



(FORMELY KNOWN AS PREM SOMANI FINANCIAL SERVICES LIMITED)
CIN: -L72100RJ1991PLC006220
(Incorporated under the Companies Act, 1956)
Contact No. 9322666532, Email Id: aceengitechlimited@gmail.com
Website: <https://www.aceengitech.com>

Date: February 17, 2025

**To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001 (Maharashtra)**

**Ref.: ACE ENGITECH LIMITED (ERSTWHILE PREM SOMANI FINANCIAL SERVICES LIMITED),
Scrip Code: 530669, Security ID: ACEENGITEC.**

Sub: Disclosures pursuant to Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”).

Dear Sir/Ma’am,

Please find enclosed herewith the copy of Notice of Postal Ballot along with Explanatory Statement (“Notice”) dated February 14, 2025, being sent to the Members of the Company to seek approval by way of remote electronic voting (“e-voting”) in respect of the special businesses as set out in the Notice.

In accordance with the applicable circulars of Ministry of Corporate Affairs (“MCA Circulars”) and provisions of the Listing Regulations, the aforesaid Notice is being sent on February 17, 2024 only by email to all the Members of the Company who have registered their email addresses with the Depository(s)/Registrar and Share Transfer Agent (“RTA”) or respective Depository Participants and whose names are recorded in the Register of Members/ Beneficial Owners as on the Cut-off date i.e., Friday, February 14, 2025.

The Notice is also available on the website of the Company at www.aceengitech.com.

Please take the above information on record.

Thanking you,

Yours Faithfully,

**For Ace Engitech Limited
(Formely Known as Prem Somani Financial Services Limited)**

**Ankita Agarwal
Company Secretary and Compliance Officer
MEM NO.: A33873**



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ACE ENGITECH LIMITED
(ERSTWHILE PREM SOMANI FINANCIAL SERVICES LIMITED)
POSTAL BALLOT NOTICE



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POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars)

Dear Member(s)

Notice of Postal Ballot is hereby given pursuant to the provisions of Section 108 and 110 and other applicable provisions if any, of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, General Circular No. 09/2024 dated September 19, 2024 and earlier circulars issued in this regard by the Ministry of Corporate Affairs (“MCA Circulars”) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circular”), Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India (“SS-2”) and other applicable laws, rules, regulations, circulars and notifications (including any statutory modification(s), clarifications, substitutions or re-enactment(s) thereof for the time being in force), that the resolutions appended below are proposed to be approved by the Members of Ace Engitech Limited (Erstwhile Prem Somani Financial Services Limited) (“the Company”) through postal ballot by way of voting through electronic means (“e-voting”).

In terms of the MCA Circulars, companies are advised to take all decisions requiring the approval of members, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting. Further, in compliance of MCA Circulars, the Company will send Postal Ballot Notice only by e-mail to all its members who have registered their e-mail addresses with the Registrar and Transfer Agent (“RTA”) of the Company or Depository/Depository Participants. Hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members for this Postal Ballot. This Postal Ballot is accordingly being initiated in compliance with the above MCA Circulars.

You are requested to peruse the following proposed Resolutions along with Explanatory Statement setting out the rationale, material facts and reasons concerning the proposal and relevant disclosures provided by the Company and thereafter record your assent or dissent by means of e-voting system by 05:00 P.M. (IST) on Thursday, March 20, 2025. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date for e-voting i.e. Thursday, March 20, 2025. Further, resolutions passed by the members through E-voting are deemed to have been passed effectively at a general meeting.

SPECIAL BUSINESSES:

ITEM NO.1 - TO APPROVE RELATED PARTY TRANSACTIONS

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution:**



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“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with related rules, if any, including any statutory modification or re-enactment thereof for the time being in force and the Rules framed thereunder, as amended from time to time (“the Act”), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the SEBI Listing Regulations”), and the Company’s Policy on Related Party Transaction(s), the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee constituted/empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with commonly controlled entities of the promoters/directors of Ace Engitech Limited (Erstwhile Prem Somani Financial Services Limited) (“Company”), hereinafter referred as (“related party”) and accordingly a related party under Regulation 2(1) (zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and related party for an aggregate value as stated against the name of each related party, to be entered during period of one year from the conclusion of this Annual General Meeting held on September 28, 2024, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s);

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO. 2 - TO CONSIDER AND APPROVE ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider, and if thought fit, to pass the following resolution as a **Special resolution**:



