.
Chairman/Member of the Committees of Board of Directors of Indian Companies	NIL

Annexure - II



ATLANTIC COMMERCIAL COMPANY LIMITED

DIRECTORS' REPORT

Your Directors have pleasure in presenting this 32nd Annual Report together with the Audited Financial Statements of your Company for the year ended March 31, 2017.

COMPANY'S AFFAIRS

The Company is primarily engaged in the real estate business deriving income from brokerage / commission etc. from real estate activities.

FINANCIAL HIGHLIGHTS

During the year, the Company has earned income from commission/brokerage from real estates activities of Rs. 4,00,000/- (Rs. Four Lakh only). The profit before tax of the Company for the current financial year is Rs. 75,560/- (Rs. Seventy Five Thousand Five Hundred and Sixty only) and after taking into account income tax of Rs. 22,504/- (Rs. Twenty Two Thousand Five Hundred and Four only), the net profit for the current Financial Year is Rs. 53,056/- (Rs. Fifty Three Thousand and Fifty Six only).

TRANSFER TO RESERVES

No amount is proposed to be transferred to reserve for the financial year ended March 31, 2017.

DIVIDEND

No Dividend has been recommended for the financial year ended March 31, 2017.

MATERIAL CHANGES AND COMMITMENTS

There was no change in the nature of the business of the Company. There were no material changes and commitments affecting the financial position of the Company occurring between March 31, 2017 and the date of this Report.

SUBSIDIARY OR JOINT VENTURE OR ASSOCIATE COMPANIES

The Company has no subsidiary or joint venture or associate company therefore disclosures in this regard are not required to be provided in this Report.

DIRECTORS

Mr. Narendra Kishore Gaur retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment as a director of the Company. Accordingly, a resolution is included in the notice of the 32nd Annual General Meeting of the Company for seeking approval of members for his appointment as a director of the Company.

All the Independent Directors of the Company have given their declaration(s) and have confirmed that they meet the criteria of Independence as provided in section 149(6) of the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

As required by Section 134(3)(c) read with section 134(5) of the Companies Act, 2013, your directors state that:

- i) in the preparation of annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the directors had prepared the annual accounts on a going concern basis;
- v) the directors had laid down internal financial controls to be followed by the company and that such internal financial control are adequate and were operating effectively; and
- vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

KEY MANAGERIAL PERSONNEL

The followings are the Whole-Time Key Managerial Personnel (KMP) of the Company in terms of provisions of Section 203 of the Companies Act, 2013:

- | | | |
|----------------------------|---|-------------------------------|
| a. Mr. Shiv Charan Verma | - | Chief Executive Officer (CEO) |
| b. Mrs. Mickey Sharma | - | Chief Financial Officer (CFO) |
| c. Mrs. Olive Pamela Kumar | - | Company Secretary |

NUMBER OF BOARD MEETINGS

4 (Four) meetings of the Board of Directors of your Company were held during the year under review.

EVALUATION OF BOARD PERFORMANCE

Pursuant to the provisions of the Companies Act, 2013, the Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors.

The performance of the Board and its Committee was evaluated by the Board after seeking inputs from all directors and committee members respectively.

The performances of the individual directors was reviewed on the basis of the criteria such as contribution of individual director to the board and the committee meetings.

The performances of Non-Independent directors, Board as a whole and of the Chairman was evaluated in a separate meeting of the Independent Directors after taking into views of directors of the Company.

INTERNAL FINANCIAL CONTROL

The Company has adequate internal financial control system over financial reporting which includes proper recording of financial and operational information and regulatory/statutory compliances.

STATUTORY AUDITORS

The term of office of M/s Grewal & Singh, Chartered Accountants as Statutory Auditors of the Company will expire with the conclusion of forthcoming Annual General Meeting (AGM) of the Company.

A resolution proposing appointment of M/s Goel & Joshi Associates, Chartered Accountants, as the Statutory Auditors of the Company in place of M/s Grewal & Singh, Chartered Accountants pursuant to section 139 of the Companies Act, 2013, forms part of the Notice of the forthcoming 32nd Annual General Meeting of the Company.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

DIRECTORS' VIEW ON AUDITORS REPORT

The Auditors' observations in their Report and the relevant notes to the accounts are self-explanatory.

FIXED DEPOSITS

Your Company has not accepted any deposit from the public, and as such, there are no outstanding in terms of Companies (Acceptance of Deposit) Rules, 2014. Hence disclosures in this regard are not provided in this Report.

RISK MANAGEMENT

In order to manage & control financial & accounting risk, regulatory and operational risk, the Company has adequate risk management process in place.

AUDIT COMMITTEE

At present, the Audit Committee of the Company consists of Mr. Shyam Sunder Gupta, Chairman, Mr. Ashok Kumar Aggarwal and Mrs. Priya Dhingra as members of the Committee. The terms of reference of the Audit Committee are in line with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 and Rules issued thereunder in respect of constitution of Corporate Social Responsibility Committee and making contribution towards Corporate Social Responsibility activities are not applicable to the Company, hence disclosures in this regard are not provided in this Report.

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

The Company does not have any manufacturing activity. Hence disclosures in this regard are not provided in this Report.

There was no foreign exchange inflow or Outflow during the year under review.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the name and other particulars of top ten employee drawing remuneration is enclosed as **Annexure - I** and form part of this report.

A statement showing details pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **Annexure - IA** and forms part of this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S 186

The Company has not made any loan, investment or provided any guarantee or security as specified under Section 186 of the Companies Act, 2013, during the year under review, hence disclosures in this regard are not provided in this Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188

There was no contracts / arrangements / transactions entered into by the Company during the financial year with related parties. Therefore the disclosures in this regard is not provided in this Report.

EXTRACT OF ANNUAL RETURN

The details forming part of Extract of Annual Return in prescribed form MGT-9 is enclosed as **Annexure- II** and forms part of this Report.

SECRETARIAL AUDIT

The Board has appointed Mrs. Pragnya Parimita Pradhan, Company Secretary in whole time practice. Proprietor of M/s Pragnya Pradhan & Associates, Company Secretaries, to conduct Secretarial Audit for the financial year 2016-17. The Secretarial

Audit Report for the financial year 2016-17 is enclosed herewith as **Annexure - III** and forms part of this Report. The Secretarial Audit report does not contain any qualifications, reservation or adverse remark.

