

ACME RESOURCES LTD.

Office No. 984,9th Floor, Aggarwal Cyber Plaza-II, Netaji Subhash Place, Pitampura
New Delhi-110034, **Phone:** +91-11-42427183/27356756
E-mail: acmeresources@gmail.com; www.acmeresources.in
CIN: L65993DL1985PLC314861

Date: 24th December 2019

To,
The Secretary
The Calcutta Stock Exchange Asso. Ltd.
7, Lyons Range
Kolkata – 700 001

To
BSE Limited
P.J. Towers, Dalal Street,
Mumbai- 400 001

Dear Sir,

Sub :- Submission of proceedings of Extra Ordinary General Meeting

Members at the Extra Ordinary General Meeting (EGM) of the Company held on 23rd December, 2019 at 77, Ground Floor, Dipni Apartment, Pitampura – 110034 inter alia, have duly passed the resolutions related to transact the business as per notice sent to the members of the company.

We hereby submit the proceedings of the Extra Ordinary General Meeting and confirm that the meeting was convened, held and conducted as per the provisions of the 2013 Act and relevant rules (section 121 of 2013 Act).

In this regard, Please find enclosed the following:

- i) Summary of Proceedings under Regulation 30 of SEBI (Listing obligations and disclosures Requirements) Regulations, 2015.
- ii) Voting results under Regulation 44 of SEBI (Listing obligations and disclosures Requirements) Regulations, 2015.
- iii) Report of Scrutinizer dated 23rd Dec'2019 pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administrations) Rules, 2014.

This is for your information and records.

Please acknowledge the receipt.

For Acme Resources Limited
For ACME RESOURCES LTD.


Authorised Signatory
(Authorized Signatory)

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MINUTES OF THE 01/2019-20 EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF M/S ACME RESOURCES LIMITED HELD ON MONDAY THE 23RD DAY OF DECEMBER 2019, AT 10:00 A.M. AT 77, GROUND FLOOR, DIPIN APARTMENT, PITAMPURA, NEW DELHI – 110034.

PRESENT DIRECTORS

Mr. Sharad Saluja	Director & Chairman
Mr. Kuldeep Saluja	Director
Ms. Neeti Agrawal	Independent Director
Mr. Balbinder Singh	Independent Director

IN ATTENDANCE

Mr. Kailash Kumar Jha	Chief Financial Officer
Ms. Nidhi Bhaskar	Company Secretary

CHAIRPERSON OF THE MEETING

The Chairman Mr. Sharad Saluja occupied the chair and started the proceedings of the meeting.

QUORUM

The Chairman declared that the requisite quorum was present and called the meeting to order.

LEAVE OF ABSENCE

Leave of absence was granted to following persons:

- 1) Mr. Vikas Gera (Secretarial Auditor)

MEMBERS PRESENT

52 Members

WELCOME ADDRESS

The Chairman made a welcome address to members.

NOTICE

With the consent of the members present, the notice convening the meeting was taken as read.

DOCUMENTS AVAILABLE FOR INSPECTION

The following documents and Registers were placed on the Table before the Meeting and were available for inspection throughout the meeting:

1. Register of Directors, KMPs and their shareholding,
2. Register of contracts & arrangements in which Directors are interested,
3. Proxy Register,
4. The Auditor's Report and Secretarial Audit Report, and other statutory documents were kept open for inspection during the meeting.

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AGENDA

The Chairman then proceeded with the business to be transacted.

SPECIAL BUSINESS

Item No. 1

Mr. Kuldeep Saluja proposed and Mr. Sharad Saluja seconded and the following resolution was passed as a Special resolution:

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 and any other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to other requisite approvals, if any, consent of the members be and is hereby accorded to appoint Mr. Vivek Chaturvedi (DIN-08027097) as Managing Director of the Company, for a period of 5 (five) years with effect from 1st November, 2019.”

“**RESOLVED FURTHER THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 and any other applicable provisions, if any, of the Act and the Rules made thereunder read with Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in the event of adequacy of profits for any financial year during the tenure of Mr. Vivek Chaturvedi, Managing Director, consent of the members be and is hereby accorded to pay remuneration to him as under:

- The total remuneration payable shall not exceed 5% of the net profits of the Company for the year and in case there are more than one Managing and/or Whole-time Director, then 10% of the net profits of the Company for all of them taken together, as laid down under Sections 197 and 198 of the Act.
- Remuneration shall consist of any and/or all of the following:
 - a) Monthly salary, as may be decided by the Board;
 - b) Commission; and
 - c) Perquisites / Allowances.
- Other benefits, perquisites and allowances (viz. housing, furnishing & repairs, security services, utility allowances like gas, electricity, water, car & driver, insurance, leave travel concession for self and family, medical reimbursement, club membership, telephone etc.)”

“**RESOLVED FURTHER THAT** the term of office of Mr. Vivek Chaturvedi as Managing Director shall not be liable to retire by rotation.”

