CIN: L74999DDL1984PLC018610

Registered Office: D - 3/2, Okhla Industrial Area, Phase - II, New Delhi- 110020

Email: Secretarial@ebl.co.in
Website: www.ebl.co.in

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting of Members of EAST BUILDTECH LIMITED will be held on Wednesday, 30th day of September, 2015 at 1, DSIDC Complex, Okhla Industrial Area, Phase-I, New Delhi -110 020 at 12.00 noon to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended 31st March 2015 together with the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint the Auditors and to fix their remuneration

   To consider and if thought fit, to pass with or without modification, following resolution as an ordinary resolution:

   "RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s B K Shroff & Co., Chartered Accountant, New Delhi (Firm Registration No- 302166E) be and is hereby re-appointed as the Auditor of the company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the company, at such remuneration as shall be fixed by the Board of Directors of the company in mutual consultation with the Auditors."

SPECIAL BUSINESS:

Ordinary Resolution:

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

   RESOLUTION FOR REGULARIZATION OF MRS. LAKSHMI DEVI CHOKHANI AS INDEPENDENT DIRECTOR

   "RESOLVED THAT pursuant to provision of Sections 149, 152 and 161 read with rules made thereunder (including any statutory modifications and re-enactments thereof for the time being in force) and Schedule IV (Code for the Independent Directors) of the Companies Act, 2013 and clause 49 of the Listing Agreement, the consent of the Company be and is hereby accorded to regularize appointment of Mrs. Lakshmi Devi Chokhani (DIN 01060489) as an Independent Director of the company, who has given her declaration to act as an Independent Director, who is not liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing appointment of Mrs. Lakshmi Devi Chokhani as Director, who shall hold the office upto 10th April, 2019 subject to approval of shareholders in the forthcoming Annual General Meeting at which her tenure as an Additional Director will expire."
4. To consider, and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

   RESOLUTION FOR REGULARIZATION OF MR. SHIV KUMAR MANDELIA AS INDEPENDENT DIRECTOR

   "RESOLVED THAT pursuant to provision of Section 149, 152 and 161read with rules made thereunder (including any statutory modifications and re-enactments thereof for the time being in force) and Schedule IV (Code for the Independent Directors) of the Companies Act, 2013 and clause 49 of the Listing Agreement, the consent of the Board be and is hereby accorded to regularize appointment of Mr. Shiv Kumar Mandelia (DIN 07136408) as an Independent Director of the company, who has given his declaration to act as an Independent Director, who is not liable to retire by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing appointment of Mr. Shiv Kumar Mandelia as Director, who shall hold the office upto 10th April, 2019 subject to approval of shareholders in the forthcoming Annual General Meeting at which his tenure as an Additional Director will expire."
5. To consider, and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

   APPOINTMENT OF MRS. NAMRATA TULSHAN AS A NON-EXECUTIVE DIRECTOR, LIABLE TO RETIRE BY ROTATION

   "RESOLVED THAT Mrs. Namrata Tulshan (DIN 07029016), who was appointed as an Additional Director of the Company with effect from 26th November, 2014 by the Board of Directors of the Company in pursuance of section 161 of the Companies Act, 2013, Clause 49 of Listing Agreement and any other applicable laws in force, the consent of the Company be and is hereby accorded for appointment of Mrs. Namrata Tulshan as an Non Executive Woman Director of the Company, who is liable to retire by rotation."
6. To consider, and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

INCREASE IN REMUNERATION OF MANAGING DIRECTOR, MR. MADHUSUDAN CHOKHANI OF THE COMPANY.

"RESOLVED THAT pursuant to provision of Sections 197, 198 read with rules Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made there under (including any statutory modifications and re-enactments thereof for the time being in force) and Schedule V of the Companies Act, 2013, consent of the members of the company be and is hereby accorded for increment of the remuneration of Mr. Madhusudan Chokhnai, Managing Director of the Company in the forthcoming Annual General meeting of the Company for which board of directors after recommendation of nomination and remuneration Committee has approved.

