

MINUTES OF ANNUAL GENERAL MEETING of ACME RESOURCES LIMITED HELD ON 30TH SEPTEMBER, 2014 AT 166, 1ST FLOOR, COTTON STREET, POST BADA BAZAR, KOLKATA – 700007.

PRESENT DIRECTORS:

1. Mr. Sharad Saluja
2. Mr. Kuldeep Saluja
3. Mr. Vimal Kishore Agarawal
4. Mr. Ajay Kumar Agarawal
5. Mr. Naresh Kumar Sehra

17 Shareholders in person/ by proxies/representatives.

IN ATTENDANCE:

Mr. Vivek Chaturvedi - Chief Financial Officer
Mr. Amitava Das - Company Secretary

BY INVITATION:

Mr. A K Labh – Practising Company Secretary

1. Mr. Sharad Saluja was unanimously voted to the Chair.
2. With the consent of the members present, the Notice, the Director's Report and Auditor's Report having already been circulated to the members were taken as read. Thereafter the chairman addressed the members and during his speech mentioned about domestic and global economic conditions, their impact on business of the company etc.
3. The Chairman placed before the members the Balance Sheet of the company as at 31st March, 2014 and the Profit and Loss account for the year ended as on that date along with the Auditor's Report and Directors' Report for their consideration and adoption. After their due consideration by the shareholders the following resolution was passed.

"Resolved that Balance Sheet as at 31st March, 2014 and Profit and Loss Account for the year ended on that date along with Auditors' Report and Directors' Report be hereby adopted."
4. The Chairman informed the members that Mr. Naresh Kumar Sehra directors are liable to retire by rotation and being eligible offered themselves for re-appointment. Following resolution was passed unanimously.

"Resolved that Mr. Naresh Kumar Sehra, whose period of office shall be liable to determination by retirement of Directors by rotation, be and is hereby appointed as a Director of the Company."

5. The Chairman informed the members that the auditors of the Company, M/s T.R. Chadha & Co., Chartered Accountants, B-30, Connaught Place, New Delhi-110001 will be retiring at the conclusion of the meeting and being eligible, M/s T.R. Chadha & Co. have given their consent to accept the offer of re-appointment.

The following resolutions were proposed by Mr. Sharad Saluja and seconded by Mr. Kuldeep Saluja.

“Resolved that M/s T.R. Chadha & Co., Chartered Accountants, B-30, Connaught Place, New Delhi-110001, be and are hereby appointed as the auditors of the company to hold office until the conclusion of the next Annual General Meeting.”

The resolution was passed unanimously.

6. The Chairman informed that in compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35 B of the Listing Agreement, the company had provided e-voting facilities to the shareholders to enable them to vote on all the resolutions proposed in the notice of Annual General Meeting.

He further informed that Mr. A K Labh, Practicing Company Secretary was appointed as Scrutinizer for conducting the above e-voting process in a fair and transparent manner and he has duly submitted his Report on the results of the e-voting to him before the Annual General Meeting.

He also informed that the members present in the meeting who have not been able to cast their votes through e-voting, may cast their votes through ballot forms which will be made available to the members attending this Annual General Meeting. He proposed that Mr. A K Labh, Practicing Company Secretary and Mr. , a member be appointed as the scrutinizer for the ballot process at the Annual General Meeting which was ascended to by all the members present at the meeting.

The ballot forms were distributed amongst the shareholders present in the meeting. The Chairman then requested the members present to cast their votes and announced that the combined result shall be declared on Saturday 4th October, 2014 at 2:00 p.m. at the Registered office of the Company and the same would be uploaded on the web-site of the company. The voting commenced thereafter and after casting the votes by all the eligible members and proxies present in the meeting, the Scrutinisers concluded the voting.

7. There being no other business, the meeting concluded with a vote of thanks to the Chair.

For ACME RESOURCES LIMITED



(Director)

Sharad Saluja
B-5/23, Safderjung Enclave
New Delhi – 110029
DIN : 01516294

Place: Kolkatta
Dated: 06.10.2014

VOTING RESULTS OF RESOLUTIONS PROPOSED IN THE ANNUAL GENERAL MEETING

The Scrutinizers, Mr. A K Labh, Practising Company Secretary submitted their report on 29th September 2014, and the same was acknowledged by the Chairman as result of the Annual General Meeting. In terms of combined report of e-voting and the votes casted through ballot paper by the shareholders attended/ present in the Annual General Meeting, the following resolutions were taken as passed in terms of the voting done for respective resolutions and these were construed to be passed by the shareholders at the 29th Annual General Meeting of the Company held on Tuesday, 30th September 2014.

Item No. 1:-**As an Ordinary Resolution:-**

“Resolved that Balance Sheet as at 31st March, 2014 and Profit and Loss Account for the year ended on that date along with Auditors’ Report and Directors’ Report be hereby adopted.”

Total No. of Votes Cast	Total no. & Percentage of Votes cast in favour	Total no. & Percentage of Votes cast against
2,32,84,359	2,32,84,359 (100%)	Nil

The above resolution was carried by majority.

Item No. 2 :-**As an Ordinary Resolution:-**

“Resolved that Mr. Naresh Kumar Sehra, a director of the company, who retires by rotation at this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

Total No. of Votes Cast	Total no. & Percentage of Votes cast in favour	Total no. & Percentage of Votes cast against
2,32,84,359	2,32,84,359 (100%)	Nil

The above resolution was carried by majority.

Item No. 3-**As an Ordinary Resolution:-**

“Resolved that pursuant to the provision of Section 139 and other applicable provisions, if any, of the Companies Act 2013, and upon recommendations of the Audit Committee, M/s T. R. Chadha & Co., Chartered Accountants, (Firm Registration No. 06711N) be and are hereby appointed as Auditors of the Company to hold office from the conclusion of 29th Annual General Meeting until the conclusion of 30th Annual General Meeting of the company at a remuneration to be decided mutually between the Board of Directors and the Auditors.”

Total No. of Votes Cast	Total no. & Percentage of Votes cast in favour	Total no. & Percentage of Votes cast against
2,32,84,359	2,32,84,359 (100%)	Nil

The above resolution was carried by majority.

Item No. 4-

As a Special Business Resolution:-

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Naresh Kumar Sehra (holding DIN 03604302), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019.”

Total No. of Votes Cast	Total no. & Percentage of Votes cast in favour	Total no. & Percentage of Votes cast against
2,32,84,359	2,32,84,359 (100%)	Nil

The above resolution was carried by majority.

Item No. 5-

As a Special Business Resolution:-

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Vimal Kishore Agarwal (holding DIN 01376085), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019.”

Total No. of Votes Cast	Total no. & Percentage of Votes cast in favour	Total no. & Percentage of Votes cast against
2,32,84,359	2,32,84,359 (100%)	Nil

The above resolution was carried by majority.

Item No. 6-

As a Special Business Resolution:-

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Ajay Kumar Agarwal (holding DIN 05250160), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019.”

Total No. of Votes Cast	Total no. & Percentage of Votes cast in favour	Total no. & Percentage of Votes cast against
2,32,84,359	2,32,84,359 (100%)	Nil

The above resolution was carried by majority.



Chairman