

1st Extraordinary General Meeting of 2019-20:	
Day	Wednesday
Date	25 th March, 2020
Time	11.00 A.M.
Venue [Other than Registered Office]	Miraj Auditorium, 2 nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

BOARD OF DIRECTORS	Mr. Prakash Chandra Purohit (DIN: 01383197) Mr. Revant Purbia (DIN: 02423236) Mr. Sunil Upadhayay (DIN: 06767593) Mrs. Prabhjeet Kaur (DIN: 07136767)
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KEY MANAGERIAL PERSONNEL	Mr. Revant Purbia, Chief Financial Officer Mr. Jitendra Purohit, Chief Executive Officer Mr. Arpit Lodha, Company Secretary
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AUDITORS	M/s Vinod Singhal & Co. (FRN 005826C) Chartered Accountants, 207, 222, 2 nd Floor, Ganpati Plaza, M.I. Road, Jaipur, Rajasthan, India, PIN-302001
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REGISTERED OFFICE	3 rd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301
CIN	L74950RJ1985PLC003275
WEBSITE	www.asiapackltd.com
EMAIL	cs@mirajgroup.in / arpit.lodha@mirajgroup.in

REGISTRAR AND TRANSFER AGENT:	
Head Office :- Bigshare Services Private Limited, 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059. Tel. No. 022 – 62638200, 62638222 Email : investor@bigshareonline.com Website: www.bigshareonline.com	Branch Office :- Bigshare Services Private Limited, 302 Kushal Bazar, 32-33, Nehru Place, New Delhi-110019 Tel : 011-42425004 Contact Person : Mr. Mukesh Kumar, Email : bssdelhi@bigshareonline.com Website: www.bigshareonline.com

NOTICE

NOTICE is hereby given that 1st Extraordinary General Meeting of 2019-20 (“the meeting” or “the EGM”) of the Members of **Asia Pack Limited** will be held on **Wednesday, the 25th day of March, 2020** at 11.00 A.M. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301 to transact the following business:-

SPECIAL BUSINESS:

1. RE-APPOINTMENT OF MRS. PRABHJEET KAUR (DIN: 07136767) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider, and if thought fit, to pass, with or without modification(s), the following Resolution(s) as a **SPECIAL RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mrs. Prabhjeet Kaur (DIN: 07136767), Independent Non-Executive Director of the Company who has submitted a declaration in writing that she meets the criteria for independence as provided in the Act and Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for a second term of five consecutive years with effect from 26th March, 2020 to 25th March, 2025.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By Order of the Board of Directors
For **Asia Pack Limited**,

Name: **Arpit Lodha**

Designation: **Company Secretary and Compliance Officer**

Membership No.: **A47819**

Date: 14th February, 2020

Place: Nathdwara

Address: **B38 A, G Road, Bhupalpura,
Udaipur, Rajasthan, India, PIN-313001**

NOTES:

1. EXPLANATORY STATEMENT:

The Explanatory Statement pursuant to sub-section (1) of section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of the Notice.

- 2. PROFILE OF DIRECTORS:** Additional information, pursuant to Secretarial Standard-2 and regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director seeking appointment/re-appointment at the EGM is annexed hereto and forms integral part of the notice. The Director has furnished consent/declaration for his appointment/re-appointment as required under the Companies Act, 2013 and the rules made thereunder.

3. PROXY:

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UPTO AND NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, 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 MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.

4. NOTIFICATION BY SHAREHOLDERS:

Shareholders holding shares in physical form are requested to notify change of address, if any, to the Registrar and Transfer Agents (RTA) of the Company i.e. Bigshare Services Private Limited, Mumbai / Delhi immediately. Beneficial owners holding shares in electronic form are requested to notify any change in address, bank particulars, NECS particulars etc., to their respective depository participants.

5. INSPECTION OF RECORDS:

Register of Contracts or arrangements in which Directors are interested as stipulated under Section 189 of the Companies Act, 2013 and Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 are open for inspection by members and others at the registered office of the company on all working days during business hours i.e. from 09:00 A.M. to 06:00 P.M. The said Registers shall also be

produced at the commencement of meeting and shall remain open and accessible during the continuance of the meeting to a person having the right to attend the meeting.

6. GREEN INITIATIVE IN CORPORATE GOVERNANCE:

In terms of provisions of Section 101 and 136 of the Companies Act, 2013 and Rules made there under, Shareholders who have opted to receive the Notice convening the General Meetings, Financial Statement, Board's Report, Auditors' Report etc. in electronic form, by registering their e-mail addresses with the Company, are being sent with such documents in the electronic form. As a Shareholder of the Company; you are entitled to be furnished, free of cost, with the copies of such documents upon receipt of requisition from you to that effect.