SPECIAL RESOLUTION:

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

AUTHORIZATION FOR RELATED PARTY TRANSACTIONS:

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contracts and/or agreements with Related Parties as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related party to any offence or place of profit in the Company or its subsidiary or associate Company or any other transaction of whatever nature with related parties.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the proposed transactions and the terms & conditions related thereto and other matters arising out of or incidental to the proposed transactions and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution."

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

TO INCREASE IN BORROWING POWERS IN EXCESS OF PAID-UP CAPITAL AND FREE RESERVES

"RESOLVED THAT pursuant to provisions of Sections 180 (1)(c) & 180(2) of the Companies Act, 2013 (as applicable and as may be amended from time to time), and other applicable provisions, if any, of the Companies Act, 2013, the Board of the Directors be and is hereby authorized to borrow and avail for funding expansion and / or operational plans and meeting other funding requirements of the Company from time to time, the credit facilities and/or any sum or sums of money at its discretion either from the Company's Banks or any other Banks, financial institutions, NBFC's or any other entities or person(s) on such terms and conditions as may be considered suitable by the Board of Directors upto a limit not exceeding in aggregate Rs.100 Crores (Rupees one Hundred Crores), notwithstanding that the money to be borrowed together with the money already borrowed by the Company may exceed aggregate of its paid up share capital and free reserves apart from temporary loans obtained from the Company's Bankers in the ordinary course of business.

FURTHER RESOLVED THAT the consent of the Company be and is hereby accorded to the Board of Directors of the Company in terms of Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, for mortgaging and/ or charging all or any of the movable or immovable assets, both present and future of the Company for securing the loans to be availed together with the interest, costs, charges, expenses and any other money payable by the Company.

FURTHER RESOLVED THAT the mortgage/ charges created/ to be created and all agreements/ documents executed/ to be executed and all acts done in terms of the above Resolution by and with the authority of the Board of Directors be and are hereby confirmed and ratified.

FURTHER RESOLVED THAT Board of Directors of the Company or any Committee thereof be and are hereby authorized to do all such acts, deeds, matters and things as considered necessary or expedient and to delegate all or any of the powers vested in the Board to any Director(s) or Officer(s) of the Company as may be required to give effect to this Resolution."

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

TO INCREASE IN LIMIT OF INTER-CORPORATE LOANS AND INVESTMENTS

"RESOLVED THAT pursuant to Section 186 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company, be and is hereby accorded to authorize the Board or the

Committee constituted by them in terms of Section 186 of the Companies Act, 2013 to

a) make any loan to any person or other body corporate;

b) give any guarantee, or provide security, in connection with a loan made by any other person to, or to any other person by, any body corporate; and

c) acquire, by way of subscription, purchase or otherwise the securities of any other body corporate, exceeding 60% (sixty percent) of its paid-up share capital, free reserves and securities premium account, or 100 % (one hundred percent) of its free reserves and securities premium account but, not exceeding Rs. 50 Crores (Rupees fifty Crore only) at any time as the Board of Directors or the Committee constituted by them may deem fit, from time to time, as per the requirements of the Company.

FURTHER RESOLVED THAT the consent of the members of the Company, be and are hereby accorded that where the aggregate of the loans and investments so far made, the amounts for which guarantee or security so far provided to or in all other bodies corporate, along with the investment, loan, guarantee or security proposed to be made or given by the Board may exceeds the aforesaid limits but can not exceed Rs. 50 Crores (Rupees Fifty Crore only) at any time, and investment or loan shall be made or guarantee may be given or security may be provided from time to time on the discretion of the Board or the Committee constituted by them."

For and on behalf of the Board

Place : New Delhi **MADHUSUDAN CHOKHANI**
Date : 13-08-2015 Managing Director
DIN-00307234

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is given below and forms part of the Notice as 'Annexure' to the Notice.
2. Details of Directors seeking regularization (appointment)/ re-appointment at the Annual General Meeting of the Company to be held on 30th September, 2015 are provided in **(Annexure- 1)** of this Notice.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON A POLL ONLY) INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

   In pursuance of the provision of section 105 of the Companies Act 2013, 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. However a single person may act as proxy and such person shall not act as proxy for another person or shareholder.