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“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the enabling provisions of the Memorandum of Association (“MOA”) & Articles of Association (“AOA”) and based on the recommendations of the Board of Directors, the consent of the members of the Company, be and is hereby accorded to alter the **OBJECT CLAUSE** of Memorandum of Association of the Company by inserting the following sub-clauses after existing sub-clause 2 under Clause III(A) of the Main Objects of the Memorandum of Association of the Company:

3. To own, acquire, purchase, possess, hold and deal in farms, plots, fields, sites, estates, gardens, groves and all description of vacant or non-vacant lands and enter into, manage, undertake, carry on, engaged in the business of Real Estate Development and construction, Land Development, Area Estate and Site Development and to carry on the Business as Planners, Builders, Real Estate Developers, C Architects and Civil Engineers, Contractors, Real Estate Brokers, Agents, Brick Makers and to build/construct, own, operate, maintain, manage, control and administer, Earth Works, farmhouses, Parks, Gardens, Rowhouses, Duplex Apartments, Commercial, Residential or Industrial building Complexes, Retail Stores, Shopping Centres, Market Yards and deal in, manage and carry on all types of business and profession related to land dealings, buildings, farms, estates, properties, areas and sites and to act and undertake and carry on business as stockists, manufacturers, representatives, suppliers, dealers, agents, distributors, marketeers, importers and exporters of all types of building and construction machineries, equipments, materials and related products, give advisory services, or project advisory services to any real estate or infra businesses.
4. To conceive, plan, survey, design, study and evaluate all steps, processes, techniques and methods for setting up of all types of Infrastructure Projects, facilities or works and to finance, build, construct, install, erect, undertake, lay down, commission, establish, own, operate, manage, control and administer, lease, transfer, all Infrastructure Projects, facilities or works including Industrial/Agricultural Parks, Gardens, Roads, Bridges, Flyovers, Highways, Roadways, structures and facilities, Railway Stations, Platforms, Railway Yards, Rail Tracks including gauge conversions thereof, Railway Electrification, Tramways, Buildings, Wells, Water Courses, Dams, Canals, Reservoirs, Urban and Rural Water Supply System, Sewerage and Underground drainage systems, Airstrips, Airports, Seaports, Berths, Jetties, Quays, Docks and Marine structures of all types, Rapid Transport and Telecommunication System of all types, Transportation Systems, Irrigation Projects, Water Ways, Water Supply and distribution systems, Chemical Plants, Fertilizer Plants, Distillery Plants, LPG and all types of Petroleum Products, Handling and Storage Plants and Terminals, Handling Equipments of various types, Pumping Stations, Light Rail Transport systems for cities, Mass Housing Projects, Industrial Plants of all types, Industrial and Technology parks and civil projects, Environmental based projects and Equipments, Gas pipeline projects and other pipeline projects, Oil Exploration projects, Onshore/off shore projects, Airport facilities, Electronics Hardware Technology Park Complexes, Schools, Colleges and other educational or vocational Institutions, Public halls, Museums, Libraries, Garages, Hospitals, Health Centres, Community Centres, Hotels, Holiday Homes and/or Beach Resorts and to render all services in connection thereto as planners, Designers, Consultants, Constructors, Builders, Developers, Architects, Engineers, Storage Services, Erectors, Installers, Commissioning Agents and to act and to carry on the



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business as Manufacturers, Suppliers, Dealers, Representatives, Stockists, Dealers, Assigners of patents & Trade Marks, Franchisers, Distributors of all types of plants, Machinery, Equipments, Tools, Raw materials, Intermediaries and other related products and consumables in connection with the aforesaid activities, Industries and Projects.

