

ASSOCIATED CERAMICS LIMITED

17, GANESH CHANDRA AVENUE, 4TH FLOOR

KOLKATA - 700013

PH.NO-033 22367358

Email: assockd@rediffmail.com

CIN NO. L26919WB1970PLC027835

Website : www.associatedceramics.com

Date: 13-02-2021

The Secretary,
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001

The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001

**Subject: Outcome of the Board Meeting in terms of Regulation 30 of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to our letter dated 05th February, 2021 the Board of Directors of the Company in its meeting held on i.e. 13th February, 2021 has, inter alia, transacted the following business:-

1. Reviewed and approved the Un-audited Standalone Financial Results of the Company for the quarter and nine months ended 31st December, 2020
2. Considered and approved the Notice of Extra Ordinary General Meeting (EGM) of the Members of the Company to be held on Tuesday, the 23rd March, 2021 at 11:00 A.M. at the registered office of the Company at 17, Ganesh Chandra Avenue, 4th Floor Kolkata-700013.
3. Re-appointment of Mr. Arun Agarwal (DIN:01660148) as the 'Managing Director' of the Company for a period of 3 (three) years with effect from 1st April, 2021, and upward revision of remuneration subject to shareholders approval.
4. Re-appointment of Mr. Bimal Agarwal (DIN:00652555) as the 'Whole Time Director' of the Company for a period of 3 (three) years with effect from 1st April, 2021, subject to shareholders approval.
5. Re-appointment of Mr. Sharad Agarwal (DIN:00652580) as the 'Whole Time Director' of the Company for a period of 3 (three) years with effect from 1st April, 2021 and upward revision of remuneration, subject to shareholders approval.

This is for your information and record.

FOR ASSOCIATED CERAMICS LTD


ARUN AGARWAL
Director
Din: 01660148

ASSOCIATED CERAMICS LIMITED
17, Ganesh Chandra Avenue, 4th Floor, Kolkata-700 013
CIN: L26919WB1970PLC027835

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31st DEC. 2020

Part I

Particulars	Quarter Ended on			Nine Months Ended on		Year Ended
	31/12/2020	30/09/2020	31/12/2019	31/12/2020	31/12/2019	31/03/2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I. Revenue From operations	744.69	757.55	573.74	2,043.27	2,424.83	3,379.34
II. Other Income	0.19	0.23	1.41	0.42	2.52	72.46
III. Total Income from operations (I + II)	744.88	757.78	575.15	2,043.69	2,427.36	3,451.80
IV. Expenses						
Cost of Materials Consumed	533.60	481.83	326.78	1,211.09	1,226.85	1,685.77
Purchase	65.63	77.83	16.18	177.40	335.08	562.78
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(111.13)	18.56	(29.04)	5.13	28.20	21.54
Employee Benefit Expenses	83.28	60.12	60.71	175.85	178.29	347.24
Finance Costs	8.04	5.31	12.17	13.71	30.65	41.39
Depreciation and Amortisation Expenses	36.59	31.65	33.29	99.88	99.88	126.57
Other expenditure	75.63	78.97	110.33	188.87	288.75	338.61
Total Expenses (IV)	691.64	754.27	530.42	1,871.93	2,185.70	3,123.90
V. Profit/(loss) before exceptional items and tax (I-IV)	53.24	3.52	44.74	171.76	241.66	327.90
VI. Exceptional Items	3.95	2.27	0.55	6.22	0.55	2.73
VII. Profit/ (loss) before Tax (V-VI)	57.19	5.79	45.29	177.98	242.21	330.63
VIII. Tax expense :						
(1) Current tax	-	-	-	-	-	-
(2) Deferred tax	-	-	-	-	-	5.08
IX. Profit (Loss) for the period from continuing operations (VII-VIII)	57.19	5.79	45.29	177.98	242.21	325.55
X. Profit/(loss) from discontinued operations	-	-	-	-	-	-
XI. Tax expenses of discontinued operations	-	-	-	-	-	-
XII. Profit/(loss) from Discontinued operations (after tax) (X-XI)	-	-	-	-	-	-
XIII. Profit/(loss) for the period (IX+XII)	57.19	5.79	45.29	177.98	242.21	325.55
XIV. Other Comprehensive Income						
A. (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
B. (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
XV. Total Comprehensive Income for the period (XIII+XIV) Comprising Profit (Loss) and Other comprehensive Income for the period)	57.19	5.79	45.29	177.98	242.21	325.55
XVI. Earnings per equity share (for continuing operation):						
(1) Basic	2.50	0.25	1.98	7.79	10.60	14.25
(2) Diluted	2.50	0.25	1.98	7.79	10.60	14.25
XVII. Earnings per equity share (for discontinued operation):						
(1) Basic	-	-	-	-	-	-
(2) Diluted	-	-	-	-	-	-
XVIII. Earning per equity share (for discontinued & continuing operation)						
(1) Basic	2.50	0.25	1.98	7.79	10.60	14.25
(2) Diluted	2.50	0.25	1.98	7.79	10.60	14.25
XIX. Paid-up Equity Share Capital	228.48	228.48	228.48	228.48	228.48	228.48
Face value of Equity Share Capital	10.00	10.00	10.00	10.00	10.00	10.00
XX. Other Equity (Reserves excluding Revaluation Reserves)	-	-	-	-	-	1,278.85