   The instrument appointing the proxy should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before commencement of the AGM i.e. by 11:00 a.m. on 30th September, 2015. Proxies submitted on behalf of Companies, Societies etc. must be supported by an appropriate resolution/ authority, as applicable.
4. Corporate Members intending to send their authorized representatives to attend the meeting in pursuance to the provision of section 113 of Companies Act 2013 are requested to send a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the meeting.
5. 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.
6. Pursuant to Section 91 of the Companies Act, 2013, and Clause 16 of the Listing Agreement, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 25th day of September, 2015 to Wednesday the 30th day of September, 2015 (Both days inclusive) for determining the names of members eligible for voting at the meeting.
7. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company or Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the new share transfer form SH-4.
8. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company in pursuance of the provision of section 72 of the Companies Act 2013. The Nomination Form SH-13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Corporate Affairs and Legal Department of the Company at its Office.
9. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company. Members who have not registered

their e-mail address with the Company are requested to submit their request with their valid e-mail address to the Company. Members holding shares in demat form are requested to register/ update their e-mail address with their Depository Participant(s) directly. Members of the Company, who have registered their email-address, are entitled to receive such communication in physical form upon request.

10. Members/ Proxies should bring the attendance slips **(Annexure -A-2)** duly filled and signed as per the specimen signature recorded with the Company, for admission to the meeting hall. Members holding shares in dematerialised form are requested to bring their DP-ID and Client-ID numbers for easier identification for attendance at the meeting.

11. Any person who becomes a member of the Company after the dispatch of Notice of the meeting and holding shares as on the cut-off date i.e. 24th September, 2015 have the options to request for physical copy of the Ballot form by sending an email to Secretarial@ebl.co.in by mentioning their Folio No./DP ID and Client ID No.. Ballot paper received after 29th September 2015 will be invalid.

12. Members seeking any information/document relating to the Accounts, Legal and other matters with respect to the businesses to be transacted at the Annual General Meeting may write to the Company Secretary/Director at the Registered Office of the Company at least seven days in advance of the Meeting.

13. Members have facility for dematerializing equity shares of the Company with National Securities Depository Limited. The ISIN No. allotted to the Company is INE706N01017. Any member desirous of dematerializing his holding may do so through any Depository Participant.

14. Members may please note that all investor related communication may be addressed to the Registrar and Share Transfer Agent at the following address:

    Beetal Financial & Computer services Pvt. Ltd.

    Unit : East Buildtech Limited

    Beetal house, 3rd Floor 99, MADANGIR, BEHIND LSC NEAR Dada HarsukhdasMandir, New Delhi-110062

    Tel no. 011-29961281-83

    E-mail id: beetalrta@gmail.com

    For effecting changes in address/bank details, members are requested to notify:

    (i) The R&T Agent of the Company, viz. Beetal Financial & Computer services Pvt. Ltd., if shares are held in physical form; and

    (ii) Their respective Depository Participant (DP), if shares are held in electronic form.

15. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.

16. Pursuant to the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means as on cut-off date i.e. 24th September, 2015.

    The e-voting period will commence from 25th of September, 2015 at 09:00 a.m. and will end at 5:00 p.m. on 29th of September; 2015.The e-voting module will be disabled thereafter. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting sent separately.

    Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The voting right of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date being, 24th of September, 2015.

17. The Company has appointed Proficient Professional LLP, acting through Vinod Chand Mamgai, to act as the Scrutinizer, to conduct and scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of the voting forthwith.