5. To carry on business as road construction contractors and pavement makers and repairers, manufacturers and dealers in lime, cement, mortar, concrete, stone, bricks and building materials of all kinds and as builders and contractors for the execution of all types of road construction, airway strips and for the purpose to enter into any contract, agreement, memorandum of understanding, joint venture agreement or such other mode of contracts with Government, semi-government, municipal/local authorities, Body corporate, persons or any other Authorities.
6. To acquire, improve, manage, develop exercise all rights in respect of leases and mortgages. and to sell dispose of turn to account, and otherwise deal with property of all kinds, and in particular. land building concessions, patents. business concerns and undertaking. To acquire and take over either the whole or any part of the business goodwill, trade marks, patents, etc, property, assets and liabilities of any person, or persons firm or corporation, carrying on any business which the company is authorised to carry on.
7. To subscribe, purchase, acquire, hold, sell, underwrite, invest, sell dispose and otherwise deal in shares, stocks, debentures, debenture stock, Government securities bonds, units of any Company or other authority supreme, Municipal or local or investment and trading of all kind of securities.
8. To invest, subscribe for, acquire, buy, transfer hypothecate or otherwise deal in and dispose of any shares, stocks, debentures, whether perpetual or redeemable, bonds, certificates. securities, properties, of any other company including securities of any Government, Local authority and subject to the Provision of the Act to received money on interest or otherwise and to land money and negotiable loans with or without security to such companies, firms or person and or such terms as may seem expedient and to guarantee the performance of contracts by any person companies or firms and to carry on the business of financing industrial enterprises not amounting to (milking business within the meaning of the Banking Regulation Act 1949 and to carry on the business of insurance Agent.
9. To engage in the manufacturing, assembling, and upgradation of defense equipment, vehicles, arms, ammunition, and other related products under the 'Make in India' initiative. This includes the production of advanced technology-driven defense systems, equipment for the Army, Navy, Air Force, and other paramilitary forces, and to collaborate with domestic and international partners to enhance manufacturing capabilities. To enter into strategic tie-ups, joint ventures, or collaborations with global defense manufacturers, technology providers, and government agencies for the sales, joint marketing, and distribution of defense products and technologies. This includes establishing partnerships for co-development, licensing agreements, and knowledge sharing to bring cutting-edge defense technologies to India. To establish and operate research and development centers for the innovation, design, and engineering of defense and aerospace technologies, products, and systems. This includes developing



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- indigenous capabilities in artificial intelligence, cybersecurity, drone technology, electronic warfare, and other futuristic defense domains.
10. To explore and expand export opportunities for defense products, equipment, and technologies developed in India to friendly foreign nations, leveraging bilateral and multilateral agreements, offset policies, and global defense exhibitions. To actively participate in national and international defense and aerospace exhibitions, trade shows, and military trials to showcase the company's products and capabilities, engage with potential clients, government representatives, and industry stakeholders, and to promote defense exports and cooperation.
 11. To provide consultancy, advisory, and training services related to defense strategies, procurement processes, technology integration, and capacity building to government bodies, armed forces, and private entities within India and abroad. To invest in, build, and manage defense manufacturing facilities, testing ranges, and other infrastructure required for the production and testing of defense equipment, including setting up special economic zones (SEZs) dedicated to defense manufacturing. To provide comprehensive after-sales services, including maintenance, repair, overhaul (MRO) facilities, and supply chain management for defense equipment and systems, ensuring the longevity and operational readiness of defense assets.
 12. To develop and deploy cybersecurity solutions, surveillance systems, intelligence-gathering tools, and secure communication networks to support defense operations and protect critical infrastructure from cyber threats. To promote and implement sustainable practices in defense manufacturing and operations by adopting environmentally friendly technologies, recycling initiatives, and energy-efficient methods. To invest in and collaborate with defense and aerospace startups focusing on emerging technologies such as quantum computing, space exploration, autonomous systems, and hypersonic technologies, aiming to create a future-ready defense ecosystem. To engage in and support space exploration, satellite technology, and nuclear research projects, including the design, development, and manufacturing of space and nuclear systems, components, and materials. This includes collaborating with space agencies, research institutions, and other stakeholders for the advancement of space and nuclear sciences. To undertake project management, consultancy, and implementation services for large-scale defense, aerospace, space, and nuclear projects, including infrastructure development, system integration, and technology deployment, both in India and internationally. To participate in government tenders, global defense procurement programs, and international collaborations to supply defense and aerospace products and technologies, and to contribute to research, training, and joint exercises.”
 13. To carry on in India or elsewhere the business of prospecting, exploring, operating and working on mines, quarries and to win, set, crush, smelt, manufacture, process, excavate, dig, break, acquire, develop, exercise, turn to account, survey, produce, prepare, remove, undertake, barter, convert, finish, load, unload, handle, transport, buy sell, import, export, supply, and to act as agent, broker, Adatia, stockiest, distributor, consultant, contractor, manager, operator or otherwise to deal in all sorts of presents and future ores, minerals, deposits, goods, substances & materials, including sands, stones, and soils, chalk, clay, china clay, betonies, broils, calcite and



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coal, lignite, rockphosphate, brimstone, brine, bauxite, limestone, precious and other stones, gold, silver, diamonds, iron, aluminum, titanium, vanadium, mica, apalite, chrome, copper, gypsum, rutile, sulphate, tin, zinc, zircon, tungsten, silicon, brass, and other allied materials, by products, mixtures, blends, residues & substances, and to do all incidental acts and things necessary for the attainment of the objects under these presents.

