ACE INTEGRATED SOLUTIONS LIMITED

Regd. Office: B-13, DSIDC Complex, Functional Industrial Estate, Patparganj Industrial Area, Delhi – 110092
Phone No.: 011-22162970, 22163632, 22156470 Fax: 011- 22156374
e-mail:- ceo@aceintegrated.com, info@aceintegrated.com
CIN: U74140DL1997PLC088373

Ref.- AISL/SEC/STX/2017/10

To **Date: September 01, 2017**

The Manager (Listing Department)
National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East),
Mumbai-400051 (Maharashtra)

Company Symbol: ACEINTEG
Company Series: SM

Subject:- Intimation of Remote E-Voting facility.

Dear Sir/Madam,

This is to inform you that pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 ('the Rules") as amended from time to time, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing its members, the facility to exercise their right to vote by electronic means on all the business transacted as set forth in the Notice of AGM of the Company through the remote e-voting facility provided by CDSL. The detailed instructions for remote e-voting facility are contained in the Notice of AGM which has been sent to the Members.

1. The Notice of the 20th Annual General Meeting is available on the Company's website www.aceintegrated.com and on CDSL website www.evotingindia.com and 20th Annual Report of the Company for the F.Y. 2016-17 is available on the Company's website www.aceintegrated.com.
2. The remote e-voting will commence on Saturday, 23rd September, 2017 (9:00 A.M.)
3. The remote e-voting will end on Monday, 25th September, 2017 (5:00 P.M.)
4. The remote e-voting module shall be disabled by CDSL beyond 5.00 P.M. on Monday, 25th September, 2017 and once the vote on a resolution is cast by the member, the Member shall not be allowed to change it subsequently.
5. The Members holding shares either in physical form or dematerialized form, on cut-off date i.e. Tuesday, 19th September, 2017 may cast their vote electronically to transact the business set forth in the Notice of AGM.

ACE INTEGRATED SOLUTIONS LIMITED
B-13, Dsidc Complex Patparganj Industrial Area Delhi-110092

6. Person who have acquired shares and become members of the Company after dispatch of the Notice of the AGM and holding shares as on the cut-off date i.e. 19th September, 2017 may cast their votes by following the instructions and process of remote e-voting as provided in the Notice of the AGM.
7. A person whose name is recorded in the Register of Members and Register of beneficial owners maintained by the depositories as on the cut-off date only, shall be entitled to avail the facility of remote e-voting as well as voting in the AGM.
8. Members may participate in the general meeting even after exercising right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
9. The facility for voting through poll paper shall also be made available at the AGM and Members who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM.
10. In case of any queries relating to e-voting, member/ beneficial may refer the frequently asked questions ("FAQs") and e-voting manual available at the CDSL website: www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Deputy Manager, (CDSL,) Central Depository Services (India) Limited, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001, or send an email to helpdesk.evoting@cdslindia.com or call 18002005533.
11. The entry at the meeting venue will be regulated by Attendance Slip, which has been sent along with the Annual Report to Members. Members are requested to submit duly filled in Attendance Slip at the Registration counter to attend the AGM.

You are requested to kindly take the above information on your records and acknowledge the receipt of the same.

Yours Faithfully

For **ACE INTEGRATED SOLUTIONS LIMITED**

ACE INTEGRATED SOLUTIONS LIMITED
B-13,
Dsidc Complex
Patparganj
Industrial Area
Delhi-110092

RANJEET SINGH
(Company Secretary)

ACE INTEGRATED SOLUTIONS LIMITED

Regd. Office: B-13, DSIDC Complex, Functional Industrial Estate,
Industrial Area Patparganj, New Delhi-110092, CIN: U74140DL1997PLC088373
Email- ceo@aceintegrated.com, cs@aceintegrated.com Website- www.aceintegrated.com
Phone No. 011-22162970, Fax No. 011-22156374

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NOTICE OF 20TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 20th Annual General Meeting of the Members of M/s Ace Integrated Solutions Limited (CIN: U74140DL1997PLC088373) will be held on **Tuesday, the 26th day of September, 2017 at 09.00 a.m. at JP Hotel & Resorts, 6B, Patparganj, I.P. Extension, NH-24, Delhi – 110092** to transact the following businesses: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2017 and Reports of Board of Directors and Report of Auditors thereon.

2. To appoint a Director in place of Mrs. Amita Verma (DIN 01089994), who retires by Rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.