18. As per the provisions of clause 35A of Listing Agreement, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the AGM. The results declared along with Scrutiniser's Report shall be placed on the Company's website www.ebl.co.in

PROCEDURE FOR E-VOTING

The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting for AGM. The

instruction for receiving E-voting are as under:-

In case of members receiving e-mail:

i. Log on to the e - voting website www.evotingindia.com

ii. Click on "Shareholders" tab.

iii. Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT" and Now Enter your User ID

a) For CDSL: 16 digits beneficiary ID,

b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

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 voting of any company, then existing password is to be used.

vi. If you are a first time user follow the steps given below

For Members holding shares in Demat Form and Physical Form

PAN*	Enter your 10 digit alpha-numeric *PAN implies issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/ Depository Participant requested to use the first two letters name and the last 8 digits of the sequence number in the PAN field. Sequence number is printed on **address slip**. In case the Sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 100 then you enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. (a) Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut- off date in the Dividend Bank details field.

vii. After entering these details appropriately, click on "SUBMIT" tab.

viii. 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. 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.

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

x. Click on the EVSN for the EAST BUILDTECH LIMITED.

xi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same 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.

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

xiii. 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.

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

xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xvi. If Demat Account Holder has forgotten the changed password then ENTER the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvii Note for non individual shareholders and custodians :

- Non Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodianare required to log on to https://www.evotingindia.co.in and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

(A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

(B) The voting period begins at 9.00 a.m. on Friday, 25th September, 2015 and will end at 5.00 p.m. on Wednesday, 29th September, 2015. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 24th September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

The results shall be declared on or after the AGM. The results along with the Scrutinizer's Report shall also be placed on the website of the Company.

1. 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 demat accounts.

2. Members holding shares in physical form are requested to forward all applications for transfers and all other shares-related correspondence (including intimation for change of address) to the Share Transfer Agents of the Company.

3. 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 demat accounts. Members holding shares in physical form can submit their PAN to the Company / Beetal Financial & Computer Services Pvt. Ltd. (the RTA).

Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and as per Rule 18 of the Companies (Management and Administration) Rules, 2014 allowed companies to send any notice/ document (including Annual Report) to its members via e-mail. To support this green initiative of the Government in letter and spirit, the Company has taken an initiative to collect e-mail addresses of all its members.

Members holding shares in physical form are requested to provide/ update their e-mail addresses to our RTA, Beetal Financial & Computer Services Private Limited (Registrar and Share Transfer Agent) and also to mail us at Contact@ebl.co.in Company has already requested our Shareholder to provide the same by inland letter.

Note : Members holding shares in dematerialized form may kindly update their

e-mail addresses with their respective Depository Participants (DP's) and Company at Contact@ebl.co.in.

Annexure to the Notice

EXPLANATORY STATEMENT IN PURSUANCE TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

The Board of Directors in their meeting held on 30th March, 2015 appointed Mrs. Lakshmi Devi Chokhani as an Additional Director, in the capacity of Independent Director, in accordance with the provisions of Sections 149, 160 and 161 and other provisions of the Companies Act, 2013 for the time being in force, read with Companies (Appointment and Qualification of Directors) Rules, 2014 with effect from 30th March, 2015 to hold

office upto the date of this Annual General Meeting till 10th April, 2019.

Other information pursuant to Clause 49 of the Listing Agreement with respect to appointment of Director is detailed below in **Annexure-1**.

Mrs. Lakshmi Devi Chokhani is not disqualified from being appointed as a Director in terms of Companies Act, 2013 and has consented to act as Director of the Company. The Board considers it desirable to avail the expertise and guidance of Mrs. Lakshmi Devi Chokhani on the Board.

The Company has received a declaration under section 149(7) of the Companies Act, 2013 from Mrs. Lakshmi Devi Chokhani that she meets the criteria of independence as specified in section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mrs. Lakshmi Devi Chokhani fulfills the conditions for her appointment as an Independent Director as specified in the Act and the Listing Agreement.

Except Mrs. Lakshmi Devi Chokhani none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP of the Company are concerned with or interested in the Resolution.

ITEM NO. 4

The Board of Directors in their meeting held on 30th March, 2015 appointed Mr. Shiv Kumar Mandelia as an Additional Director, in the capacity of Independent Director, in accordance with the provisions of Sections 149, 160 and 161 and other provisions of the Companies Act, 2013 for the time being in force, read with Companies (Appointment and Qualification of Directors) Rules, 2014 with effect from 30th March, 2015 to hold office upto the date of this Annual General Meeting till 10th April, 2019.