7. REGISTRATION OF E-MAIL ADDRESS:

Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars etc. from the company electronically. Members holding shares in demat mode are requested to register their e-mail address through their respective Depository Participant. Members holding shares in physical mode are requested to register their e-mail address with RTA of the company.

8. CORPORATE MEMBERS:

Corporate Members are requested to send in advance, duly certified copy of the Board Resolution / Power of Attorney authorizing their representative to attend and vote on its behalf at the meeting.

9. SHARE TRANSFER PERMITTED ONLY IN DEMAT:

The Securities and Exchange Board of India ("SEBI") has decided that securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019. In view of the above and to avail the benefits of dematerialisation and ease portfolio management, Members are requested to consider dematerialize shares held by them in physical form.

10. BANK ACCOUNT DETAILS:

Regulation 12 and Schedule I of SEBI Listing Regulation requires all companies to use the facilities of electronic clearing services for payment of dividend. In compliance with these regulations, payment of dividend will be made only by electronic mode directly into the bank account of Members and no dividend warrants or demand drafts will be issued without bank particulars.

11. SUBMISSION OF PAN:

SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/ transposition and deletion of name of deceased holder. 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 RTA.

12. Members can avail themselves, the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail themselves of this facility may send their nominations in the prescribed Form No. SH-13 duly filled to the Company's Registrar and Transfer Agents. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility

13. ATTENDANCE SLIP:

Members/proxies/authorized representative should bring and furnish the duly filled Attendance slip (copy enclosed herewith) along with a valid identity proof such as the PAN Card, Passport, AADHAR Card or Driving License and tender at the registration counters at the venue of the meeting and seek registration before entering the meeting hall.

Member who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.

14. Notice of the EGM and instructions for e-voting, along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s), unless a member has requested for a physical copy of the documents. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode.

15. Members are requested to bring their copy of the notice with them at the meeting as no extra copies of notice will be distributed at the meeting venue.

16. Route Map showing directions to reach to the venue of the meeting is given at the end of this Notice.

17. REMOTE E-VOTING / VOTING THROUGH ELECTRONIC MEANS / INSTRUCTIONS OF E-VOTING:

A. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolution (s) proposed to be considered at the meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

- B. The facility for voting through ballot paper shall be made available at the EGM and the members attending the EGM, who have not cast their votes by remote e-voting shall be able to exercise their right of voting at the EGM through ballot paper.
- C. The Members who have cast their votes by remote e-voting prior to the EGM may attend the EGM but shall not be entitled to cast their votes again.
- D. The remote e-voting period commences on Saturday, 21st March, 2020 (09:00 A.M.) and ends on Tuesday, 24th March, 2020 (05:00 P.M.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18th March, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- E. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- F. The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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 etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutiniser by e-mail to ankushdangi@gmail.com with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- G. 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.
- H. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- I. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 18th March, 2020.
- J. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of EGM and holding shares as of the cut-off date i.e. 18th March, 2020, may obtain the user ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. 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. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.
- K. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
- L. A person, whose name is recorded in the register of members or in the 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 at the EGM through ballot paper.

- M. Mr. Ankush Dangi, Chartered Accountants (Membership No. 131402) has been appointed as the Scrutiniser to scrutinise the voting and remote e-voting process in a fair and transparent manner.
- N. The Chairman shall, at the end of discussion in the EGM on the resolution(s) on which voting is to be held, allow voting with the assistance of scrutiniser, by use of ballot paper / polling paper for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
- O. The Scrutiniser shall after the conclusion of voting at the EGM, first count the votes cast at the meeting and 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 shall make, not later than three days of the conclusion of the EGM, a consolidated scrutiniser'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 and declare the result of the voting forthwith.
- P. The Results declared alongwith the report of the Scrutiniser shall be placed on the website of the Company www.asiapackltd.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

By Order of the Board of Directors
For **Asia Pack Limited,**

Name: **Arpit Lodha**

Designation: **Company Secretary and Compliance Officer**

Membership No.: **A47819**

Date: 14th February, 2020

Place: Nathdwara

Address: **B38 A, G Road, Bhupalpura,
Udaipur, Rajasthan, India, PIN-313001**

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”)

Item No. 1:

Mrs. Prabhjeet Kaur (DIN: 07136767) is an Independent Non-Executive Director of the Company. She joined the Board of Directors of the Company in March, 2015. Pursuant to the Act, Mrs. Prabhjeet Kaur, was appointed as an Independent Non-Executive Director to hold office for five consecutive years for a term upto 25th March, 2020, by the Members of the Company in the 30th Annual General Meeting held on 30th September, 2015.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

The Nomination and Remuneration Committee at its Meeting held on 14th February, 2020 after taking into account the performance evaluation of Mrs. Prabhjeet Kaur, as Independent Non-Executive Director of the Company, during her first term of five years and considering the knowledge, acumen, expertise and experience in the respective fields and the substantial contribution made during her tenure as an Independent Non-Executive Director since her appointment, has recommended to the Board that continued association of Mrs. Prabhjeet Kaur as an Independent Non-Executive Directors would be in the interest of the Company.