LISTING

At present the equity shares of the Company are listed on Metropolitan Stock Exchange of India Limited (MSEI) and listing fees has been paid to MSEI upto financial year 2017-18.

CORPORATE GOVERNANCE

Pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of Corporate Governance Report are not applicable on the Company. Hence disclosures in this regard are not provided in this Report.

DISCLOSURE REQUIREMENTS

1. The Company has conducted a familiarization programme for the Independent Directors to provide them an opportunity to familiarize with the Company, its Management and its operations so as to gain a clear understanding of their roles, rights and responsibilities and contribute significantly towards the growth of the Company.
2. Policy for determining material subsidiaries of the Company is not applicable on the Company. Hence disclosures in this regard are not provided in this Report.
3. The Company has formulated a Whistle Blower Policy to provide vigil mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provision of Section 177(9) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The Company's Remuneration Policy is enclosed as **Annexure - IV** and form part of this Report.
5. There were no significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
6. During the year under review, there were no cases reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENTS

The Directors wish to acknowledge and thanks the Statutory Authorities and all regularity bodies for their continued support and guidance. The Directors thanks the shareholders, business associates and Banks for the faith reposed in the Company and its management.

For and on behalf of the Board of Directors
For Atlantic Commercial Company Limited



A handwritten signature in black ink, appearing to read "Narendra Kishore Gaur".

Place: New Delhi
Date: May 29, 2017

Narendra Kishore Gaur
(Chairman)

Annexure - I

Information as per Section 197(12) of the Companies Act, 2013 read with rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and forming part of the Directors' Report

Detail of top ten employees in terms of remuneration drawn during the year under review:

Name	Age (year)	Designation	Qualification	Total Experience (year)	Date of Commencement of employment	Remuneration received (In Rs.)	Particular of last employment	% of Equity Shares held in Company	Whether relative of Director or Manager, if then name of director or Manager
Ms. Olive Pamela Kumar	42	Company Secretary	B.Com, CS	10	01/04/2007	72,000	Singhania & Partners, Legal Firm	Nil	No

For and on behalf of the Board of Directors
For Atlantic Commercial Company Limited



Place : New Delhi
Date : May 29, 2017

Narendra Kishore Gaur
Chairman

Annexure – IA

Statement of Particulars as required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Sr. No.	Particulars	Ration to median remuneration#
1	Mr. Ashok Kumar Aggarwal	NA
2	Mr. Narendra Kishore Gaur	NA
3	Mr. Shyam Sunder Gupta	NA
4	Mrs. Priya Dhingra	NA

None of the Directors of the Company were paid any remuneration. Therefore, the said ratio of remuneration of each director to median remuneration of the employees of the company is not applicable.

- (ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year

Directors

Sr. No.	Particulars	% increase in remuneration in the financial year#
1	Mr. Ashok Kumar Aggarwal	NA
2	Mr. Narendra Kishore Gaur	NA
3	Mr. Shyam Sunder Gupta	NA
4	Mrs. Priya Dhingra	NA

None of the Directors of the Company were paid any remuneration. Therefore, the said percentage increase in remuneration of Directors is not applicable.

Chief Executive Officer, Chief Financial Officer and Company Secretary

Sr. No.	Particulars	% increase in remuneration in the financial year#
1	Mr. Shiv Charan Verma, Chief Executive Officer*	NA
2	Mrs. Mickey Sharma, Chief Financial Officer*	NA
3	Mrs. Olive Pamela Kumar, Company Secretary**	NIL

* No remuneration has been paid. Therefore, the said percentage increase in their remuneration is not applicable.

** Remuneration paid to Company Secretary has been same for financial year 2015-16 & 2016-17

- (iii) The percentage increase in the median remuneration of employees in the financial year: **NIL**
- (iv) The number of permanent employees on the rolls of Company: **3 (Three)**
- (v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:


No managerial remuneration had been paid to the Directors in the financial year 2015-16 and 2016-17. Therefore, the said comparison of average percentile increase in the salaries of employees other than the managerial personnel with the percentile increase in the managerial remuneration is not applicable.

- (vi) The key parameters for any variable component of remuneration availed by the directors: **NA**
- (vii) Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms that remuneration is as per the remuneration policy of the Company.

Place : New Delhi
Date : May 29, 2017

For and on behalf of the Board of Directors
For Atlantic Commercial Company Limited



Narendra Kishore Gaur
Chairman

ANNEXURE- II

Form No. MGT-9

EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31st March, 2017**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

CIN	:	L51909DL1985PLC020372
Registration Date	:	06/03/1985
Name of the Company	:	Atlantic Commercial Company Limited
Category / Sub - Category of the Company	:	Company limited by shares/ Indian Non-Government Company
Address of the Registered office and Contact details	:	606, 6 th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi-110008 Phone No. : 011 - 41539140 Fax : 011 - 25765214
Whether Listed Company Yes / No	:	Yes 735000 Equity Shares of Rs. 10/- each of the Company got listed with Metropolitan Stock Exchange of India Limited w.e.f. June 15, 2016.
Name, Address and Contact Details of Registrar and Transfer Agents	:	MCS Share Transfer Agent Limited F - 65, Okhla Industrial Area, Phase -I, New Delhi - 110020 Tel: 011 - 41406149-52 Fax: 011 - 41709881 Email: admin@mcsregistrars.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company are given below:

S. No.	Name and Description of main products / services	NIC Code of the Product / Services*	% of total turnover of the Company
1	Income from real estate operation	68200	100

*As per National Industrial Classification - Ministry of Statistics & Programme Implementation

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of Shares held	Applicable Section
1.	Aggresar Leasing and Finance Private Limited 606, 6 th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi-110008	U74899DL1994PTC061869	Holding	69.33%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