Other information pursuant to Clause 49 of the Listing Agreement with respect to appointment of Director is detailed below in **Annexure-1**.

Mr. Shiv Kumar Mandelia is not disqualified from being appointed as a Director in terms of Companies Act, 2013 and has consented to act as Director of the Company. The Board considers it desirable to avail the expertise and guidance of Mr. Shiv Kumar Mandelia on the Board.

The Company has received a declaration under section 149(7) of the Companies Act, 2013 from Mr. Shiv Kumar Mandelia that he meets the criteria of independence as specified in section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Shiv Kumar Mandelia fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement.

Except Mr. Shiv Kumar Mandelia none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP of the Company are concerned with or interested in the Resolution.

ITEM NO. 5

The Board of Directors in their meeting held on 26th November, 2014 appointed Mrs. Namrata Tulshan as an Additional Director, in the capacity of Non Executive Woman Director, in accordance with the provisions of Sections 149, 160 and 161 and other provisions of the Companies Act, 2013 for the time being in force, read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of Listing Agreement, with effect from 26th November, 2014.

Other information pursuant to Clause 49 of the Listing Agreement with respect to appointment of Director is detailed below in **Annexure-1**.

Mrs. Namrata Tulshan is not disqualified from being appointed as a Director in terms of Companies Act, 2013 and has consented to act as Director of the Company. The Board considers it desirable to avail the expertise and guidance of Mrs. Namrata Tulshan on the Board.

ITEM NO. 6

(INCREASE IN REMUNERATION OF MANAGING DIRECTOR, MR. MADHUSUDAN CHOKHANI OF THE COMPANY)

Pursuant to provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 and other applicable rules thereon, Company can increase the remuneration of Managing Director of the Company on recommendation and approval of Nomination and Remuneration Committee, within the limit as specified in the relevant provision of the Companies Act, 2013 without Central Government Approval.

It is therefore proposed that consent of the members need to be taken to increase the remuneration of Mr. Madhusudan Chokhani within the prescribed the limit.

The proposal outlined above is in the interest of the Company and the Board commends the resolution set out in the accompanying Notice.

ITEM NO. 7

(AUTHORIZATION FOR RELATED PARTY TRANSACTIONS)

Pursuant to provisions of Section 188 of the Companies Act, 2013, Company can enter into the transaction mentioned under aforesaid Resolution, which are not in the ordinary course of business and/ or are not on arm length basis, only with approval of the Shareholders accorded by way of a special resolution. Though, your Company always seeks to enter into transactions with Related Parties in the ordinary course of business and at Arm Length's basis; still there may be some such

transactions which are done in the interest of the Company and for which your approval is required under the provisions of the Companies, Act 2013.

The proposal outlined above is in the interest of the Company and the Board

re-commends the resolution set out in the accompanying Notice as Special Resolution.

None of the Directors or the Key Managerial Personnel of the Company is concerned or interested in the said resolutions except to the extent of their shareholding in the Company or any their interest as Director or Shareholder or Partner or Otherwise in such other Related party Entity, if any.

ITEM NO. 8

(INCREASE IN BORROWING POWERS IN EXCESS OF PAID-UP CAPITAL AND FREE RESERVES)

Pursuant to provisions of Sections 180(1)(c), 180(2) and other provisions of the Companies Act, 2013 and other applicable rules thereon, the Company can borrow money exceeding its paid up capital and free reserves that is to say, reserves not set apart for specific purpose only with the approval of the shareholders accorded by way of a special resolution.

The Company intends to borrow from time to time any sum of money which along with sums already borrowed by the Company (apart from temporary loans obtained from the Company's Banker in the ordinary course of business) may exceed the aforesaid limit but not exceeding Rs.100 Crores and seeks your approval for the same.

The proposal outlined above is in the interest of the Company and the Board commends the resolution set out in the accompanying Notice.

None of the Director and Key Managerial Personnel of the Company is concerned or interested in the said resolution except to the extent of their shareholding, if any.

