

ACORN ENGINEERING LIMITED
(Wholly owned subsidiary of J.K. Fenner (India) Limited)

NOTICE

NOTICE is hereby given that 39th Annual General Meeting of the Members of Acorn Engineering Limited will be held at the Company's Registered Office at Delite Theatre Building, 2nd Floor, Asaf Ali Road, New Delhi 110 002 on Wednesday, 10th August 2016 at 11.00 A.M to transact the following business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2016 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Ashok Kumar Kinra, who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass, with or without modification(s), the following, as Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder as amended from time to time, M/s. N.V. Nathan & Co., Chartered Accountants, (Registration Number: 002434S), the retiring Auditors of the Company, be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of the present Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be decided by the Board of Directors in consultation with M/s.N.V. Nathan & Co., Chartered Accountants, in addition to service tax, as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit”.

Regd. Office:
Delite Theatre Building, 2nd Floor
Asaf Ali Road, New Delhi 110 002
Phone : 011-23243113, 23243153
Fax : 011-23243114
CIN : U74210DL1978PLC09175
Date : 11th May 2016

By Order of the Board

V.Rengaswamy
Director

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**

A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY 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 MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Physical copy of the Annual Report for 2015-16, Notice of the 39th AGM of the Company along with Proxy form are being sent to the members.
3. **APPOINTMENT OF DIRECTOR:**

Brief resume of the Director proposed to be re-appointed (Item No. 2 of the Notice) is given hereunder:

Shri Ashok Kumar Kinra, aged 65 years, is a Chartered Accountant. He has over 44 years of experience in Finance, Accounts, Mergers & Acquisitions, Business Restructuring of Companies and Administration. He is a Member of Finance, Banking and Insurance Committees of ASSOCHAM and PHD Chambers of Commerce. He is also Director of Bengal & Assam Company Limited, Dwarkesh Energy Limited, BMF Investments Limited, Florence Investech Ltd., Indica Travels & Tours Pvt. Limited, Valiant Pacific LLC, Dubai, J.K. Asia Pacific (S) Pte Ltd., Singapore, J.K. Asia Pacific Ltd., Hongkong, J.K. International Limited, U.K., Habras International Limited, Sunrise Consolidated Limited, Modern Cotton Yarn Spinners Limited, JK Tornel, S.A. DE C.V., Compania Hulera Tornel S.A. DE C.V., Gintor Administration S.A. DE C.V., Comercializadora America Universal S.A. DE C.V., Terriswood Limited, CliniRx Asia Pacific Limited, Hongkong, CliniRx, USA Inc., Henry F Cockill & Sons Limited, Sago Trading Limited, Pushpawati Singhania Research Institute for Liver, Renal & Digestive Diseases, Acorn Engineering Limited and Natext Biosciences Private Limited.

Shri Ashok Kumar Kinra attended all the four meetings of the Board of Directors held during the financial year ended 31st March 2016. His Director Identification No. is 00066421. He does not hold any Equity Share of the Company. Shri Ashok Kumar Kinra is not related to any Director of the Company.

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ADMISSION SLIP

Folio No. or DP Id #/ Client-Id #	
No. of Shares held	

I hereby record my presence at the 39th Annual General Meeting of the Company being held at Delite Theatre Building, 2nd Floor, Asaf Ali Road, New Delhi 110 002 on Wednesday, 10th August 2016 at 11.00 A.M.

Name of the Member (in block letters)	
Name of the Proxy-holder/ Authorised Representative attending the Meeting* (in block letters)	

Signature of the Member/Proxy/Authorised Representative*

Notes:

1. A member/proxy/authorized representative wishing to attend the Meeting must complete this Admission Slip before coming to Meeting and hand it over at the entrance.
2. If you intend to appoint a proxy, please complete, stamp, sign and deposit the Proxy Form at the Company's Registered Office at least 48 hours before the Meeting.

* Strike out whichever is not applicable.

Applicable for investors holding shares in dematerialised form.

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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 Company : Acorn Engineering Limited

Registered Office : Delite Theatre Building, 2nd Floor, Asaf Ali Road, New Delhi 110 002

Name of the member(s) :

Registered Address :

E-mail Id :

Folio No./ Client Id :

DP Id :

I/We, being the member(s) of shares of Acorn Engineering Limited 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 39th Annual General Meeting of the Company, to be held on Wednesday, 10th August 2016 at 11.00 A.M. at the Company's Registered Office at Delite Theatre Building, 2nd Floor, Asaf Ali Road, New Delhi 110 002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No.	Resolutions	For	Against
1.	Consider and adopt the Audited Financial Statements and the reports of the Directors and Auditors thereon.		
2.	Re-appointment of Shri Ashok Kumar Kinra, who retires by rotation.		
3.	Re-appointment of Auditors and fixation of remuneration.		

Signed this.....day of August 2016

Affix Revenue Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note:

This form of proxy in order to be effective should be completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.