[illegible]

b) Banks/ FI	0	0	0	0	0	0	0	0	0.00
c) Central Govt	0	0	0	0	0	0	0	0	0.00
d) State Govt (s)	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
g) FIs	0	0	0	0	0	0	0	0	0.00
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i) others (specify)	0	0	0	0	0	0	0	0	0.00
Sub-Total (B) (1):-	0	0	0	0	0	0	0	0	0.00
2. Non - Institutions									0.00
a) Bodies Corp.									0.00
i) Indian	0	0	0	0	0	0	0	0	0.00
ii) Overseas	0	0	0	0	0	0	0	0	0.00
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	0	225400	225400	30.67	0	225400	225400	30.67	0.00
ii) Individual Shareholders holding nominal Share capital in excess of Rs. 1 Lakh	0	0	0	0	0	0	0	0	0.00
c) Others									
c-i) Trust and Foundation	0	0	0	0	0	0	0	0	0.00
c-ii) Non Resident Individual	0	0	0	0	0	0	0	0	0.00
Sub -total (B)(2):-	0	225400	225400	30.67	0	225400	225400	30.67	0.00

Total Public Shareholding (B)= (B)(1) + (B)(2)	0	225400	225400	30.67	0	225400	225400	30.67	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
Grand Total (A+B+C)	0	735000	735000	100	509600	225400	735000	100	0.00

(ii) Shareholding of Promoters

S.No.	Shareholder's Name	Shareholding at the Beginning of the Year i.e. 01.04.2016			Shareholding at the end of the year i.e. 31.03.2017			% change in shareholding during the year
		No. of Shares	% of total shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Aggresar Leasing & Finance Private Limited*	130800	17.80	NIL	509600	69.33	NIL	51.53
2	Betterways Finance & Leasing Private Limited*	130800	17.80	NIL	NIL	NIL	NIL	(17.80)
3	Xonix Enterprises Private Limited*	64741	8.81	NIL	NIL	NIL	NIL	(8.81)
4	Lotte Trading & Allied Services Private Limited*	62748	8.54	NIL	NIL	NIL	NIL	(8.54)
5	Lotus Finance & Investments Private Limited*	61751	8.40	NIL	NIL	NIL	NIL	(8.40)
6	Midopa Holdings Private Limited*	58760	7.98	NIL	NIL	NIL	NIL	(7.98)
	TOTAL	509600	69.33	NIL	509600	69.33	NIL	0

*Pursuant to sanction of Scheme of Amalgamation ('Scheme') Betterways Finance & Leasing Private Limited, Lotte Trading & Allied Services Private Limited, Lotus Finance & Investments Private Limited, Midopa Holdings Private Limited, Pentagon Holdings Private Limited, Utkrist Leasing Private Limited and Xonix Enterprises Private Limited (collectively referred as 'transferor companies') have been merged into and with Aggresar Leasing and Finance Private Limited ('transferee company') by Hon'ble Delhi High Court vide its order dated August 24, 2016 and its becoming effective from August 26, 2016, all the assets and liabilities and entire businesses of 'transferor companies' has been transferred/ vested into the transferee company and the said transferors companies ceased to exist from the said effective date. Due to above, 3,78,800 equity shares of Atlantic Commercial Company Limited held by the aforesaid 'Promoter and Promoter Group' Companies were vested with the transferee Company (i.e. Aggresar Leasing and Finance Private Limited) thereby shareholding of Aggresar Leasing and Finance Private Limited stand increased to 5,09,600 equity shares.

(iii) Change in Promoter Shareholding

S. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the Year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	AGGRESAR LEASING AND FINANCE PRIVATE LIMITED	130800	17.80	01.04.2016						
				26.08.2016	378800	Refer Note Below*	509600	69.336		
				31.03.2017					509600	69.336
2	BETTERWAYS FINANCE AND LEASING PRIVATE LIMITED	130800	17.80	01.04.2016						
				26.08.2016	(130800)	Refer Note Below*	NIL	NIL		
				31.03.2017					N.A	N.A
3	XONIX ENTERPRISES PRIVATE LIMITED	64741	8.81	01.04.2016						
				26.08.2016	(64741)	Refer Note Below*	NIL	NIL		
				31.03.2017					N.A	N.A
4	LOTTE TRADING AND ALLIED SERVICES PRIVATE LIMITED	62748	8.54	01.04.2016						
				26.08.2016	(62748)	Refer Note Below*	NIL	NIL		
				31.03.2017					N.A	N.A
5	LOTUS FINANCE AND INVESTMENT PRIVATE LIMITED	61751	8.40	01.04.2016						
				26.08.2016	(61751)	Refer Note Below*	NIL	NIL		
				31.03.2017					N.A	N.A

6	MIDOPA HOLDINGS PRIVATE LIMITED	58760	7.98	01.04.2016						
				26.08.2016	(58760)	Refer Note Below*	NIL	NIL		
				31.03.2017					N.A	N.A

* Please refer note given at point no. IV (ii) of form no. MGT 9 i.e. Annexure II, forming part of this Directors Report

(iv) Shareholding Pattern of top 10 shareholders (other than directors, promoters and holders of ADRs and GDRs)

S. No.	Shareholder's Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in Shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Shyam Sunder Kinger	10000	1.36	01.04.2016						
				06.05.2016	(750)	Transfer	9250	1.26		
				27.05.2016	(50)	Transfer	9200	1.25		
				31.03.2017					9200	1.25
2	Ashwani Singhal	10000	1.36	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			10000	1.36	10000	1.36
3	Ashutosh Goel	10000	1.36	01.04.2016						
				06.05.2016	(550)	Transfer	9450	1.29		
				31.03.2017			9450	1.29	9450	1.29
4	Anil Gupta	9850	1.34	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			9850	1.34	9850	1.34
5	N Gopala Krishnan	9800	1.33	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			9800	1.33	9800	1.33

6	Varun Sarin	9800	1.33	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			9800	1.33	9800	1.33
7	Harish Chandra Singh	9500	1.29	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			9500	1.29	9500	1.29
8	Ravi S. Thakur	9350	1.27	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			9350	1.27	9350	1.27
9	Atul Tandon	9000	1.22	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			9000	1.22	9000	1.22
10	Ajay Kumar khanna	8800	1.20	01.04.2016						
						No Change in shareholding during the year				
				31.03.2017			8800	1.20	8800	1.20

(iii) Shareholding of Directors and Key Managerial Personnel (KMP)

S. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2016		Date	Increase/ Decrease in shareholding	Reason for Increase/ Decrease	Cumulative Shareholding during the Year		Shareholding at the end of the year i.e. 31.03.2017	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Mr. Shyam Sunder Gupta (Independent Director)	9800	1.33	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			9800	1.33	9800	1.33
2	Mr. Ashok Kumar Aggarwal (Director)	10000	1.36	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			10000	1.36	10000	1.36
3	Mr. Narendra Kishore Gaur (Director)	0	0	01.04.2016						
				06.05.2016	50	Transfer	50	0.007		
				31.03.2017					50	0.007
4	Mrs. Priya Dhingra (Independent Director)	0	0	01.04.2016						
				06.05.2016	50	Transfer	50	0.007		
				31.03.2017					50	0.007
5	Mrs. Olive Pamela Kumar (Company Secretary)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
6	Mr. Shiv Charan Verma (Chief Executive Officer)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0
7	Mrs. Mickey Sharma (Chief Financial Officer)	0	0	01.04.2016						
						No change in shareholding during the year				
				31.03.2017			0	0	0	0

V. INDEBTEDNESS

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

(Amount in Rs.)				
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i.e. 01.04.2016				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in indebtedness during the financial year	0	0	0	0
Addition	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year i.e. 31.03.2017	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time director and / or Manager:

(Amount in Rs.)

S. No.	Particulars of Remuneration	Name of MD/ WTD/Manager*	Total Amount
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-
2	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify....	-	-
5.	Others -Sitting Fee for Board & Committee Meetings	-	-
	Total (A) Ceiling as per the Act (5% of the profits calculated u/s 198 of the Companies Act, 2013)		2,653

* The Company was not having any Managing Director, Whole-time director and / or Manager during the financial year 2016-17.

B. Remuneration to other Directors

(Amount in Rs.)

S. No.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Mr. Shyam Sunder Gupta	Mrs. Priya Dhingra	
	-Fee for attending board and committee meetings	-	-	-
	- Commission	-	-	-
	-Others, please specify	-	-	-
	Total (1)	-	-	-
2	Other Non-Executive Directors	Mr. Ashok Kumar Aggarwal	Mr. Narendra Kishore Gaur	
	-Fee for attending board and committee meetings	-	-	-
	- Commission	-	-	-
	-Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B) = (1+2)	-	-	-
	Overall Ceiling as per the Act (1% of the profits			531

	calculated u/s 198 of the Companies Act, 2013)			
	Total Managerial Remuneration (A+B)	-	-	-
	Overall Ceiling as per the Act (11% of the profits calculated u/s 198 of the Companies Act, 2013)##			5,836

Directors of the Company were not paid any remuneration during the financial year 2016-17.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTd:

(Amount in Rs.)

S. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Mr. Shiv Charan Verma Chief Executive Officer	Mrs. Mickey Sharma Chief Financial Officer	Mrs. Olive Pamela Kumar Company Secretary	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income - tax Act, 1961	-	-	72,000	72,000
	(b) Value of perquisites u/s 17(2) Income - tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify....	-	-	-	-
5	Others, please specify	-	-	-	-
	- Bonus	-	-	-	-
	- PF and Superannuation Contribution	-	-	-	-
	Total	-	-	72,000	72,000

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

NIL

Place : New Delhi
Date : May 29, 2017

For and on behalf of the Board of Directors
For Atlantic Commercial Company Limited



Narendra Kishore Gaur
Chairman





Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2017

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

To,
The Members,
Atlantic Commercial Company Limited
606, 6th Floor, Vikrant Tower,
4, Rajendra Place,
New Delhi - 110008

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Atlantic Commercial Company Limited, (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Atlantic Commercial Company Limited ("the Company") for the financial year ended 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 1956 (the old Act) and the rules made thereunder, to the extent applicable;
- (ii) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not Applicable to the Company during audit period);



- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during audit period);
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during audit period); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during audit period);
- (vi) We have also examined compliance with the applicable regulations of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

We have examined compliances of the Secretarial Standards issued by the Institute of Company Secretaries of India. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I/we further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

I/we further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I/we further report that pursuant to SEBI Circular No. CIR/MRD/DSA/05/2015 dated April 17, 2015, Company vide its letter dated March 29, 2016 has made an application to Metropolitan Stock Exchange of India Ltd. (MSEI) for its approval for listing and trading of aforesaid 7,35,000 Equity Shares of the Company and accordingly MSEI vide its letter no. MSEI/LIST/SL/2016/2718 dated June 13, 2016 has given its approval for listing and trading of 7,35,000 Equity Shares of Rs. 10/- each of Atlantic Commercial Company Limited under **Scrip Code/Symbol - ATLANTIC**. At present the equity shares of the Company are listed with Metropolitan Stock Exchange of India Limited.

Place: New Delhi
Date: 29th May, 2017



For Pragnya Pradhan & Associates
Company Secretaries

Pragnya Parimita Pradhan
Pragnya Parimita Pradhan
ACS No. 32778
C P No.: 12030

REMUNERATION POLICY

INTRODUCTION

This Policy is in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Policy has been approved by the Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company.

OBJECTIVE

The Policy relates to designing the remuneration for the Directors, Key Managerial Personnel (KMP), Senior Management Personnel (SMP) and other employees of the Company.

DEFINITIONS

"Board":-Board means Board of Directors of the Company.

"Director":-Directors means Directors of the Company.

"Committee":-Committee means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, from time to time.

"Independent Director":- As provided in SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 and/or under the Companies Act, 2013 and relevant rules thereto.

"Key Managerial Personnel":- Key Managerial Personnel (KMP) means-

- (i) the Chairman and Managing Director;
- (ii) the Company Secretary;
- (iii) the Chief Financial Officer; and
- (iv) such other officer as may be prescribed.