Part II

Select Information for the Quarter and Nine Months ended on 31st December 2020

Particulars	Quarter Ended on			Nine Months Ended on		
	31/12/2020	30/09/2020	31/12/2019	31/12/2020	31/12/2019	31/03/2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
A. PARTICULARS OF SHAREHOLDING						
1 Public shareholdings						
- No. of shares	1672700	1672700	1672700	1672700	1672700	1672700
- % of Shareholdings	55.66%	55.66%	55.66%	55.66%	55.66%	55.66%
2 Promoters and promoter group shareholding						
a) Pledged/Encumbered						
Number of shares	-	-	-	-	-	-
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-	-	-
b) Non-encumbered						
Number of shares	1332330	1332330	1332330	1332330	1332330	1332330
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
Percentage of shares (as a % of the total share capital of the Company)	44.34%	44.34%	44.34%	44.34%	44.34%	44.34%

Particulars	Quarter Ended on			Nine Months Ended on		Year Ended
	31/12/2020	30/09/2020	31/12/2019	31/12/2020	31/12/2019	31/03/2020
	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Audited
Segment Revenue						
a) Refractory Items	690.20	719.26	554.99	1,929.16	2,367.29	3,293.41
b) Solar Energy	21.59	19.41	18.75	56.22	54.82	85.93
c) Unallocated income	33.09	19.12	1.41	58.31	5.25	72.46
Total Segment Revenue	744.88	757.79	575.15	2,043.69	2,427.36	3,451.80
Less: Inter segment revenue	-	-	-	-	-	-
Revenue From operations	744.88	757.79	575.15	2,043.69	2,427.36	3,451.80
Segment Results						
a) Refractory Items	69.40	29.40	42.71	140.17	226.39	292.25
b) Solar Energy	16.80	19.41	14.20	45.30	45.93	77.04
Total Segment Results	86.20	-9.99	56.91	185.47	272.31	369.29
Less: Interest	7.76	5.59	12.17	13.71	30.65	41.39
Less: Other Unallocated expenses/ (income)	27.48	(21.38)	-	-	-	-
Profit/(loss) before exceptional items and tax	50.96	5.80	44.74	171.76	241.66	327.90
Exceptional Items	6.22	-	0.55	6.22	0.55	2.73
Profit/ (loss) before tax	57.18	5.80	45.29	177.98	242.21	330.63
Less: Tax expense	-	-	-	-	-	5.08
Profit/ (loss) after tax	57.18	5.80	45.29	177.98	242.21	325.55
Share of profit from Associates	-	-	-	-	-	-
Profit/(loss) for the period	57.18	5.80	45.29	177.98	242.21	325.55
Segment assets:						
a) Refractory Items	2,658.01	2,369.45	2193.08	2658.01	2193.08	2,443.35
b) Solar Energy	375.37	364.46	398.56	375.37	398.56	386.27
c) Unallocable	-	-	-	-	-	-
	3,033.38	2,733.91	2,591.64	3,033.38	2591.64	2,829.62
Segment liability:						
a) Refractory Items	833.70	602.32	970.15	833.70	970.15	1,124.79
b) Solar Energy	-	-	-	-	-	-
c) Unallocable	-	-	-	-	-	-
	833.70	602.32	970.15	833.70	970.15	1,124.79
Capital employed:						
a) Refractory Items	1,824.31	1,767.13	1,222.93	1,824.31	1,222.93	1,318.56
b) Solar Energy	375.37	364.46	398.56	375.37	398.56	386.27
c) Unallocable	-	-	-	-	-	-
Total	2,199.68	2,131.59	1,621.49	2,199.68	1,621.49	1,704.83



