

# **ASIAN HOTELS (EAST) LIMITED**

Registered Office: Hyatt Regency Kolkata, JA-1, Sector-III, Salt Lake City, Kolkata-700 098  
Phone: 033-23351234, Fax: 033-23358246

22<sup>nd</sup> June 2012

→ The Manager  
Listing Department  
BSE Limited  
Phiroz Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001  
Tel: (022- 2272 8052)  
Fax: (022-2272 3121 / 39)

Type of Security: Equity shares  
Scrip Code : 533227

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza  
Plot No. C/1, G Block,  
Bandra – Kurla Complex  
Bandra (E), Mumbai – 400 051  
Tel: (022) 26598235/36  
Fax: (022) 26598237/ 38

Type of Security: Equity shares  
NSE Symbol : AHLEAST

Dear Madams/ Sirs,

## **Sub : Compliance pursuant to Clause 31(e) of the Listing Agreement**

Pursuant to Clause 31(e) of the Listing Agreement with you kindly find enclosed herewith three copies of Notice of 5<sup>th</sup> Annual General Meeting of the Company, issued to the shareholders for the financial year 2011-12.

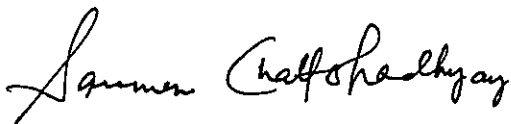
This is for your ready record and reference.

Please acknowledge receipt.

Thanking you.

Yours truly,

For Asian Hotels (East) Limited



**Saumen Chattopadhyay**  
Chief Legal Officer &  
Company Secretary



Encl. : as above

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 5TH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT REGENCY BALL ROOM, HYATT REGENCY KOLKATA, JA-1, SECTOR-III, SALT LAKE CITY, KOLKATA - 700 098, WEST BENGAL, ON THURSDAY, THE 19TH JULY, 2012 AT 11.00 A.M. TO TRANSACT THE FOLLOWING BUSINESS :-**

### ORDINARY BUSINESS:

01. To consider and adopt the audited Balance Sheet as at 31st March 2012, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
02. To declare a dividend on equity shares.
03. To appoint a Director in place of Mr. Padam K Khaitan, who retires by rotation and being eligible, offers himself for re-appointment.
04. To appoint the Statutory Auditors of the Company and to fix their remuneration.

### Registered Office:

Hyatt Regency Kolkata  
JA-1, Sector- III  
Salt Lake City  
Kolkata - 700 098

Date: 11th May 2012



By Order of the Board of Directors

*Saumen Chattopadhyay*  
Saumen Chattopadhyay  
Chief Legal Officer &  
Company Secretary

### Notes:

- (01) **A member entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxies, in order to be effective, must be deposited to the Company at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.**
- (02) Members/Proxies should bring the enclosed Attendance Slip duly filled in and signed in terms of specimen signature lodged with the Company along with their copies of Annual Report for attending the Meeting. Members attending the Annual General Meeting are requested to bring with them DP & Client ID Numbers, Folio Numbers for dematerialized holdings and physical holdings respectively. The Company would accept only the Attendance Slip from a member actually attending the Meeting or from the person attending as a proxy under a valid proxy form registered with the Company not less than 48 hours before the commencement of the Meeting. Attendance Slips of Members/valid proxies not personally present at the Meeting or relating to Proxies which are invalid will not be accepted from any other member/person.
- (03) Corporate Members intending to send their authorized representatives under Section 187 of the Companies Act, 1956, are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting.
- (04) In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
- (05) The Register of Members and the Share Transfer Books of the Company will remain closed from 12th July 2012 to 19th July 2012 (both days inclusive).
- (06) Final Dividend on equity shares, when approved at the Meeting, will be paid/credited/dispatched on or after 23rd July 2012 to those members.
  - (a) whose names appear as beneficial owners as at the end of business hours on 11th July 2012 in the list to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form, and
  - (b) whose names appear as members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company on or before 11th July 2012.
- (07) Members holding shares in physical form are requested to notify to the Company's Registrar and Share Transfer Agent, M/s. Karvy Computershare Private Limited, Plot No. 17 to 24, Vittal Rao Nagar, Madhapur, Hyderabad-500 081 quoting their folio, any change in their registered address with pin code/mandate/bank details and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
- (08) Kind attention of the members are drawn to the recent Circular bearing No.18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs (MCA) read with their earlier Circular bearing No.17/2011 dated 21.04.2011, wherein it is clarified that Company would be complying the provisions of Section 53 of the Companies Act, 1956, if the service of the document has been made through electronic mode provided the Company has obtained e-mail addresses of its members for sending the notice/documents through e-mail by giving an advance opportunity to every shareholders, to register their e-mail addresses and changes therein from time to time with the Company. Further, it is also clarified that Company would be in compliance of provisions of Section 219(1) of the Companies Act, 1956, in case, a copy of Balance Sheet etc., is sent by electronic mail to its members subject to the above cited compliance.