ITEM NO. 9

(INCREASE IN LIMIT OF INTER-CORPORATE LOAN AND INVESTMENTS)

Pursuant to provisions of Section 186 of the Companies act, 2013 and other applicable rules thereon, the Company can make loans to, give guarantees, provide securities to and make investments in the securities of any other person/ other bodies corporate to the extent of 60% of its share capital and free reserves and security premium account or 100% of its free reserves and security premium account, whichever is higher, with the approval of the board of Directors. Where the aggregate of loans and investments made, guarantees given and securities provided exceeds the aforesaid limits, prior approval of the shareholders is required by way of a special resolution.

The Company is constantly reviewing opportunities for expansion of its business operations either directly or through its other bodies corporate or persons and would, therefore, be required to provide financial support by way of loan(s)/ and/ or guarantee(s) and/ or security(ies)/ investment in securities of any other person and other bodies corporate or otherwise, in order to achieve greater financial flexibility and to enable optimal financial structuring speedy implementation of various projects of such persons/ companies.

It is, therefore, proposed that the Board of Directors of the Company be authorized to invest by way of subscription and/ or purchase of securities, grant of loan(s), giving of guarantee(s) and/ or providing of security (ies) for an amount not exceeding Rs. 50 Crores from time to time in/ to one or more of the persons/ entities i.e. or other bodies corporate. The source of funds for making this investment would be met from borrowings/ surplus funds generated by the Company through operations or from such other sources as the Board may deem appropriate. Since the above investments, loans, guarantees and/ or securities proposed together with the aggregate of loans made, guarantees given, securities provided and investments made from time to time by the Company may exceed the limit prescribed, approval of the shareholders is required for the same

The proposal outlined above is in the interest of the Company and the Board commends the resolution set out in the accompanying Notice.

Except Directors and key Managerial Personnel's of the Company who are/ may be Directors/ shareholder in one or more Persons/ bodies corporate described hereinabove, no other Director or Key Managerial Personnel of the Company is concerned or interested in the said resolution.

ANNEXURE - 1
DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING
(Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	**Mrs. Lakshmi Devi Chokhani**
Director Identification Number	01060489
Date of joining the Board	30/03/2015
Profile of Director	Mrs. Lakshmi Devi Chokhani is a very experienced person in her field. She is having good experience in management of corporate affairs and general administrative duties of a company. She is very good interior designer.
Expert in specific Functional Area	She advises the Board on matters requiring attention to general administration and HR policies of the company
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	1.Chokhani International Ltd.
Chairmanships/Membershipsof Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	1.Chokhani International Ltd- Audit Committee (Member) 2.Chokhani International Ltd- Stakeholder Relationship Committee (Member)
No. of shares held in the Company	Nil
Name of the Director	**Mr. Shiv Kumar Mandelia**
Director Identification Number	07136408
Date of joining the Board	30/03/2015
Profile of Director	Mr. Shiv Kumar Mandelia age 65, is a fellow member of ICWAI, Kolkata. He is having a very rich experience of around 40 years. He is graduate from Bits Pilani. He is also associated with other Companies of Chokhani groups since long time.
Expert in specific Functional Area	Expert in handling matters related to Finance, taxation, audit, materials, commercial and techno commercial.
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	1.Chokhani Global Express Ltd.
Chairmanships/Memberships of Committees of other Public Companies (includes onlyAudit Committee and Stakeholders Relationship Committee)	1.Chokhani Global Express Ltd. - Audit Committee (Member) 2. Chokhani Global Express Ltd. - Stakeholder Relationship Committee (Member)
No. of shares held in the Company	Nil
Name of the Director	**Mrs. Namrata Tulshan**
Director Identification Number	07029016
Date of joining the Board	26/11/2014