Investors Complaint		As at 31/12/2020
Pending at the beginning of the quarter		NIL
Received during the quarter		NIL
Disposed off during the quarter		NIL
Remaining unresolved at the end of the quarter		NIL

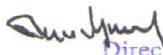
Notes:

- 1.The above unaudited standalone Financial Results after review of the Audit Committee were approved by the Board of Directors at its meeting held on 13th February, 2021. The Statutory Auditors of the Company have carried out a "Limited Review" of the above results as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no qualifications in the audit report.
- 2.No Investors complaint remains pending at the quarter ended on 31st December, 2020.
- 3.The figures for the corresponding previous period have been regrouped/rearranged wherever necessary, to confirm to Current Year's classification.
- 4.Provision for Deferred Tax Liability, if any will be considered at year end.

By order of the Board

For ASSOCIATED CERAMICS LIMITED

FOR ASSOCIATED CERAMICS LTD.


Director

ARUN AGARWAL
Managing Director
DIN: 01660148

17, GANESH CHANDRA AVENUE, 4TH FLOOR**KOLKATA - 700013****PH.NO-033 22367358****Email: assockd@rediffmail.com****CIN NO. L26919WB1970PLC027835****Website : www.associatedceramics.com**

NOTICE

NOTICE is hereby given that the Extra Ordinary General Meeting of the members of the company will be held virtually either by video conferencing or audio visual means **ON TUESDAY, 23RD MARCH, 2021 AT 11:00 A.M.** to transact the following business:

SPECIAL BUSINESS:

1. To approve the upward revision in the Remuneration of Mr. Arun Agarwal (DIN: 01660148), the Managing Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution:

" RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Rules made there under to the extent applicable, on the recommendation of Audit Committee, Nomination and Remuneration Committee and subject to the approval of members of the Company be and is hereby accorded unanimously for revision in payment of remuneration of Mr. Arun Agarwal (DIN: 01660148) amounting to Rs. 4 lakhs per month w.e.f. 1st October, 2020."

2. To approve the upward revision in the Remuneration of Mr. Sharad Agarwal (DIN: 00652580), the Whole Time Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution:

" RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Rules made there under to the extent applicable, on the recommendation of Audit Committee, Nomination and Remuneration Committee and subject to the approval of members of the Company be and is hereby accorded unanimously for revision in payment of remuneration of Mr. Sharad Agarwal (DIN: 00652580) amounting to Rs. 3 lakhs per month w.e.f. 1st October, 2020."

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3. Re-appointment of Mr. Arun Agarwal (DIN: 01660148), as Managing Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2021 and in this regard to consider and if thought fit, to pass the following resolution as a Ordinary Resolution:

" RESOLVED THAT pursuant to the provisions of Section 196, 197 read with Companies Act, 2013 and Companies Rules, 2014 (Appointment and Remuneration of Managerial Personnel) and Schedule V of the Companies Act, 2013 and subject to such approvals, consent, if any and subject to the approval of the members of the Company accorded by means of a Ordinary Resolution MR. ARUN AGARWAL (DIN: 01660148) who is a Managing Director of the Company and whose office concludes on 31st March, 2021 be and is hereby re-appointed as an Managing Director of the Company w.e.f. 1st April, 2021 for a period of 3 years on the terms and conditions as recommended by the Nomination and Remuneration Committee and confirmed by the Board of Directors.

4. Re-appointment of Mr. Bimal Agarwal (DIN: 00652555), as Whole Time Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2021 and in this regard to consider and if thought fit, to pass the following resolution as a Ordinary Resolution:

" RESOLVED THAT pursuant to the provisions of Section 196, 197 read with Companies Act, 2013 and Companies Rules, 2014 (Appointment and Remuneration of Managerial Personnel) and Schedule V of the Companies Act, 2013 and subject to such approvals, consent, if any and subject to the approval of the members of the Company accorded by means of a Ordinary Resolution MR. BIMAL AGARWAL (DIN: 00652555) who is a Whole Time Director of the Company and whose office concludes on 31st March, 2021 be and is hereby re-appointed as an Managing Director of the Company w.e.f. 1st April, 2021 for a period of 3 years on the terms and conditions as recommended by the Nomination and Remuneration Committee and confirmed by the Board.