14. To do the business of manufacturer, exporter, importer, trader of gold. silver, platinum, jewelry made of gold, silver, platinum, gold coins, ornaments and natural diamonds, gems, jewellery pearls precious & Semi precious stones and to commercialize, cut, polish, set design, finish, grind, grade, assort, import, buy. sell. or otherwise to deal in all shapes. sizes varieties description specifications, applications and designs of rough. raw. cut, uncut, polished or processed, natural stones such as diamonds, ruby, pearls, gemstones. blue sapphires, cat's eye stones, pearls gemstones, acqua-marine, tourmaline, peidot, agate, garnet, corundum, amethyst, malachite, citrin, alexandrite, smoky quartz, lapis lazuli, blood stone, gold stone, bismuth, jet, diopside. tiger eye, sunstone, spinal. Jews stone, load stone, sardonex, touch stone, amber and their ornaments jewellery, things, made in combination of gold, silver, platinum or other metals and alloys thereof and for the purpose to act as goldsmith, silversmith, jewelers, gem merchant, electroplaters, polishers and purifiers.
15. To carry on the business of miners refiners, smelters, processors, assayers, rerollers, converters, fabricators, processors. stockiest, agents, distributors, importers exporters of and traders in gold silver_ platinum, other precious semiprecious metals, stones, earth. ores alloys and minerals of all kinds. classes, nature and description and further in all their branches and jewellery thereof or otherwise, and also to operate, explore, prospect, take on lease or on royalty basis or otherwise acquire mines, mining lease, mining licenses, mining rights, mining claims and to do all such other acts or things necessary in connection with the same and for that purpose to import export, purchase, sell, manufacture, repair. assemble, supervise. install or otherwise deal in all types of mining machines, tools and implements smelters crushing machines, furnaces and other equipments whether in India or outside India. either solely or in partnership, extracting, moulding, extruding. stamping, rolling, drawing, smelting, alloying. fabricating and blanking precious and semiprecious metals including gold, silver, platinum and their alloys, whether recovered from ores or otherwise, virgin metals, gems and jewellery, rare metals, metal scraps, residue articles. skimming concentrates and wastes or otherwise, by mixing or separating any metal and alloys, and working in precious, or semiprecious metals. and stones and for the purpose to explore, prospect, take on lease, hire or on royalty or otherwise acquire mines, mining rights and lands or any rights or interests therein and to carry on other metallurgical operations and to undertake the heading and other similar activities as may be permitted by law or concerned authority from time to time for the purpose of business of the company.
16. To do the business of buying and selling of Immovable properties and to act as contractors, sub-contractors. job-workers. erectors. constructors of buildings, house apartments structures or residential office. industrial. Institutional or commercial or developer of on-operative housing societies, developers for slum redevelopment authority of housing schemes, townships, holiday resorts, hotels, constructing. reconstructing, erecting, flats, houses, factories, shops, offices, garages, warehouses, commercial educational purposes and conveniences to purchase for development,



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install and operate the industries for produce and supply of petroleum based. asphalt based, various chemicals. materials for roads. buildings. bridges and industries with the Central Govt./Govt./Semi Govt./Public as well as private sector.To carry on all or any of the business of buyers, sellers, traders. merchants, importers, exporters, brokers, agents, investors, stockiest, distributors, and dealers of and in all kinds of Engineering. agricultural, produces, food articles. forest product, paper products, minerals, metals, gold, silver platinum. industrial and other wastes spare parts and accessories commercial natural and manmade fibres glass fibres, and glass fibre products textiles of all kinds all types of yarn products. Jute and Jute products. cement, chemicals, building materials, vehicles, vehicle, parts, automobile parts, machine parts, industrial components plastics and electronic parrs & devices bullion, precious stones, work of art antique, curios, Jewellery and ornaments.

