

ATLANTIC COMMERCIAL COMPANY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting of the Company will be held on Monday, September 28, 2020 at 11.00 A.M. at the Registered Office of the Company at Unit No. 2053, 2nd Floor, Plaza-II, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi- 110006, to transact 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, 2020, the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Ashok Kumar Aggarwal (DIN 02080657), who retires by rotation and, being eligible, offers himself for re-appointment.

Registered Office
Unit No. 2053, 2nd Floor, Plaza-II,
Central Square, 20,
Manohar Lal Khurana Marg,
Bara Hindu Rao, Delhi-110006

Place: Delhi
Date: August 24, 2020

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



Narendra Kishore Gaur
Chairman

Notes:

1. M/s RCB & Company, Chartered Accountants, were appointed as Statutory Auditors of the Company at the 34th Annual General Meeting held on September 26, 2019 for a period of 5 years from the conclusion of 34th Annual General Meeting till conclusion of 39th Annual General Meeting of the Company. Pursuant to Notification issued by the Ministry of Corporate Affairs on 7th May, 2018, the mandatory requirement for ratification of appointment of Statutory Auditors by the Members at every Annual General Meeting ("AGM") is no longer required, and hence the Company is not proposing an item on ratification of appointment of Statutory Auditors at this 35th Annual General Meeting of the Company.

2. **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.

3. The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, September 22, 2020 to Monday, September 28, 2020 (both days inclusive).

4. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution to the Company, authorizing them to attend and vote on their behalf at the AGM.

5. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated through Attendance Slip. Members, Proxies and Authorised representatives are requested to bring the duly completed & signed Attendance Slip enclosed herewith to attend the AGM.

6. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MCS, the details of such folios together with the share certificates for consolidating their holdings in one



folio. A consolidated share certificate will be issued to such Members after making requisite changes.

7. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. Members are requested to bring their copy of Annual Report.
9. Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification.
10. 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.
11. Notice of the 35th AGM along with the Annual Report 2019-20 is being sent by electronic mode to those members whose email addresses are registered with the Company / Depositories. For Members who have not registered their email addresses, physical copies are being sent by the permitted mode. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.atlantic-commercial.com and on the website of NSDL <https://www.evoting.nsdl.com>.
12. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ('SEBI Listing Regulations'), securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members are requested to get in touch with any Depository Participant ("DPs") having registration with SEBI to open a Demat account or alternatively, contact the Company or Company's Registrars and Transfer Agents, MCS Share Transfer Agents Limited (MCS) for assistance in this regard. You may visit website of depositories viz., NSDL or CDSL or websites of stock exchanges for further understanding about the demat procedure.
13. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with MCS in case the shares are held by them in physical form.
14. 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.

15. 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.
16. As per SEBI Listing Regulations, it is mandatory for the Company to print the bank account details of the investors in dividend payment instrument. Hence, you are requested to register/update your correct bank account details with the Company/ RTA/ DPs, as the case may be.
17. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to MCS in case the shares are held in physical form.
18. As per the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.atlantic-commercial.com. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to MCS in case the shares are held in physical form.
19. 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.
20. The relevant details as required under Regulations 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), in respect of director seeking appointment /re-appointment at this 35th AGM under Item No. 2 of Notice of this 35th AGM, is provided as Annexure-I of this Notice of AGM.



21. Voting through electronic means:

- I. 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). The instructions for remote e-voting are as under:
- II. Mrs. Pragnya Parimita Pradhan, Company Secretary in whole-time practice, proprietor of M/s Pragnya Pradhan & 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.
- III. 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.
- IV. 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.
- V. A Member can vote either by remote e-voting or at the AGM. In case a Member votes by both the modes then the votes cast through remote e-voting shall prevail and the votes cast at the AGM shall be considered invalid.
- VI. The details of the process and the manner for remote e-voting are explained herein below:
 - 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.



- (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) 113707 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 pragnyap.pradhan@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 Instructions:

- (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) 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).

- (iv) The remote e-voting period commences on Friday, September 25, 2020 (9.00 a.m. IST) and ends on Sunday, September 27, 2020 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on September 21, 2020 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.
- (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 21, 2020 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 becomes a 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.



22. 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 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.
23. 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.
24. 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 28, 2020.
25. The route map to the venue of the 35th AGM is given at Annexure- II of this Notice of AGM.

Registered Office
Unit No. 2053, 2nd Floor, Plaza-II,
Central Square, 20,
Manohar Lal Khurana Marg,
Bara Hindu Rao, Delhi-110006

Place: Delhi
Date: August 24, 2020

**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**

ATLANTIC COMMERCIAL COMPANY LIMITED


ANNEXURE-I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT 35TH ANNUAL GENERAL MEETING OF THE COMPANY

| | |
|---|--|
| Name of the Director | Mr. Ashok Kumar Aggarwal |
| Director Identification Number (DIN) | 02080657 |
| Date of Birth | 24.09.1956 |
| Date of Appointment | 06.09.2012 |
| Qualification | B.SC, LLB & LLM |
| Experience & Expertise in Specific functional area | Corporate and other Laws |
| Profile of the Director | Mr. Ashok Kumar Aggarwal has around 32 years of experience in legal field. |
| Terms & Conditions of re-appointment along with details of remuneration sought to be paid and last drawn by him | Mr. Ashok Kumar Aggarwal, Director of the Company is liable to retire by rotation and being eligible, offer himself for the re-appointment at ensuing Annual General Meeting of the Company. No remuneration was paid to Mr. Ashok Kumar Aggarwal for his tenure as Director of the Company. |
| Shareholding in the Company as on 31.03.2020 | 10,000 |
| Relationship with other directors and KMP's of the Company | Nil |
| No. of meeting of Board attended during the year | 6 (Six) |
| List of Companies in which outside directorship held | NIL |
| Chairman/Member of the Committees of the Board of Directors of Indian Companies | Chairmanship(s) of Committees of the Board NIL Membership(s) of Committees of Board <u>Atlantic Commercial Company Limited</u> - Audit Committee - Nomination and Remuneration Committee - Share Transfer and Stakeholders Relationship Committee |

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




Narendra Kishore Gaur
Chairman

Place: Delhi
Date: August 24, 2020

Route map for the venue of 35th Annual General Meeting

Annexure - II