5. Re-appointment of Mr. Sharad Agarwal (DIN: 00652580), as Whole Time Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2021 and in this regard to consider and if thought fit, to pass the following resolution as a Ordinary Resolution:

" RESOLVED THAT pursuant to the provisions of Section 196, 197 read with Companies Act, 2013 and Companies Rules, 2014 (Appointment and Remuneration of Managerial Personnel) and Schedule V of the Companies Act, 2013 and subject to such approvals, consent, if any and subject to the approval of the members of the Company accorded by

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means of a Ordinary Resolution MR. SHARAD AGARWAL (DIN: 00652580) who is a Whole Time Director of the Company and whose office concludes on 31st March, 2021 be and is hereby re-appointed as an Managing Director of the Company w.e.f. 1st April, 2021 for a period of 3 years on the terms and conditions as recommended by the Nomination and Remuneration Committee and confirmed by the Board.

FOR ASSOCIATED CERAMICS LIMITED

Date: 13/02/2021

Place: Kolkata


ARUN AGARWAL
MANAGING DIRECTOR
Din: 01660148

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NOTES :-

1. A statement pursuant to section 102(1) of the companies act, 2013 ("the act"), relating to the special business to be transacted at the Extra Ordinary General Meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM (THE MEETING) IS ENTITLED TO APPOINT A PROXY AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY- EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. 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 CARRYING VOTING RIGHTS. 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 A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Brief resume of Directors including those proposed to be appointed/ reappointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Regulation 27 of the SEBI(LODR), 2015 are annexed hereto.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and statement is open for inspection by the members at the Registered office of the company on all working days, except Saturdays, during business hours upto to the date of the Meeting.

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8. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the company for payment of dividend. The Company or its Registrars and Transfer Agents, Niche Technologies Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to be Depository Participant by the members.
 9. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their de-mat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/ Niche.
 10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their de-mat accounts. Members holding shares in physical form can submit their PAN to the Company/RTA.
 11. The members present at the meeting through video conferencing or other audio visual means shall be counted for the purposes of the quorum and if the quorum is not present within half an hour from the time appointed for holding the meeting members present shall be the quorum.

12. VOTING THROUGH ELECTRONIC MEANS

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote, instead of him/her. A proxy need not be a member of the Company. In order to be effective, the instrument appointing proxy must reach the Registered Officer of the Company 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 Paid up Capital of the Company carrying voting rights. A member holding more than ten percent of the Paid up 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.

Members are requested to notify to the Registrar of the Company, M/s. Niche Technologies Pvt. Ltd., 7th Floor, Room, No. 7A & 7B, 3A, Auckland Rd, Elgin, Kolkata, West Bengal 700017, any change in their address.

2. Voting through electronic means

I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Members are provided with the facilities to cast their votes on all resolutions set forth in the Notice of the EGM using electronic voting system provided by National Securities Depository Limited (NSDL).

The notice of the Extra Ordinary General Meeting (EGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members. The e-Voting particulars are provided at the bottom of the Attendance Slip for the Extra Ordinary General Meeting (EGM):

The e-voting period begins on March 20, 2021 at 9.00 A.M. and ends on March 22, 2021 at 5.00 P.M. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off (record date) of March 16, 2021 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

The Instructions for E-Voting are as under:

- a. Log on to the e-voting website: www.evotingindia.com during the voting period.
- b. Click on "Shareholders" tab
- c. Now, select Electronic Voting Sequence No. as mentioned in the Attendance Slip alongwith "**ASSOCIATED CERAMICS LIMITED**" from the drop down menu and click on "SUBMIT".
- d. Now Enter your User ID (as mentioned in the Attendance Slip) :
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- e. Next enter the Image Verification as displayed and Click on Login.