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“RESOLVED FURTHER THAT subject to the provisions of the Act and the rules, circulars, orders and notifications issued thereunder read with Schedule V of the Act and/or guidelines for managerial remuneration issued by Government of India or other appropriate authority in that behalf as in force and as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Board be and is hereby authorised to vary and alter the terms and conditions of the said re-appointment for increase or vary the remuneration to be paid and provided from time to time to Mr. Vivek Chaturvedi, Managing Director.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or any Director or Officer to give effect to the resolution hereof.”

On being put to vote by show of hands, the resolution was carried unanimously.

VOTE OF THANKS

There being no other business, the meeting was terminated with a vote of thanks to the chairman.

Dated: 23rd December, 2019

Place: New Delhi

For ACME RESOURCES LTD.



Chairman

Director

MukeshChaturvedi

B. COM (Hons), LLB, DSW, ACS
Company Secretary in Whole Time Practice

169, ArabindaSarani,
Ground Floor,
Kolkata - 700 006

REPORT OF SCRUTINIZER IN RESPECT OF E-VOTING PROCESS

[Pursuant to Section 107, Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended]

To

The Chairman

ACME RESOURCES LIMITED

984,9TH Floor,
Agarwal Cyber Plaza-II,
Netaji Subhas Place , Pitampura
New Delhi-110034

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 107 & 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rule'), as amended, in respect of Extra Ordinary General Meeting of Equity Shareholders of ACME RESOURCES LIMITED held on Monday, 23rd December, 2019 at 10.00 A.M.

I, Mukesh Chaturvedi, Practicing Company Secretary, had been appointed by the Board of Directors of **ACME RESOURCES LIMITED** ('the Company') vide its resolution dated , pursuant to provisions of Section 107 & 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Clause 35 B of the Listing Agreement as the Scrutinizer to conduct the electronic voting process in respect of below mentioned resolutions proposed to be passed at the Extra Ordinary General Meeting ('EOGM') of the Equity Shareholders of the Company held on 23rd December, 2019.

The Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the notice convening the aforesaid EOGM. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolutions stated in the notice of the AGM, based on the reports generated from the e-voting system provided by Central Depository Securities Limited ('CDSL'), the authorized agency to provide e-voting facility and engaged by the Company.

The Notice dated 12th November, 2019 convening EOGM of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of below mentioned resolutions proposed to be passed at the said EOGM of the Equity Shareholders of the Company to be held on 23rd December, 2019.

The shareholders of the Company holding shares as on the “cut-off” date of 16th December, 2019, were entitled to vote on proposed resolutions as set at Item No. 1 in the Notice of the EOGM of the Equity Shareholders of the Company.

The e-voting period commenced on Thursday, 19th December, 2019 at 10:00 A.M. and ended on Sunday, 22nd December, 2019 at 5:00 P.M. and the CDSL e-voting platform was blocked thereafter. The votes were unblocked on 23rd December, 2019 at 2:38 p.m. in the presence of two witnesses: Shri S. P. Sharma and Shri A. Chaturvedi, who are not in employment of the Company.

Thereafter, the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against” were downloaded from the e-voting website of CDSL(www.evotingindia.com). All the votes casted electronically as well as physical during the said period have been taken into consideration for the purpose of our report.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the CDSL e-voting system as well as physical votes casted.

I now submit my Report as under on the result of the voting through electronic means and physical votes in respect of the said resolution:

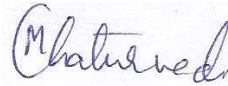
continuation sheet....

The E- voting Result on each Agenda is as per Separate Sheet Attached

The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same will be handed over to the Chairman of the Company or any other person authorized by him in due course for safe keeping.

Thanking you,

Yours faithfully,



Place: Kolkata
Date: 23.12.2019

MUKESH CHATURVEDI
Practicing Company Secretary
ACS No. 10213, C.P. No: 3390.

ACME RESOURCE LIMITED
Consolidated Report of Voting at EOGM Held on 23-12-2019 (E-Voting + Polling Ballot + Postal Ballot)

SL NO	Resolution	Mode	No. of folio/ Ballots Received	Total no of Shares held	Votes cast in favour of Resolutions		% of Votes in Favour of the Resolutio	Votes cast against the Resolutions		% of Votes against the Resolutio	Invalid Votes	
					No. of folios/No. Ballots received	Votes		No. of folios/No.B allots received	Votes		No. of folios/No. Ballots received	Votes
1	Appointment of Vivek Chaturvedi as managing Director of the Company.-SPECIAL RESOLUTION	E-Voting	10	18904405	10	18904405	83.44000	0	0		0	0
		Physical	42	3750507	42	3750507	16.56000	0	0		0	0
		Postal Voting	0	0	0	0		0	0		0	0
		Total	52	22654912	52	22654912	100	0	0		0	0
		Total	52	22654912	52	22654912	100	0	0		0	0

(M Chaturvedi)
23/12/2019