

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.



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

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 holding 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.



A handwritten signature in black ink, appearing to be a stylized name.

- (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



A handwritten signature or mark, possibly a stylized 'A' or similar character, written in black ink.

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".

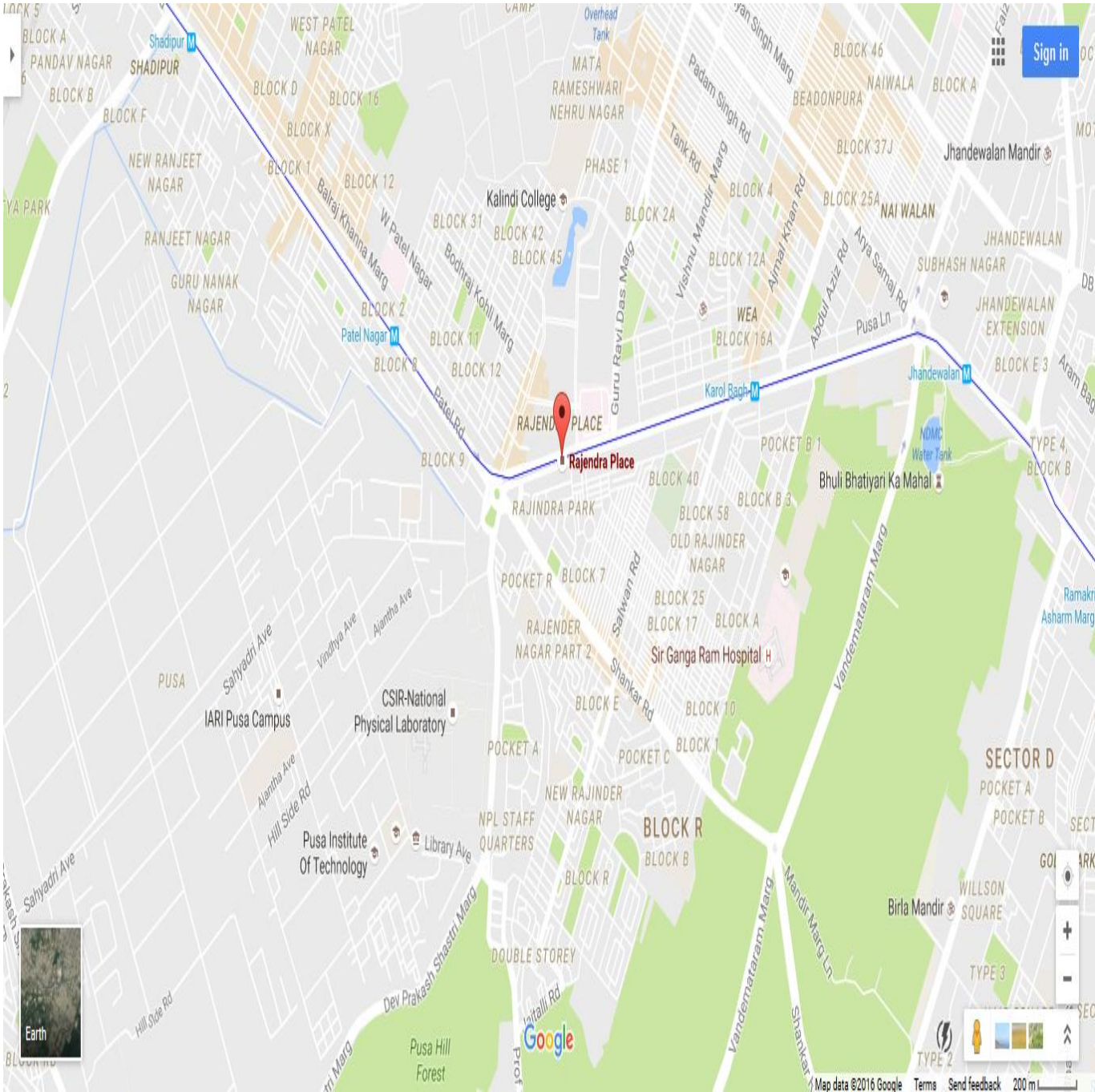
Narendra Kishore Gaur
Chairman

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

Route map for the venue of 32nd Annual General Meeting

Annexure - II



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:

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Folio No. / Client ID:

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DP ID:

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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
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

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.

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

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