17. To manufacture, produce, process, prepare, commercialize, cut, polish, set, design, display, exchange, examine, finish, grind, grade, assort, import, export, buy, sell, resale, market or otherwise to deal in all shapes, sizes, varieties, description, specifications, applications & designs of rough, raw, cut, uncut, polished or processed, natural & man made, precious, semiprecious & natural diamonds, ruby, pearls, gemstones, blue sapphires, coral, topaz, opal, zircon, tourmaline, jade, spinel ruby, aquamarine, tourquoise, peridot, agate, garnet, corundum, amethyst, malachite, citrine, alexandrite, smoky quartz, lapis lazuli, rock crystal, onyx, jasper, bismuth, jet, diopside, tiger eye, spinal, sardonex, amber and their ornaments, jewelleries, articles, goods, or things, made in the combination of gold, silver, platinum, or other metals, and alloys thereof; watches, clocks, cutlery, presents and gifts, cups, medals, shields, curios, art and antiques, dressing bags, hand bags and for the purpose to act as goldsmith, silversmith, jewellers, gem merchants, electroplaters, polishers, purifiers.
18. To carry on business of prospecting, exploring, drilling, mining, opening and working mines and to pump and refine, raise, dig, explore, extract and quarry for water, oil, petroleum, gold, diamonds, precious stones, coal, lime stone, iron, aluminium, titanium, mica, chrome, copper, gypsum, lead, manganese, molybdenum, nickel, sulphur, tin, zinc, bauxite, zircon and tungsten or any other minerals and metals.
19. To maintain drilling machines and use the same for drilling and carry on the business of extracting, pumping, drawing, transporting and purifying and dealing in water, petroleum and other mineral oils.

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized, as may be necessary for obtaining requisite approvals, statutory, contractual or otherwise, in relation to the amended MOA, to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with the Registrar of Companies, Rajasthan, Jaipur or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Date: February 14, 2025

By Order of the Board of Director



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Place: Mumbai

for Ace Engitech Limited
(Erstwhile Prem Somani Financial Services Limited)
SD/-
Abhishek Bohra
Managing Director
DIN: 10673261

**Registered Office Address: Flat No. 408, Second Floor,
Anand Chamber, Baba Harishchandra Marg,
Raisar Plaza, Indira Bazar, Jaipur-302001, Rajasthan**

Notes:

1. The Explanatory Statement pursuant to Section 102 and 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out all material facts and reasons relating to the resolutions, is annexed hereto.
2. The Postal Ballot Notice is being sent by e-mail to all the members of the company whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") as on Friday, February 14, 2025 ("Cutoff Date"). It is however, clarified that all the persons who are members of the Company as on the Cut-off Date and who may not have received notice due to non-registration of e-mail id shall also be entitled to vote in relation to the resolutions specified in this notice.

Further, as permitted under various Circulars the Company is sending the Postal Ballot Notice by e-mail to all its members who have registered their e-mail addresses with the Company, Registrars and Transfer Agents or Depository/ Depository Participants and the communication of assent/ dissent of the Members will only take place through the E-voting system. This Postal Ballot is accordingly being initiated in compliance with the above MCA Circulars. Accordingly, physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members.

3. In compliance with Regulation 44 of the SEBI LODR Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA & SEBI Circulars and SS-2, the Company is providing only remote e-voting facility to its Members (whether holding shares in physical or in dematerialised form), to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The instructions for remote e-voting are appended to this Notice.

The Postal Ballot Notice is also available on the website of the Company at <https://www.aceengitech.com>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The Postal Ballot Notice is also disseminated on the website of CDSL agency for providing the Remote e-Voting facility i.e. www.evotingindia.com.

4. Dispatch of the Notice shall be deemed to be completed on the day on which Company or CDSL sends out the Postal Ballot Notice by e-mail to the members of the Company.