3. To appoint Sadana & Co., Chartered Accountants (FRN: 011616N) as statutory auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of section 139 and any other applicable provision of the Companies Act, 2013 and the Rules made there under (including any statutory modification or re-enactment thereof, for the time being in force), the appointment of **M/s. Sadana & Co., Chartered Accountants (FRN: 011616N)** as Statutory Auditors of the Company from the conclusion of 20th Annual General Meeting till the conclusion of the 25th Annual General Meeting of the Company for the period of five consecutive years i.e. 2017-18 to 2021-22, subject to ratification by members at every Annual General Meeting to be held during the said period.

RESOLVED FURTHER THAT the Board of Directors or Audit Committee thereof, be and is hereby authorized to decide and finalize the terms and conditions of appointment, including the remuneration of the Statutory Auditors."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all act, deeds and things as may be necessary or desirable to give effect to the aforesaid resolution."

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SPECIAL BUSINESS

4. To consider and if thought fit, to pass, with or without modification (s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Pursuant to the provisions of section 161 and all other applicable provision of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), **Mr. Vikram Gandhi (DIN: 06550307)**, who was appointed as Additional Director of the Company in the meeting of the Board of Directors of the company held on 24th March, 2017, and who holds office up to the date of this 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 as per the provisions of Section 160 of the Companies Act, 2013. The Consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Vikram Gandhi (DIN: 06550307) as Independent Director of the Company to hold office up to 23rd March, 2018 with effect from 24th March, 2017.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all act, deeds and things as may be necessary or desirable to give effect to the aforesaid resolution."

Registered Office
B-13, DSIDC Complex, Functional
Industrial Estate, Industrial Area
Patparganj, New Delhi – 110092

By the order of the Board
For ACE INTEGRATED SOLUTIONS LIMITED

Sd/-

Ranjeet Singh
(Company Secretary)
Membership No. ACS-44935

Date: 28.08.2017
Place: Delhi

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting ("Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. The instrument appointing proxy in order to be effective, should be deposited at Company's registered office, duly completed and signed, not less than forty eight hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
2. The Proxy holder shall prove his/her identity at the time of attending the Meeting.
3. When a member appoints a proxy and both the Member and the Proxy attend the Meeting, the Proxy stands automatically revoked.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting.
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf.
6. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at this AGM is annexed hereto.
7. All documents referred to in the accompanying notice and explanatory statement will be kept open for inspection at the Registered Office of Company at B-13, DSIDC Complex, Functional Industrial Estate, Industrial Area Patparganj, New Delhi – 110092 on all working days between 10.00 a.m. to 01.00 p.m. prior to date of Annual General Meeting.
8. The Notice of 20th Annual General Meeting and the Annual Report 2016-2017 of the Company, circulated to the members of the Company, will be made available on the Company's website at www.aceintegrated.com.
9. Electronic copy of the Annual Report for 2016-17 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2016-17 is being sent in permitted mode.
   Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants or with Company or with the Registrar and Share Transfer Agent of the Company (in case of Shares held in physical form).
10. Members are requested to notify any change in their addresses to the Company or Registrar and Share Transfer Agent of the Company immediately. Members holding shares in electronic form are requested to advise change of addresses to their Depository Participants.
11. Members may also note that the Notice of 20th Annual General Meeting and the Annual Report 2016-17 will also be available on the Company's website at www.aceintegrated.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at B-13, DSIDC Complex, Functional Industrial Estate, Industrial Area Patparganj, New Delhi – 110092 for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. The notice of 20th Annual General Meeting will also be available on CDSL website : www.cdslindia.com for their download.
12. Members are requested to provide their client ID and DP ID numbers at the meeting for easy identification.
13. Members desiring any information concerning the accounts are requested to address their questions in writing to the Company at its registered office at B-13, DSIDC Complex, Functional Industrial Estate, Industrial Area Patparganj, New Delhi – 110092, at least 7 (Seven) days before the date of the Meeting so that the information required may be made available at the Meeting.

ACE INTEGRATED SOLUTIONS LIMITED

14. Register of Members and Share Transfer Books will remain closed from Wednesday, 20th September, 2017 to Tuesday, 26th September, 2017 (both days inclusive) for the purpose of holding 20th Annual General Meeting.
15. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers/copies of PAN card to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent, M/s. Bigshare Services Private Limited.
16. A route map along with prominent landmark for easy reach to the venue of Annual General Meeting is at the last page of this Annual Report.
17. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended upto date, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide its members the facility to exercise their right to vote on the resolutions proposed to be passed in the 20th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

    The facility for voting through ballot / polling paper shall also be made available at the venue of the 20th AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

    The instructions for shareholders voting electronically are as under:

(i) The voting period begins on Saturday, 23rd September, 2017 (9:00 A.M.) and ends on Monday 25th September, 2017 (5:00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on 19th September, 2017 (the cut-off date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) Now Enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg.