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

“Senior Management Personnel”:- shall mean the personnel of the Company who are members of its Core Management team, excluding the Board of Directors, comprising all members of management that are one level below the Executive Directors, including the functional heads.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- i. The Committee shall consider the ethical standards of integrity and probity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and accordingly recommend to the Board his / her appointment.
- ii. The Company should ensure that the person so appointed as Director/ Independent Director/ KMP/ Senior Management Personnel shall not be disqualified under the Companies Act, 2013, rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 or any other enactment for the time being in force.
- iii. The Director/ Independent Director/ KMP/ Senior Management Personnel shall be appointed as per the procedure laid down under the provisions of the Companies Act, 2013, rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 or any other enactment for the time being in force.
- iv. Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations or any other reasonable ground, the Committee may recommend to the Board for removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

REMUNERATION

The Committee will recommend the remuneration to be paid to the Managing Director, Whole-time Director, KMP and Senior Management Personnel to the Board for their approval.

The level and composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

Director/ Managing Director

Besides the above Criteria, the Remuneration/ compensation/ commission etc to be paid to Director/ Managing Director etc shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

1. Non-Executive Independent Directors

The Non- Executive Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

2. KMPs / Senior Management Personnel etc

The Remuneration to be paid to KMPs/ Senior Management Personnel shall be based on the experience, qualification and expertise of the related personnel and governed by the limits, if any prescribed under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

EVALUATION

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013. The Board and / or Committee will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

AMENDMENTS

The Committee may recommend amendments to this Policy from time to time as it deems appropriate.

ATLANTIC COMMERCIAL COMPANY LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMIC & INDUSTRY SCENERIO AND OUTLOOK

Financial year 2016-17 was a mixed bag for the economy. The country earned the tag of Fast Growing Large Economy of the world with a GDP Growth of 7.1%. In first half of the year there was optimism in the country on the back normal monsoon and increased private investment.

The demonetization announced by government of Rs. 500 and Rs. 1,000 in November 2016 has long term benefits, it will increase digitisation in economy, financial saving will increase and will add to investment cycle, as more money will come to formal economy. It will eventually lead to higher GDP growth, better tax compliance and greater tax revenues.

The Goods and Services Tax (GST) has been identified as one of the most important tax reform post-independence. The GST will unify the India into single market with easy compliance, broaden the tax base and improve productivity.

This financial year was landmark year for the real estate sector. Govt announced various schemes and laws which will change face of the industry in the long run. Schemes like Pradhan Mantri Awas Yojana, RERA and GST laws and other announcements on real estate in Budget 2017 are some of the biggest reforms which will have far reaching impact on how the real estate industry will evolve in future.

OPPORTUNITIES & OUTLOOK

India's urban population is forecasted to almost double from 410 million in 2014 to over 583 million by 2030. At present, there is shortage of 18.8 million homes across urban centers of India. The effect of urbanization is the most profound in Tier-1 cities where a huge influx of migrant is causing housing demand to surge. This trend has significantly increased the demand for housing in the urban context. The government of India has significantly enhanced the scope of the interest subsidy scheme targeted at middle income population in major metro and Tier 1 cities. Housing demand will get a big boost with interest rates on home loans becoming cheaper following steep cut in lending rates by major banks post-demonitisation. A rollback in rates positively impacts sentiments and encourages home buyers and real estates developers.

RISK & CONCERNS

The RBI has set sectoral caps for the total maximum exposure of banks to real estate including individual housing loans and lending to developers for construction finance which is quite low and is curtailing the growth of sector. Absence of long term funding from banks is forcing developers to look at alternative sources of funds most of which do not offer affordable interest rates. Despite being the second largest employer in the country the construction sector as a whole faces manpower shortage. Hence, technologically less labour intensive alternative methods of construction need to be adopted on large scale through training skill development of manpower. Any unfavorable changes in government policies and the regulatory environment can adversely impact the performance of the sector. There are substantial procedural delays with regards to land acquisition, land use, projects launches and construction approvals.

SEGMENT AND PRODUCTWISE PERFORMANCE

Company's main business is real estate activities and all other activities of the Company revolve around the main business. As such there is no separate reportable segment.

FINANCIAL HIGHLIGHTS

The Company is primarily engaged *inter alia* in the real estate business deriving income from brokerage / commission etc. from real estate activities. The Income from the said real estate activities for the Financial Year ended March 31, 2017 is Rs. 4,00,000/- (Rs. Four Lakh only).

The net profit of the Company for the current financial year is Rs. 53,056/- (Rs. Fifty Three Thousand and Fifty Six only) and after providing income tax of Rs. 22,504/- (Rs. Twenty Two Thousand Five Hundred and Four only).

INTERNAL CONTROL SYSTEMS

The Company has proper and adequate Internal Control system to ensure that its assets are safeguarded and that the transactions are properly authorised, reported and recorded.

Cautionary Statement

Statements made in the Management Discussion and Analysis Report may be forward looking statements within the meaning of applicable laws and regulations, based on beliefs of the management of your Company. Such statements reflect the Company's current views with respect to the future events and are subject to risks and uncertainties.

Many factors could cause the actual result to be materially different from those projected in this report. The Company does not undertake any obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.

By order of the Board of Directors
For Atlantic Commercial Company Limited



A handwritten signature in black ink, appearing to read "N.K. Gaur".

Narendra Kishore Gaur
Chairman

Place: New Delhi
Date: May 29, 2017



GREWAL & SINGH

Chartered Accountants

A-17, L.G.F., Lajpat Nagar-III, New Delhi - 110 024
Tel. : 011-29842641, 29833394, 29839823
Fax : 011-29849331
E-mail : mail@cagrewalsingh.com

Independent Auditor's Report **For the year ended 31st March 2017**

To the Members of ATLANTIC COMMERCIAL COMPANY LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **ATLANTIC COMMERCIAL COMPANY LIMITED** ("the Company") which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

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

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

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



CHANDIGARH OFFICE :

699, Sector 43A, Chandigarh-160036
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1403, Block D, Oberoi Splendor, JVLR,
Jogeshwari (East), Mumbai - 400060
Tel : +91-98194 99991

LUDHIANA OFFICE :

Preet Complex, 2nd Floor,
Near Nirankari Kucha No.-2, G.T. Road,
Millerganj, Ludhiana Tel. 9999980496

YAMUNA NAGAR OFFICE :

S.C.O. 1/3, First Floor, Near District Library,
Civil Line, Jagadhri, Haryana - 135003
Tel 01732-242893, 9896044812

JAMMU OFFICE :

41/3, Trikuta Nagar, Jammu-180012
Tel.: +91-9419794214

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:-

- i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2017;
- ii) In the case of the Statement of Profit & Loss, of the profit for the year ended on that date; and
- iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2 As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31 March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure -B, and
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv) The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 17 to the financial statements.