Profile of Director	Mrs. Namrata Tulshan age 62, is a very experienced person in her field. She is graduate and having its own consultancy firm in the name of Balaji Consultancy. She is having good experience in management of corporate affairs and general administrative duties of a company.
Expert in specific Functional Area	She advises the Board on matters requiring attention to general administration and management policies of the company
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	Nil
Chairmanships/Memberships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
No. of shares held in the Company	Nil
Name of the Director	**Mr. Madhusudan Chokhani**
Director Identification Number	00307234
Date of joining the Board	30/03/1999
Profile of Director	Mr. Madhusudan Chukchansi age 37, is a MBA graduate. He is holding the position of Managing Director of the company. He has been on the Board of the Company since 1999. He is having a very rich experience of around more than 15 years. He is Director in the other Companies of Chokhani groups since long time.
Expert in specific Functional Area	Expert in handling matters related to Marketing, Strategies, Finance.
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	1. Udyogika Ltd.
Chairmanships/Memberships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
No. of shares held in the Company	78,700

* Directorship and Committee membership(s) in East Buildtech Limited is not included in the aforesaid disclosure. Also, alternate directorship(s), directorship(s) in Private Limited Companies, Foreign Companies and Section 8 Companies and their Committee membership(s) are excluded. Membership(s) and Chairmanship(s) of Audit committee and Stakeholder's Relationship Committee of only Public Companies have been included in the aforesaid table.

By order of the Board

Madhusudan Chokhani
Managinh Director
DIN No. 00307234

Place: New Delhi
Date : 13-08-2015

EAST BUILDTECH LIMITED

(Annexure A-2)

ATTENDANCE SLIP

(THE ATTENDANCE SLIP DULY FILLED IN IS TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)
CIN: L74999DDL1984PLC018610
Registered Office: D- 3/2, Okhla Industrial Area, Phase - II, New Delhi - 110020
Email: Secretarial@ebl.co.in Website: www.ebl.co.in

FOR DEMAT SHARES	FOR PHYSICAL SHARES	
DP ID*	REGD. FOLIO NO.	
CLIENT ID*	NO. OF SHARES HELD	

Full name of the member_____Address_____

I hereby record my presence at the 31st Annual General Meeting of the Company on Wednesday, the 30th day of September, 2015 at 12:00 noon at "1, DSIDC Complex, Okhla Industrial Area, Phase-I, New Delhi-110 020.

*Applicable for Members holding shares in dematerialized form.

_____
Signature of Member/Proxy

PROXY FORM

Annexure A-1

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]
CIN: L74999DDL1984PLC018610
Registered Office: D- 3/2, Okhla Industrial Area, Phase - II, New Delhi - 110020.
Email: Secretarial@ebl.co.in Website: www.ebl.co.in

Name of the Member (s) :
Registered Address :
E-mail ID :
Folio No./ Client ID :
DP ID :

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

1. Name: …….....… Address: …….....…….
   E-mail ID: …….....….... Signature:….....…… or failing him
2. Name: …….....… Address: …….....…….
   E-mail ID: …….....….... Signature:….....…… or failing him
3. Name: …….....… Address: …….....…….
   E-mail ID: …….....….... Signature:….....…… or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting / Extraordinary General Meeting of the Company, to be held at "1, DSIDC Complex, Okhla Industrial Area, Phase-I, New Delhi-110 020 on Wednesday, the 30th Day of September, 2015 at 12:00 noon and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution	Optional	
		For	Against
1	To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2015, the reports of the Board of Directors and Auditors thereon.		
2	To Consider and approve the Re -appointment of Auditors of the company and fix their remuneration.		
	Special Business		
	Ordinary Resolution		
3	Appointment of Mr. Lakshmi Devi Chokhani DIN (01060489) as Independent Director		
4	Appointment of Mr. Shiv Kumar Mandelia DIN (07136408) as Independent Director		
5	Appointment of Mrs. Namrata Tulshan DIN (07029016) as Non Executive (Woman) Director		
6	Approval for increase In Remuneration Of Managing Director, Mr. Madhusudan Chokhani		
	Special Resolution		
6	Authorization For Related Party Transactions		
7	Approval for Increase In Borrowing Powers In Excess Of Paid-Up Capital And Free Reserves		
9	Approval for Increase In Limit Of Inter-Corporate Loan And Investments		

Signed this……..… day of……..…… 2015

Affix Revenue Stamp

Signature of Shareholder Signature of Proxy holder(s)

Note: 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.