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- f. 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.
- g. However, if you are a first time user, please use the e-Voting particular provided in the Attendance Slip and fill up the same in the appropriate boxes:
- h. After entering these details appropriately, click on "SUBMIT" tab.
- i. Members holding shares in physical form will then reach directly 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.
- j. 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 NSDL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k. For Members holding shares in physical form, the **details in Attendance Slip** can be used only for e-voting on the resolutions contained in this Notice.
- l. Click on the relevant EVSN "**ASSOCIATED CERAMICS LIMITED**" for which you choose to vote.
- m. 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.
- n. Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- o. 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.
- p. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- q. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

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- r. If Demat account holder has forgotten the **changed password** then enter the User ID and image verification code click on Forgot Password & enter the details as prompted by the system.

s. For Non – Individual Shareholders and Custodians:

- t. ● Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.

● A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@nsdlindia.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@nsdlindia.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.

II. In case you have any queries or issues regarding-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@nsdlindia.com.

III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.

IV. If a person became the member of the company after the dispatch of notice, then such member may contact the company for Login ID and other e-voting related details.

V. The voting rights of shareholders shall be in proportion of their shares of the paid up equity share capital of the Company as on the cut-off (record date) of March 16, 2021.

ASSOCIATED CERAMICS LIMITED

17, GANESH CHANDRA AVENUE, 4TH FLOOR

KOLKATA - 700013

PH.NO-033 22367358

Email: assockd@rediffmail.com

CIN NO. L26919WB1970PLC027835

Website : www.associatedceramics.com

VI. Mr. Vivek Gupta, Practicing Chartered Accountant, (Membership No. 303408) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VII. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of EGM unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared after Extra Ordinary General Meeting (EGM) of the Company. This Notice as well as the Results declared alongwith the Scrutinizer's Report shall be communicated to **NDSL, The Bombay Stock Exchange Limited** and **The Calcutta Stock Exchange Limited** on or after 24th March, 2021.

FOR ASSOCIATED CERAMICS LIMITED

Date: 13/02/2021

Place: Kolkata


ARUN AGARWAL
MANAGING DIRECTOR
Din: 01660148

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

1. The following Statement sets out all material facts relating to the Special Business mentioned in the Item No. 1

The Board on the recommendation of Audit Committee, Nomination and Remuneration Committee and subject to the approval of members at the Extra Ordinary General Meeting scheduled to be held on 23rd March, 2021, the upward revision in the remuneration of Mr. Arun Agarwal (DIN: 01660148) designated as Managing Director of the Company w.e.f. 1st October, 2020 amounting to Rs. 4 lakhs per month.

2. The following Statement sets out all material facts relating to the Special Business mentioned in the Item No. 2

The Board on the recommendation of Audit Committee, Nomination and Remuneration Committee and subject to the approval of members at the Extra Ordinary General Meeting scheduled to be held on 23rd March, 2021, the upward revision in the remuneration of Mr. Sharad Agarwal (DIN: 00652580) designated as Whole Time Director of the Company w.e.f. 1st October, 2020 amounting to Rs. 3 lakhs per month.

3. The following Statement sets out all material facts relating to the Special Business mentioned in the Item No. 3

The Board of Directors of the Company on the Recommendation of Nomination and Remuneration Committee and subject to the approval of the members re-appointed Mr. Arun Agarwal (DIN: 01660148) as Managing Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2021 on the following terms and conditions as mentioned below:

1. Period of Appointment - 1st April, 2021 upto 31st March, 2024.
2. Tenure - 3 Years

4. The following Statement sets out all material facts relating to the Special Business mentioned in the Item No. 4

The Board of Directors of the Company on the Recommendation of Nomination and Remuneration Committee and subject to the approval of the members re-appointed Mr. Bimal Agarwal (DIN: 00652555) as Whole Time Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2021 on the following terms and conditions as mentioned below:

1. Period of Appointment - 1st April, 2021 upto 31st March, 2024.
2. Tenure - 3 Years

5. The following Statement sets out all material facts relating to the Special Business mentioned in the Item No. 5

The Board of Directors of the Company on the Recommendation of Nomination and Remuneration Committee and subject to the approval of the members re-appointed Mr. Sharad Agarwal (DIN: 00652580) as Whole Time Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2021 on the following terms and conditions as mentioned below:

1. Period of Appointment - 1st April, 2021 upto 31st March, 2024.
2. Tenure - 3 Years

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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. / *DP-ID & Client	

*Applicable for Investors holding shares in electronic form.