For Grewal & Singh

Chartered Accountants

Firm Registration No.: 012322N

Anita Goyal

Anita Goyal

Partner

M. No. 520677

Place: New Delhi

Date: 29.05.2017



Annexure - A to the Auditors' Report

Re: Atlantic Commercial Company Limited (the company)

The Annexure referred to in Independent Auditors' Report to the members of the Company on the

- 1 The Company does not own any fixed assets. Hence no comment is made on the maintenance of records, procedure of physical verification of fixed assets and title deeds of immovable properties
- 2 The company does not carry any inventory and hence no comment is made on its physical verification, procedure of physical verification and on the maintenance of records thereof.
- 3 According to the Information and explanations given to us and based on our examination of the records of the Company, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLP) or other parties covered in the register maintained under section 189 of the Act. Accordingly paragraph 3(iii) of the Order is not applicable.
- 4 In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
- 5 The Company has not accepted any deposits from the public.
- 6 The Central Government has not prescribed maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- 7
 - a) According to the books of account and other information as produced and examined by us in accordance with generally accepted auditing practices in India and also based on management representation, the company is regular in depositing undisputed statutory dues including income-tax and other statutory dues with the appropriate authorities.
 - b) According to the information and explanations given to us, we report that no undisputed amount payable in respect to income tax and other statutory dues were outstanding as at March 31, 2017 for a period of more than six months from the date they became payable.
 - c) According to the information and explanations given to us, there are no dues of income-tax, and any other statutory dues which have not been deposited on account of any dispute.
- 8 The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- 9 The company did not raise any money by way of Initial Public offer (IPO), further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- 10 According to the Information and explanations given to us and based on our examination of the records of the Company, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- 11 The directors, CEO and CFO of the Company were not paid any managerial remuneration. Accordingly, paragraph 3 (xi) of the Order is not applicable.
- 12 In our opinion and according to the information and explanation given to us, the Company is not a nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.



- 13 According to the Information and explanations given to us and based on our examination of the records of the Company, there are no related Party transactions during the year.
- 14 According to the Information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 15 According to the Information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- 16 The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Grewal & Singh
Chartered Accountants
Firm Registration No.: 012322N



Anita Goyal
Partner
M. No. 520677
Place: New Delhi
Date: 29.05.2017

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Atlantic Commercial Company Limited** ("the Company") as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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



Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Grewal & Singh
Chartered Accountants
Firm Registration No.: 012322N



Anita Goyal
Partner
M. No. 520677
Place: New Delhi
Date: 29.05.2017

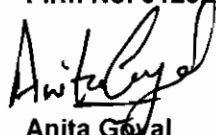


ATLANTIC COMMERCIAL COMPANY LIMITED
BALANCE SHEET AS AT MARCH 31, 2017

Particulars	Notes No.	As at March 31, 2017 Rs.	As at March 31, 2016 Rs.
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	73,50,000	73,50,000
Reserves and surplus	3	44,54,711	44,01,655
		1,18,04,711	1,17,51,655
Current liabilities			
Other current liabilities	4	16,703	60,175
TOTAL EQUITY AND LIABILITIES		1,18,21,414	1,18,11,830
ASSETS			
Non-current assets			
Non current investments	8	47,50,000	47,50,000
Long-term loans and advances	5	27,500	10,500
		47,77,500	47,60,500
Current assets			
Cash and cash equivalents	6	5,59,191	5,71,131
Short-term loans and advances	7	64,84,723	64,80,199
		70,43,914	70,51,330
TOTAL ASSETS		1,18,21,414	1,18,11,830

The accompanying notes are an integral part of
the financial statements 1 to 21

In terms of our separate report of even date
For Grewal & Singh
Chartered Accountants
Firm No. 012322N

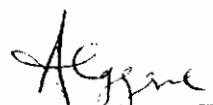


Anita Goyal
Partner
M. No. 520677





Narendra Kishore Gaur
Chairman
DIN No. 00168265



Ashok Kumar Aggarwal
Director
DIN No. 02080657



Mickey Sharma
Chief Financial Officer



Olive Pamela Kumar
Company Secretary

Place: New Delhi
Date: 29.05.2017

ATLANTIC COMMERCIAL COMPANY LIMITED**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2017**

Particulars	Notes No.	Year ended March 31, 2017 Rs.	Year ended March 31, 2016 Rs.
Revenue			
Revenue from operations	9	4,00,000	7,50,000
Other income	10	364	-
TOTAL REVENUE		4,00,364	7,50,000
Expenses			
Employee benefits expense	11	72,000	72,000
Other expenses	12	2,52,804	4,92,999
TOTAL EXPENSES		3,24,804	5,64,999
Profit before tax		75,560	1,85,001
Tax expense			
Current tax		22,500	64,500
adjustment for earliar years		4	590
		22,504	65,090
Profit after tax		53,056	1,19,911
Earnings per equity share:			
Basic (Rs.)		0.07	0.16
Diluted (Rs.)		0.07	0.16

The accompanying notes are an integral part
of the financial statements

1 to 21

In terms of our separate report of even date

For Grewal & Singh

Chartered Accountants

Firm No. 012322N

Anita Goyal

Partner

M. No. 520677



Narendra Kishore Gaur

Chairman

DIN No. 00168265

Ashok Kumar Aggarwal

Director

DIN No. 02080657

Mickey Sharma

Chief Financial Officer

Olive Pamela Kumar

Company Secretary

Place: New Delhi

Date: 29.05.2017

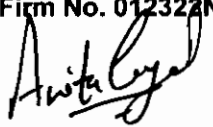
ATLANTIC COMMERCIAL COMPANY LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