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5. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Hindi daily newspaper circulating in Jaipur (in vernacular language i.e. Hindi).
6. Pursuant to the provisions of Section 108 & 110 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members Postal Ballot Notice. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting will be provided by CDSL.
7. The voting rights of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., **Friday, February 14, 2025..**
8. The Board of Directors of the Company ("**the Board**") at their meeting held on **Friday, February 14, 2025** has appointed **CS Manoj Maheshwari (FCS: 3355; COP:1971)**, Practicing Company Secretary as Scrutinizer and failing him, CS Sunita Manish Agarwal (FCS: 11024; COP: 10097), Practicing Company Secretary as Alternate Scrutinizer for conducting the postal ballot (e-voting) process in a fair and transparent manner in accordance with the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014 and they have communicated their willingness to be appointed as Scrutinizer. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.
9. All relevant documents referred to in this Notice requiring the approval of the members shall be available for inspection by the members. Members who wish to inspect the documents are requested to send an e-mail to mentioning their Name, Client ID and DP ID.
10. Members whose e-mail id's are not registered with the depositories are requested to register their e-mail address with the Depository Participant with whom they are maintaining their demat account by following the procedure prescribed by the Depository Participant. These members may also cast their vote by following the e-voting process given in this notice.
11. Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the notes forming part of the Notice for casting of votes by remote e-voting from **09:00 AM (IST) on Wednesday, February 19, 2025 to 05:00 PM (IST) on Thursday, March 20, 2025**. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again. Remote e-Voting will be blocked immediately thereafter and no e-voting will be allowed beyond the said date and time. After completion of scrutiny of the votes cast through remote e-voting, the Scrutinizer will



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submit his report to the Chairman and Managing Director of the Company or to any other person authorized by him.

The result of the voting by postal ballot will be announced on or before Monday, March 24, 2025 by the Chairman & Managing Director or by the Company Secretary of the Company. The result of the postal ballot will be posted on the Company's website www.aceengitech.com and CDSL website www.evotingindia.com immediately after the declaration of result and the same will also be communicated to BSE Limited on their website www.bseindia.com within stipulated time period as prescribed in this regard.

12.The instructions for shareholders for remote e-voting are as under:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The remote e-voting period will commence on **09:00 AM (IST) on Wednesday, February 19, 2025 to 05:00 PM (IST) on Thursday, March 20, 2025**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **i.e., Friday, February 14, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of SEBI Listing Regulations listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



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Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service



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	<p>provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at



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securities in Demat mode with NSDL	evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
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Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (iv) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
- i. The shareholders should log on to the e-voting website www.evotingindia.com.
 - ii. Click on “Shareholders” module.
 - iii. 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) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - iv. Next enter the Image Verification as displayed and Click on Login.
 - v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - vi. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) •Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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.



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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the Company, Ace Engitech Limited (Formally known as Prem Somani Financial Services limited) on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Facility for Non – Individual Shareholders and Custodians –Remote Voting only

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.



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- 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; aceengitechlimited@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDs/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA Email ID**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Date: February 14, 2025

By Order of the Board of Director

Place: Mumbai

for Ace Engitech Limited
(Erstwhile Prem Somani Financial Services Limited)
SD/-
Abhishek Bohra



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Website: <https://www.aceengitech.com>

Managing Director
DIN: 10673261

**Registered Office Address: Flat No. 408, Second Floor,
Anand Chamber, Baba Harishchandra Marg, Raisar
Plaza, Indira Bazar, Jaipur-302001, Rajasthan**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT
TO SECTION 102 OF THE COMPANIES ACT, 2013.**

ITEM NO. 1:

As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'SEBI Listing Regulations'), as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, states that all Related Party Transaction(s) ('RPT') shall require prior approval of shareholders by means of an ordinary resolution, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. The amended Regulation 2(1) (zc) of the SEBI Listing Regulations has also enhanced the definition of related party transaction which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Further, pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the specified transactions to be entered into with the Related Parties requires a Company to obtain approval of the Board of Directors and subsequently the Shareholders of the Company by way of ordinary resolution in case the value of the Related Party Transactions exceed the stipulated thresholds prescribed in Rule 15 of the said Rules and transactions other than in ordinary course of business and on arm's length basis.

Accordingly, the related party transactions as recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 14, 2025 are hereby placed before the shareholders for their approval by way of ordinary resolution to enable the Company to enter into the following Related Party Transactions in one or more tranches. The transactions under consideration, are proposed to be entered into by the Company with the related parties as detailed below in the ordinary course of business and at arms' length basis.