	If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for **"ACE INTEGRATED SOLUTIONS LIMITED"** on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(xxi) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Deputy Manager, (CDSL,) Central Depository Services (India) Limited, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001, or send an email to helpdesk.evoting@cdslindia.com or call 18002005533.

(xxii) Notice of the meeting is also displayed at www.aceintegrated.com.

(xxiii) Ms. Henna Sharma Proprietor of M/s. Henna Sharma & Associates, Company Secretaries (Membership No. 50260 and C.P. No. 18208) (Address: 157, First Floor, D-288/289, Gali No. 10, Laxmi Nagar, Delhi - 110092) has been appointed as scrutinizer for conducting the e-voting process in the fair and transparent manner.

(xxiv) The Scrutinizer shall with in a period of not exceeding three (3) days from the conclusion of the meeting make a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman of the Company.

(xxv) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 19th September, 2017 may follow the same instructions as mentioned above for e-Voting.

Registered Office
B-13, DSIDC Complex, Functional
Industrial Estate, Industrial Area
Patparganj, New Delhi – 110092

By the order of the Board
For ACE INTEGRATED SOLUTIONS LIMITED

Sd/-

Ranjeet Singh
(Company Secretary)
Membership No. ACS-44935

Date: 28.08.2017
Place: Delhi

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO. 4

Mr. Vikram Gandhi (DIN: 06550307) was appointed as Additional Director in the category of Non-Executive (Independent) Director of the Company. Pursuant to the provision of section 149 and any other applicable provisions of the Companies Act, 2013, **Mr. Vikram Gandhi (DIN: 06550307)** being eligible and seeking appointment, are proposed to be appointed as an Independent Director for a term of One years with effect from 24th March, 2017, not liable to retire by rotation.

Mr. Vikram Gandhi (DIN: 06550307) are not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given their consent in writing to act as Director in Form DIR-2. The Company has also received a declaration to the effect that they meet the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, **Mr. Vikram Gandhi (DIN: 06550307)** fulfil the conditions specified in the Companies Act, 2013 and rules made thereunder for their appointment as an Independent Directors of the Company and are independent of the management.

The Board recommends adoption of the resolution set out in Item No. 4 as an Ordinary Resolution.

Except Mr. Vikram Gandhi, being appointee, none of the other Directors / Key Managerial Personnel of the Company or their relatives are in anyway, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

Name	Vikram Gandhi
Age	47 Years
Date of Appointment/ Re- appointment	24.03.2017
Brief Resume	BE (Mechanical)
Names of the Listed Companies in which he/ she holds Directorships/ Committee Membership	Director in: 1. Ace Integrated Solutions Limited 2. Aasara India Limited 3. ARG Trading Company Private Limited 4. Dream Near Realty Private Limited 5. Aasara Projects India Private Limited 6. Aasara Housing Private Limited Chairperson/ Member in Committees: In Ace Integrated Solutions Limited: Nomination & Remuneration Committee: Chairman Audit Committee: Member
No. of Shares held	Nil

Registered Office
B-13, DSIDC Complex, Functional
Industrial Estate, Industrial Area
Patparganj, New Delhi – 110092

By the order of the Board
For ACE INTEGRATED SOLUTIONS LIMITED

Sd/-

Ranjeet Singh
(Company Secretary)
Membership No. ACS-44935

Date: 28.08.2017
Place: Delhi

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FORM NO. MGT-11
PROXY FORM
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) : _____
Registered address : _____
E-mail Id : _____
Folio No/Client ID : _____
DP ID : _____

I/We, being the member (s) of _____equity shares of the above-named company, hereby appoint

1. Name: _____Address: _____
   E-mail Id: _____Signature:_____ or failing him
2. Name: _____Address: _____
   E-mail Id: _____Signature:_____or failing him
3. Name: _____Address: _____
   E-mail Id: _____Signature:_____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting of the company, to be held on Tuesday, the 26th day of September, 2017 at 9.00 a.m. at JP Hotel & Resorts, 6B, Patparganj, I.P. Extension, NH-24, Delhi – 110092 and at any adjournment thereof in respect of such resolutions as are indicated below-

S. No.	Resolution	Optional	
		For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2017 and Reports of Board of Directors and Report of Auditors thereon.		
2	To appoint a Director in place of Mrs. Amita Verma (DIN 01089994), who retires by Rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.		
3	To appoint Sadana & Co., Chartered Accountants (FRN: 011616N) as statutory auditors of the Company and in this regard to consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution.		
Special Business			
4	To Regularization of Mr. Vikram Gandhi (DIN: 06550307) as an Independent Director		

Signed this ..... day of 2016
Signature of shareholder _____
Signature of Proxy holder(s)_____

Affix Revenue Stamp

Note:

1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting**.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 20th Annual General Meeting.
3. It is optional to put an "X" 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 thinks appropriate.
4. Please complete all details of member(s) in above box before submission.