Particulars	Year ended March 31, 2017 Rs.	Year ended March 31, 2016 Rs.
Cash flow from operating activities		
Net profit before tax	75,560	1,85,001
Adjustments for :-		
Interest income on deposits	-	-
Operating profit before working capital changes	75,560	1,85,001
Adjustments for changes in: -		
Increase / (decrease) in other current liabilities	(43,472)	45,006
Decrease / (increase) in other current assets	1,173	(28,625)
Cash generated from operations	33,261	2,01,382
Net income tax (paid)	(39,504)	(72,590)
Net cash generated / (used) from operating activities A	(6,243)	1,28,792
Cash flow from investing activities		
Interest income on deposits	-	-
Payment against rights acquired in residential flats	(5,697)	(3,877)
Security deposit written off	-	14,500
Net cash generated / (used) from investing activities B	(5,697)	10,623
Cash flow from financing activities		
Net cash generated from financing activities C	-	-
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(11,940)	1,39,415
Cash and cash equivalents at the beginning of the year	5,71,131	4,31,716
Cash and cash equivalents at the end of the year	5,59,191	5,71,131

The Cash flow statements derived from the audited financial statements for the year ended March 31, 2017 and other records and found the same to be drawn in accordance there with and as per AS-3 Cash Flow Statements.

In terms of our separate report of even date

For Grewal & Singh
Chartered Accountants
Firm No. 012322N


Anita Goyal
Partner

M. No. 520677





Narendra Kishore Gaur
Chairman
DIN No. 00168265



Ashok Kumar Aggarwal
Director
DIN No. 02080657



Mickey Sharma
Chief Financial Officer



Olive Pamela Kumar
Company Secretary

Place: New Delhi
Date: 29.05.2017

ATLANTIC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

1 Significant Accounting Policies

- (a) The financial statements are prepared under the historical cost convention in accordance with the applicable Accounting Standards and provisions of the Companies Act, 2013 as adopted consistently by the Company.
- (b) Accounting policies not specifically referred to otherwise are consistent with the general accepted accounting principles
- (c) Revenue is being recognised in accordance with the Accounting Standards issued by the Institute of Chartered Accountants of India in this regard
- (d) All income and expenditure are accounted for under the natural heads of accounts.
- (e) Long term investments are valued at cost unless there is a permanent diminution in value.

Particulars	As at March 31, 2017 Rs.	As at March 31, 2016 Rs.
2 Share capital		
(a) Details of share capital		
Authorised capital		
30,00,000 (March 31, 2016 - 30,00,000) equity shares of Rs.10/- each	3,00,00,000	3,00,00,000
	3,00,00,000	3,00,00,000
Issued, subscribed and fully paid-up capital		
7,35,000 (March 31, 2016 - 7,35,000) equity shares of Rs.10/- each	73,50,000	73,50,000
	73,50,000	73,50,000

(b) Rights, preferences and restrictions attached to shares

Equity shares

The company has issued only one class of equity shares having a par value of Rs.10/- each. Each holder of equity shares is entitled to one vote per share held.

(c) Details of holding company shareholding and of shareholders holding more than 5% shares:-

Name of the shareholder	As at March 31, 2017 Numbers - (%)	As at March 31, 2016 Numbers - (%)
Aggresar Leasing and Finance Private Limited (Holding Company)	5,09,600 (69.33%)	5,09,600 (69.33%)

(d) Reconciliation of number of shares

There is no change in issued, subscribed and paid up share capital during the current year and corresponding previous year.



ATLANTIC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

Particulars	As at March 31, 2017 Rs.	As at March 31, 2016 Rs.
3 Reserves and surplus		
Surplus as per statement of Profit & loss		
As at the beginning of the year	44,01,655	42,81,744
Add : Profit after tax transferred from statement of profit and loss annexed	53,056	1,19,911
As at the end of the year	44,54,711	44,01,655
4 Other current liabilities		
Others payables		
- payable for expenses	16,703	22,675
- TDS Payable	-	37,500
	16,703	60,175
5 Long-term loans and advances		
Unsecured, considered good		
Others - Advance Income tax	27,500	10,500
[Net of provision for tax of Rs.22,500/-, (March 31, 2016 - Rs.64,500/-)]	27,500	10,500
6 Cash and cash equivalents		
Balance with bank	5,57,018	3,82,499
Cheques, drafts on hand	-	1,80,000
Cash on hand	2,173	8,632
	5,59,191	5,71,131
7 Short-term loans and advances		
Unsecured, considered good		
Other advances - purchase of rights in flats	64,57,201	64,51,504
Prepaid expenses	27,522	28,695
	64,84,723	64,80,199

Scrip	Face Value Rs.	Number of shares	As at March 31, 2017 Rs.	Number of shares	As at March 31, 2016 Rs.
8 Non current investments					
Investment in equity instruments					
Unquoted fully paid up - trade					
Purearth Infrastructure Limited	10	4,00,000	40,00,000	4,00,000	40,00,000
Strategic Image Management Limited	10	75,000	7,50,000	75,000	7,50,000
Aggregate value of non-current investments			47,50,000		47,50,000



ATLANTIC COMMERCIAL COMPANY LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017**

Particulars	Year ended March 31, 2017 Rs.	Year ended March 31, 2016 Rs.
9 Revenue from operations		
Income from real estate operation	4,00,000	7,50,000
[TDS on real estate income Rs.20,000/-, (March 31, 2016 - Rs.75,000/-)]		
	4,00,000	7,50,000
10 Other income		
Interest on income tax refund	364	-
	364	-
11 Employee benefits expense		
Salary	72,000	72,000
	72,000	72,000
12 Other expenses		
Rates & taxes (listing fees)	68,800	4,00,750
ROC filing fees	13,200	28,800
Professional charges	31,358	15,300
Auditors remuneration		
- As auditor	16,675	16,675
- For limited review of unaudited financial results	8,627	-
Advertisement expenses	59,829	7,865
Security Deposit written off	-	14,500
Demat charges	30,041	1,404
Postage expenses	7,621	1,275
Printing & stationary expenses	720	80
Bank charges	915	1,370
Other miscellaneous expenses	15,018	4,980
	2,52,804	4,92,999

- 13** There is no difference in the Accounting and taxable Profit due to timing differences. Therefore the deferred tax asset/liability has not been created
- 14** The Company main business is Real Estates and all other activities of the company revolve around the main business. As such, there are no separate reportable segments, as per Accounting Standard 17 on "Segment Reporting"
- 15** As per the Scheme of Amalgamation Sanctioned by Hon'ble High Court of Delhi of Betterways Finance and Leasing Private Limited, Lotte Trading and Allied Services Private Limited, Lotus Finance and Investments Private Limited, Midopa Holdings Private Limited, Pentagon Holdings Private Limited, Utkrist Leasing Pvt. Ltd. and Xonix Enterprises Private Limited merged into Aggresar Leasing and Finance Private Limited, the Company has become subsidiary of Aggresar Leasing and Finance Private Limited with effect from appointed date April 1, 2014.