Based on recommendation of Nomination and Remuneration Committee, the Board and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and the Listing Regulations, Mrs. Prabhjeet Kaur, being eligible for re-appointment as an Independent Non-Executive Director and offering herself for re-appointment, is proposed to be re-appointed as an Independent Non-Executive Director for another term of five consecutive years from 26th March, 2020 upto 25th March, 2025.

ADDITIONAL INFORMATION ON DIRECTOR SEEKING/RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AND/OR FIXATION OF REMUNERATION AS REQUIRED UNDER REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2:

Name of Director	Mrs. Prabhjeet Kaur
DIN	07136767
Date of Birth	05 th July, 1958
Nationality	Indian
Qualifications	Graduate
Expertise in specific Functional areas / Brief Resume	Expertise: Business Consultancy, Administration. She has contributed to the Company and Society immensely. She is having vast experience in the field of paper industry, social work, etc.

Shareholding in the company	Mrs. Prabhjeet Kaur does not hold by herself or for any other person on a beneficial basis, any shares in the Company.
Relationship with other Directors, Manager and other Key Managerial Personnel of the company / Disclosure of relationships between directors inter-se	There is no inter-se relationship between Mrs. Prabhjeet Kaur and other members of the Board and Key Managerial Personnel of the Company
Listed companies (other than Asia Pack Limited) in which holds the directorship and Committees Membership:	Directorship: Nil
	Chairperson of Board Committees: Nil
	Member of Board Committees: Nil

Mrs. Prabhjeet Kaur has given a declaration that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 (“the Act”) and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

In the opinion of the Board, Mrs. Prabhjeet Kaur fulfils the conditions specified under the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations for her re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mrs. Prabhjeet Kaur as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (09:00 A.M. to 06:00 P.M.) on any working day, excluding Saturday.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Prabhjeet Kaur as an Independent Non-Executive Director and based on the recommendation of the Nomination and Remuneration Committee recommends the Special Resolution as set out at Item No. 1 of the Notice of the EGM for approval of the members.

Except Mrs. Prabhjeet Kaur, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Notice of the EGM.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

By Order of the Board of Directors
For **Asia Pack Limited**,

Name: **Arpit Lodha**

Designation: **Company Secretary and Compliance Officer**

Membership No.: **A47819**

Address: **B38 A, G Road, Bhupalpura,**

Udaipur, Rajasthan, India, PIN-313001

Date: 14th February, 2020

Place: Nathdwara

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]

CIN:	L74950RJ1985PLC003275
Name of the Company:	Asia Pack Limited
Registered Office:	3 rd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301
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 the above named company, hereby appoint:

1.	Name			
	Address			
	E-mail ID		Signature	
<i>Or failing him / her</i>				
2.	Name			
	Address			
	E-mail ID		Signature	
<i>Or failing him / her</i>				
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 1st Extraordinary General Meeting of 2019-20 of the Company, to be held on **Wednesday, 25th March, 2020 at 11.00 A.M.** at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional See Note 2) (Please mention no. of Shares)		
		For	Against	Abstain
SPECIAL BUSINESS:				
1.	RE-APPOINTMENT OF MRS. PRABHJEET KAUR (DIN: 07136767) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY			

Signed this.....day of.....2020

.....

Signature of Member

.....

Signature of Proxy holder(s)

Affix Revenue
Stamp of not less
than Re. 1/-

Notes:

1. This form of proxy, in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP

CIN:	L74950RJ1985PLC003275
Name of the Company:	Asia Pack Limited
Registered Office:	3 rd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

1st Extraordinary General Meeting of 2019-20

Member's Folio/DP ID-Client ID No. No.	
No. of shares held	

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

I hereby record my presence at the 1st Extraordinary General Meeting of 2019-20 of the Company on Wednesday, 25th day of March, 2020 at 11:00 A.M. at Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

.....
Name of Member / Proxy
(in BLOCK letter)

.....
Signature of Member / Proxy

NOTE: Please complete the Folio/ DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF MEETING HALL.