Details of the proposed transactions pursuant to SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021 and in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

Sr. No.	Description	Details			
a.	Name of the related party and	Name of the Related Party 1:	Name of the Related Party 2:	Name of the Related Party 3:	Name of the Related Party 4:



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	its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s Ace Technologies & Infrastructure Limited Relationship: It is a company in which Directors and promoters are interested.	Zyden Technologies Private Limited : It is a Promoter Company	Mr. Dinesh Kumar Bohra: He is a Director and promoter of Ace Engitech Limited.	Mr. Abhishek Bohra: He is a Managing Director and promoter of Ace Engitech Limited.
b.	Name of the Director or key managerial personnel who is related, if any and nature of relationship	Mr. Lionel Anthony Velloz – Ex Managing Director.	Name of the Directors: Mr. Dinesh Kumar Bohra Ms. Sonali Gupta Nature of Relationship: Dinesh Kumar Bohra and Sonali Gupta are interested director in this company.	Name of the Directors: Mr. Dinesh Kumar Bohra Nature of Relationship: Directors are interested in the Company.	Name of the Directors: Mr. Abhishek Bohra Nature of Relationship: Director is interested in the Company.
c.	The nature, material terms, duration of the contract and particulars of the contract or arrangement (including nature of interest, financial or otherwise).	Revenue Transactions- for availing or rendering of any IT and Infrastructure related services. Pricing and other terms and conditions will be based and benchmarked to similar transactions with unrelated parties with adjustment of commercial terms, as may be necessary from	Contract for availing or rendering of IT Infrastructure and web enabled related services etc.	NA	NA



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		time to time.			
d.	Value of Transaction	Revenue Transactions – Rs. 10 Crores (All above value are excluding of taxes and duties, if any, applicable for the time being in force)	Rs. 60 Crores (All above value are excluding of taxes and duties, if any, applicable for the time being in force)	Rs. 60 Crores (All above value are excluding of taxes and duties, if any, applicable for the time being in force)	Rs. 60 Crores (All above value are excluding of taxes and duties, if any, applicable for the time being in force)
e.	Tenure of proposed transaction	One Year	One Year	One Year	One Year
f.	Details of the transaction relating to any loans, inter- corporate deposits, advances or investments made or given by the listed entity or its subsidiary	NA	NA	NA	NA
	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract.	Pricing and other terms and conditions will be based and benchmarked to similar transactions with unrelated parties with adjustment of commercial terms, as may be necessary from time to time.	Pricing and other terms and conditions will be based and benchmarked to similar transactions with unrelated parties with adjustment of commercial terms, as may be necessary from time to time.	NA	NA



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g.	Justification for the transaction	M/s Ace Technologies & Infrastructure Limited is engaged in availing or rendering of any IT and Infrastructure related services. The proposed transactions will aid the growth of the Company's business.	M/s Zyden Technologies Private Limited is engaged in availing or rendering of any IT and Infrastructure related services. The proposed transactions will aid the growth of the Company's business.	NA	NA
h.	Any valuation or other external report relied upon by the listed entity in relation to the transactions	NA	NA	NA	NA
i.	Any other information that may be relevant	All relevant information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.	All relevant information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.	All relevant information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.	All relevant information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The related party transaction(s)/contract(s)/arrangement(s) as mentioned above, has been evaluated and confirmed that the proposed terms of the contract/agreement meet the arm's length testing criteria. The related party transaction(s)/contract(s)/arrangement(s) also qualifies as contract under ordinary course of business.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolutions under Item No. 1. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Abhishek Bohra, Managing Director, Mr. Dinesh Kumar Bohra,



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Director Ms. Sonali Gupta, Director of the Company and/or their relatives, are in any way concerned or interested in the aforesaid resolution set out at Item No. 1 of this Notice, save and except to the extent of their Directorship / Shareholding, if any, in the entity mentioned in the said resolution.

ITEM NO. 2:

The Board is of the view that Company should widen its scope by undertaking activities in new sectors. The Board keeps on considering from time to time proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the object Clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new projects and activities. The alteration in the Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the company. The "Main Object" clause of the Memorandum of Association of the Company is being amended by adding of sub - clauses in Clause III (A). The Board at its meeting held on November 14, 2024 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till the completion of postal ballot. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 4 & 13 of the Companies Act, 2013.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed resolution. The Board recommends the Special Resolution set forth in Item No. 2 of the Notice for approval of the Members.

Date: February 14, 2025
Place: Mumbai

By Order of the Board of Director
for Ace Engitech Limited
(Erstwhile Prem Somani Financial Services Limited)
SD/-
Abhishek Bohra
Managing Director
DIN: 10673261

Registered Office Address: Flat No. 408, Second Floor,
Anand Chamber, Baba Harishchandra Marg, Raisar
Plaza, Indira Bazar, Jaipur-302001, Rajasthan