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

1.	Name:	Address:
	E-mail Id:	Signature: -

Or falling him

2.	Name:	Address:
	E-mail Id:	Signature:

Or falling him

3.	Name:	Address:
	E-mail Id:	Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Tuesday, the 23rd day of March, 2021 at 11:00 A.M. and at any adjournment thereof in respect of such resolutions as is/are indicated below:-

** I/We wish my/our above Proxy to vote in the manner as indicated in the box below:-

Special Business:

Item No.	Resolution(s)	For	Against
1.	Special Resolution to approve the upward revision in the Remuneration of Mr. Arun Agarwal (DIN:01660148), the Managing Director.		
2.	Special Resolution to approve the upward revision in the Remuneration of Mr. Sharad Agarwal (DIN:00652580), the Whole Time Director.		
qq3.	Ordinary Resolution for re-appointment of Mr. Arun Agarwal (DIN:01660148), as Managing Director of the Company for a period of 3 (three) years w.e.f. 1 st April, 2021.		
4.	Ordinary Resolution for re-appointment of Mr. Bimal Agarwal, (DIN:00652555) as Whole Time Director of the Company for a period of 3 (three) years w.e.f. 1 st April, 2021.		
5.	Ordinary Resolution for re-appointment of Mr. Sharad Agarwal (DIN:00652580), as Whole Time Director of the Company for a period of 3 (three) years w.e.f. 1 st April, 2021.		

Signed this day of 2021.

Signature of Shareholder

Signature of Proxy holder(s)

:
Affix Re.1
Revenue Stamp

Notes:

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. **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.**
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder.

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-
5. ****This is only optional. Please put a '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 the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.**
 6. **Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.**
 7. **In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.**

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(ANNEXURE TO THE NOTICE FOR THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY TO BE HELD ON 23-03-2021)

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 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 E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Extra Ordinary General Meeting (EGM) to be held on Tuesday, the 23rd day of March, 2021 at 11:00 A.M. and at any adjournment thereof.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
20 th March, 2021 at 9.00 A.M.(IST)	22 nd March, 2021 at 5.00 P.M.(IST)

Please read the instructions mentioned in the Notes of the EGM Notice before exercising your vote.

By Order of the Board
FOR ASSOCIATED CERAMICS LIMITED


ARUN AGARWAL
MANAGING DIRECTOR
Din:01660148

Date: 13/02/2021

Place: Kolkata

Encl: EGM Notice // Proxy Form /

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CIN NO. L26919WB1970PLC027835

Website : www.associatedceramics.com

Date:-24-02-2021

The Secretary,
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001

The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001

Subject: Submission of Limited Review Report as per Regulation 33 of SEBI (LODR)
Regulation, 2015 for the quarter ended 31st December, 2020

Dear Sir,

In terms of Regulation 33 of SEBI (LODR) Regulation, 2015 we enclose herewith Limited
Review Report for the quarter ended 31st December, 2020.

Thanking you,

For ASSOCIATED CERAMICS LTD

~~FOR~~ ASSOCIATED CERAMICS LTD.


Director

ARUN AGARWAL

Director

Din: 01660148

Maroti & Associates

(Chartered Accountants)

Head office: - Diamond Heritage, 5th
Floor, Unit-N503, 16, Strand Road,
Fairley Place, Kolkata - 700 001
Ph.: +91 33 4089 1300

Branch Office: - 1209, Ansal Tower Nehru
Place New Delhi-110019,
Ph.: +911143580996
Email: - audit@maroti.in

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF UN-AUDITED STANDALONE FINANCIAL RESULTS OF THE COMPANY FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2020.

TO
THE BOARD OF DIRECTORS OF
ASSOCIATED CERAMICS LIMITED

1. We have reviewed the accompanying statement of un-audited standalone financial results of Associated Ceramics Limited (the 'Company') for the quarter and nine months ended December 31, 2020 ("the statement") being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement which is the responsibility of the Company's management and approved by the Board of Directors of the company at their meeting held on February 13, 2021, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other Accounting Principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410. "Review of Interim Financial Information performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of un-audited standalone financial results, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Our conclusion on the statement is not modified in respect of the above matter.

For MAROTI & ASSOCIATES
Chartered Accountants
(Firm Registration No. 322770E)

Radhika Patodia

CA Radhika Patodia
Partner

Mem. No. 309219

UDIN: 21309219AAAAABE5768

Place: Kolkata

Date: 13.02.2021