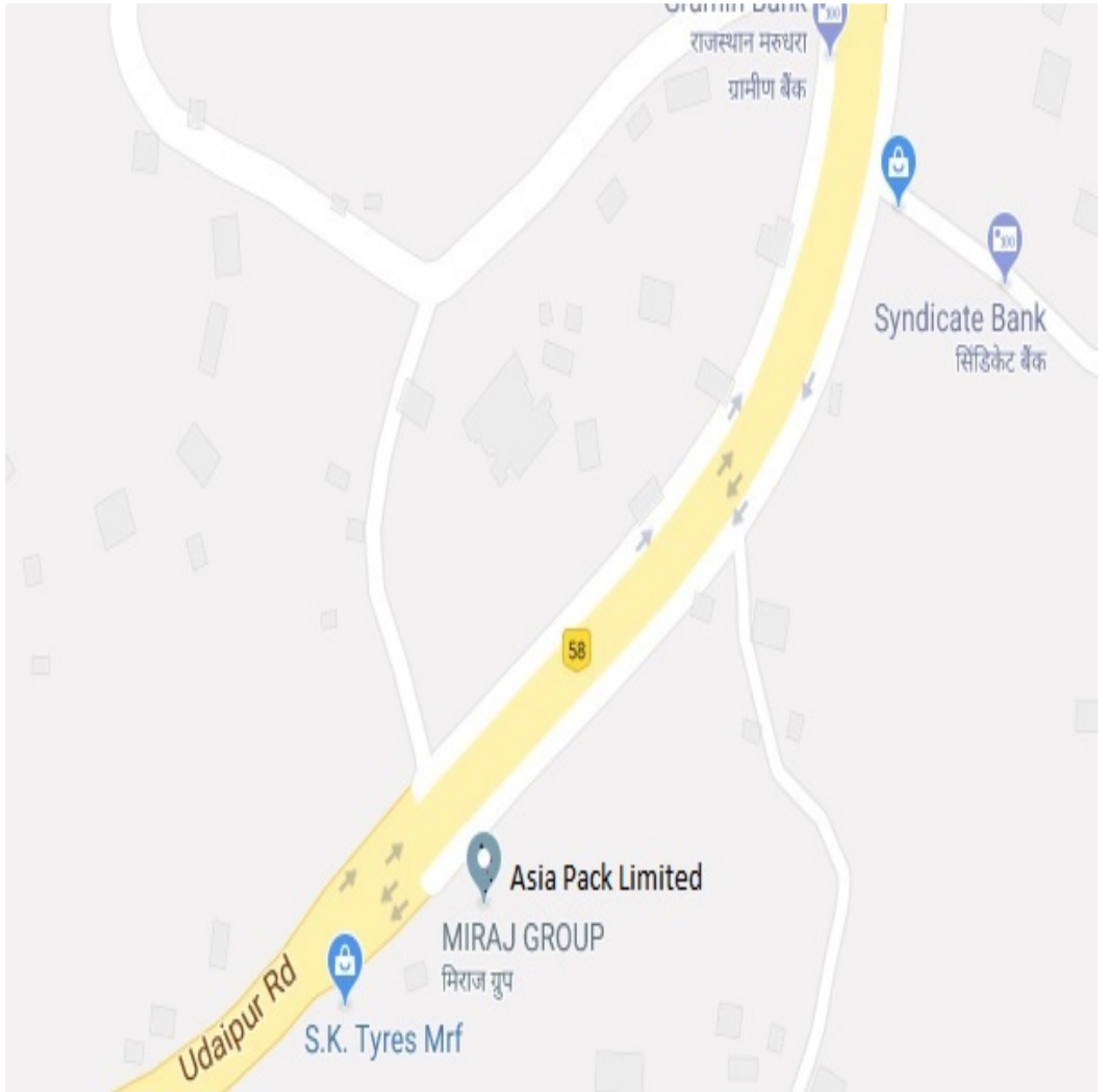
ELECTRONIC VOTING PARTICULARS

Users who wish to opt for e-voting may use the following login credentials:-

REVEN (Remote e-Voting Event No.)	User ID	Password /PIN

Note: Please read instructions given at Notice of 1st Extraordinary General Meeting of 2019-20 carefully before voting electronically.

**Route map of the venue of the 1st Extraordinary General Meeting of 2019-20 of
Asia Pack Limited**



Asia Pack Limited
Miraj Auditorium, 2nd Floor, Miraj Campus, Uper Ki Oden,
Nathdwara, Rajsamand, Rajasthan, India, PIN-313301

If undelivered,
Please return to Registered Office of the Company at:
Asia Pack Limited
3rd Floor, Miraj Campus, Uper Ki Oden, Nathdwara
Rajsamand, Rajasthan, India, PIN-313301