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20TH ANNUAL GENERAL MEETING OF ACE INTEGRATED SOLUTIONS LIMITED

ATTENDANCE SLIP

Registered Folio No. / DP ID No./ Client ID No.	
Name and address of the Member(s)	
Name of the Proxy (To be filled only when a proxy attends the meeting)	
Number of Shares held	

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

I/We hereby record my/our presence at the 20th Annual General Meeting of the Company held on Tuesday, the 26th day of September, 2017 at 09.00 a.m. at JP Hotel & Resorts, 6B, Patparganj, I.P. Extension, NH-24, Delhi – 110092.

_____ _____

Name of the member/ proxy Signature of member/proxy

Notes:

1. Members/Proxy attending the meeting must complete this attendance slip and hand it over at entrance.
2. Members are requested to bring their copies of the Annual Report to the Meeting.

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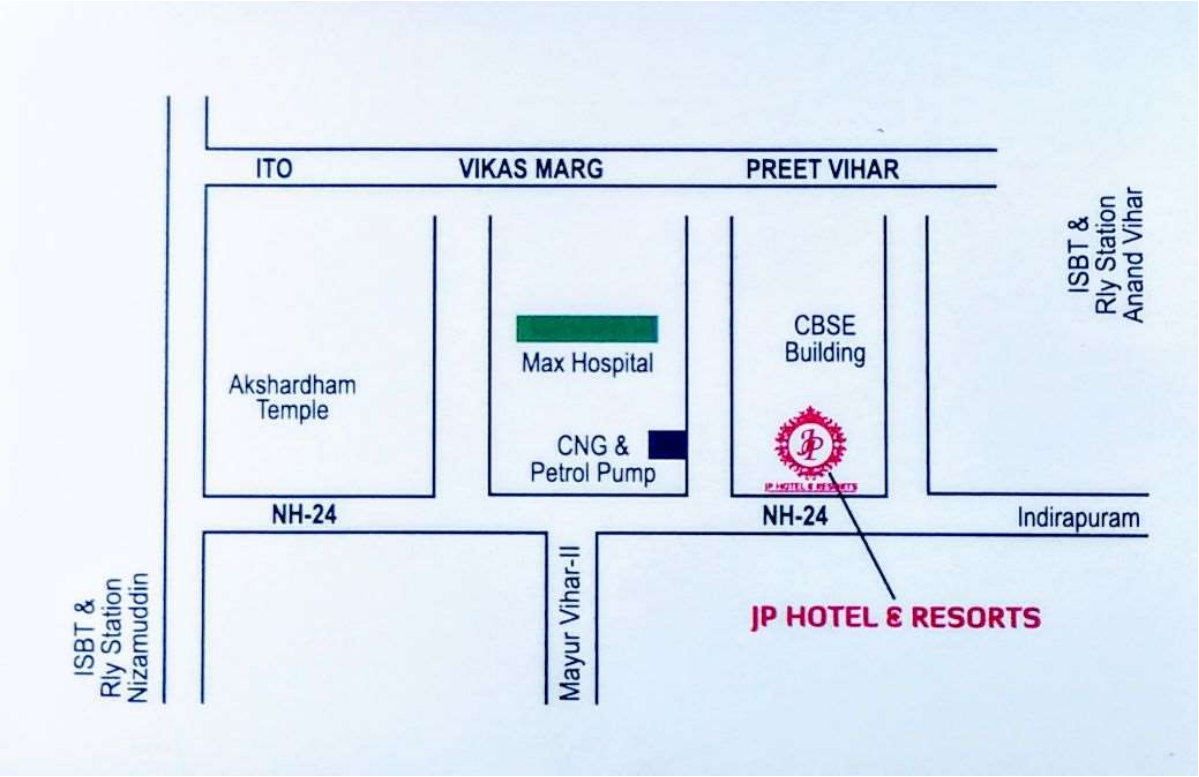
ROUTE MAP OF THE VENUE FOR 20TH ANNUAL GENERAL MEETING OF ACE INTEGRATED SOLUTIONS LIMITED