ATLANTIC COMMERCIAL COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

16 Related Party Disclosures as per AS-18 "Related Party Disclosures"

A) Name of Related Party and Nature of Related Party Relationship

Key Management Personnel

Mr. Shiv Charan Verma, CEO

Mr. Mickey Sharma, CFO

Holding Company

Aggresar Leasing and Finance Private Limited

Fellow Subsidiaries

Calipro Real Estates Private Limited

Unison International IT Services Limited

B) Transactions during the year and Balance as on March 31, 2017 with related parties referred to in (A) above: **NIL**

17 Details of Specified Bank Notes (SBN) held and transacted during the period from 8th Nov 2016 to 30th Dec 2016 is as follows :-

Particulars	SBNs	Other Denomination notes	Total
Closing cash in hand as on 08 November 2016	-	233	233
Add: Permitted receipt transaction	-	10,000	10,000
Less : Paid for permitted transactions	-	4,200	4,200
Less : Deposited in bank accounts	-	-	-
Closing cash in hand as on 30 December 2016	-	6,033	6,033

18 Based on the information available with the company, it has no outstanding dues in respect of Micro, Small and Medium Enterprises at the year end, therefore no disclosure is required under the Micro, Small and Medium Enterprises Development Act, 2006

19 Earnings per share

Particulars	Year ended March 31, 2017 Rs.	Year ended March 31, 2016 Rs.
Profit after tax	53,056	1,19,911
Weighted average number of equity Shares outstanding	7,35,000	7,35,000
Basic and Diluted earnings per share (Face value – Rs.10 per share)	0.07	0.16



ATLANTIC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

20 Figures have been rounded off to the nearest rupee.

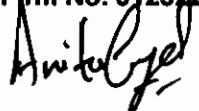
21 The previous year figures have been regrouped / reclassified wherever necessary to correspond to current year classification / disclosure.

In terms of our separate report of even date

For Grewal & Singh

Chartered Accountants

Firm No. 012322N



Anita Goyal

Partner

M. No. 520677



Narendra Kishore Gaur

Chairman

DIN No. 00168265



Ashok Kumar Aggarwal

Director

DIN No. 02080657



Mickey Sharma

Chief Financial Officer



Olive Pamela Kumar

Company Secretary

Place: New Delhi

Date: 29.05.2017

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3)
of the Companies (Management and Administration) Rules, 2014]

Atlantic Commercial Company Limited

Registered Office: 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi - 110008

CIN: L51909DL1985PLC020372,

e-mail: limitedatlantic@gmail.com, website: www.atlantic-commercial.com

Ph: 011-41539140, **Fax:** 011-25765214

32ND ANNUAL GENERAL MEETING - SEPTEMBER 26, 2017

Name of the Member(s):

Registered address:

Email:

--

Folio No. / Client ID:

--	--	--	--	--	--	--	--

DP ID:

--	--	--	--	--	--	--	--

I/ We, being the member(s) of shares of the Atlantic Commercial
Company Limited, hereby appoint;

Name : Email :

Address :

.....Signature :

or failing him/ her ;

Name : Email :

Address :

.....Signature :

or failing him/ her ;

Name : Email :

Address :

.....Signature :

as my / our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the 32nd Annual
General Meeting of the Company, to be held on Tuesday, September 26, 2017, at 11.00 a.m. at 606, 6th Floor,
Vikrant Tower, 4, Rajendra Place, New Delhi - 110008, and at any adjournment thereof in respect of such
resolutions as are indicated over leaf:

Resolution Number	Resolutions	Vote (Optional see Note 4)	
		For	Against
Ordinary Business			
1	Adoption of the audited financial statements of the Company for the financial year ended March 31, 2017 and report of Board of Directors and Auditors thereon		
2	Appointment of a director in place of Mr. Narendra Kishore Gaur, who retires by rotation and being eligible, offers himself for re-appointment		
3	Appointment of M/s Goel & Joshi Associates, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration		

Signed this day of 2017

Affix revenue
stamp of not
less than
Rs. 0.15

.....
Signature of the member

.....
Signature of the first proxy holder Signature of the second proxy holder Signature of the third proxy holder.

Notes:

1. This form of proxy in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of 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.
4. It is optional to indicate your preference. please put a '√' 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 may deem appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.

ATLANTIC COMMERCIAL COMPANY LIMITED
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CIN: L51909DL1985PLC020372, **e-mail:** limitedatlantic@gmail.com,
website: www.atlantic-commercial.com **Ph:** 011-41539140, **Fax:** 011-25765214

ATTENDANCE SLIP

32ND ANNUAL GENERAL MEETING - SEPTEMBER 26, 2017

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 32nd Annual General Meeting of the Company at the 606, 6th Floor, Vikrant Tower, 4, Rajendra Place, New Delhi - 110008, on Tuesday, September 26, 2017 at 11:00 A.M.

.....
Member's Folio/DP. ID - Client ID No.

.....
Name of the member / proxy
(in BLOCK letters)

.....
Signature of the member / proxy

Note : 1. Please fill up this attendance slip and hand it over at the entrance of the meeting place. Members are requested to bring their copies of the Annual Report to the AGM.

2. No bags, briefcases, drinks and eatables will be allowed to be carried inside the auditorium.

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website: www.atlantic-commercial.com **Ph:** 011-41539140, **Fax:** 011-25765214

REMOTE E - VOTING PARTICULARS

EVEN (Remote E-Voting Event Number)	USER ID	PASSWORD / PIN

Note: Please read instructions given at Note Nos. 15 to 19 of the Notice of the 32nd Annual General Meeting carefully before voting electronically.

SPECIMEN