In view of the above, notice is hereby given to every member of the Company including NRI shareholders to get their e-mail addresses registered with their respective Depository Participants (DP) in case shares are held in Demat form and with the Registrar & Share Transfer Agent (RTA) viz. Karvy Computershare Private Limited, Hyderabad, if the shares are held by them in physical mode. If the e-mail addresses are already registered with the respective DPs/RTA of the Company by the shareholders, it is requested to ensure that registered e-mail ids are current, operative and all the addressed correspondences are received through it.
- (09) All NRI Members of the Company are hereby requested to get their Indian Postal addresses, e-mail ids and bank details with their NRE/NRO account nos. registered with their respective DP/RTA of the Company, so as to facilitate to provide smoother, faster, cost effective and proper service to them by the Company.
- (10) The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the depositories for depositing dividends. Dividend will be credited to the Member's bank account through NECS wherever complete core banking details are available with the Company. In case where the core banking details are not available, dividend warrants will be issued to the Members with bank details printed thereon as available in the Company's record.

In view of the above, all the members of the Company having their holding in Demat form are requested to get their latest postal addresses, e-mail ids and bank details, such as name of the bank, its address, A/c No., IFS Code and MICR No. etc. recorded with the respective DPs, so as to facilitate a smooth remittance of dividend by way of NECS/NEFT by the Company. Request is also made to the shareholders having their shares in physical mode to get their latest postal addresses, e-mail ids and above cited bank account details recorded with RTA of the Company by way of written request letter duly signed.

## Asian Hotels (East) Limited

- (11) 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 the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ RTA.
- (12) Members holding shares in physical form can avail the facility of nomination in respect of shares held by them pursuant to the amendment in the Companies Act, 1956. The prescribed Form (Form 2B) can be obtained from the Registrar & Share Transfer Agent. Members desiring to avail this facility may send their Nomination Form duly filled in, to the Company or its Registrar & Share Transfer Agent by quoting their respective folio numbers.
- (13) Members are requested to send all communications relating to shares and unclaimed dividends either to the Company at its registered office address or to the Registrar and Share Transfer Agent, M/s. Karvy Computershare Private Limited, at its address mentioned earlier in this Notice.
- (14) Members are requested to encash their Dividend Warrants on receipt, as Dividend remaining unclaimed for 7 years are required to be transferred to the Investor Education & Protection Fund established by the Central Government under Section 205C of the Companies Act, 1956. Once unclaimed dividends are transferred to this fund, members will not be entitled to claim these dividends.
- (15) The Company is in process of completing compliance with Clause 5A II of the Listing Agreement.
- (16) Members are requested not to carry any briefcase, carry bag, shopping bag and the like to the venue since these will not be allowed inside for security reasons. The Meeting is for members or their proxies only. Please avoid being accompanied by non-member/children.
- (17) The Company is also in receipt of complaints from various shareholders from time to time regarding non-receipt of Annual Report. In this connection, kind attention of the shareholders is drawn towards SEBI's Circular No. Cir/CFD/DCR/5/2010 dated 07.05.2010 read with amended Clause 31 of the Listing Agreement whereby filing of the soft copy of the full Annual Report to BSE by every listed company is made mandatory and in turn BSE is putting that Annual Report on its website for the reference and perusal of all the interested members. Hence, members may download the copy of full Annual Report of the Company from BSE website for their immediate reference and perusal.  
Further, the Company is also maintaining a functional website in compliance with Clause 54 of the Listing Agreement entered with the stock exchanges. Annual Report and other documents are available on the website of the Company for inspection.
- (18) It is also noticed that many members holding shares in physical mode are holding insignificant shares under multiple folios. In order to provide cost effective, faster and prompt service, all Members concerned are requested to get their shareholding consolidated in one folio only.
- (19) Disclosure pursuant to Clause 49(IV)(G) of the Listing Agreement with respect to the Director seeking appointment and re-appointment at the forthcoming AGM is given herein below:

### Mr. Padam K Khaitan

Mr. Padam K Khaitan is an Attorney-at-Law & Advocate with over 34 years of experience in legal field and is a Partner of M/s. Khaitan & Co., Advocates, Kolkata.

Mr. Padam K Khaitan is on the Board of the following Companies:

- |                                         |                                           |
|-----------------------------------------|-------------------------------------------|
| 1) Ramkrishna Forgings Limited          | 10) Kilburn Engineering Ltd.              |
| 2) Rungamattee Tea & Industries Limited | 11) Upper Ganges & Sugar Industries Ltd.  |
| 3) Williamson Magor & Co. Ltd.          | 12) Time Leverage Instruments (P) Limited |
| 4) Cheviot Company Limited              | 13) Cheviot Agro Industries Pvt. Limited  |
| 5) Manjushree Plantations Limited       | 14) Auro Holdings Pvt. Ltd.               |
| 6) R.V. Investment & Dealers Limited    | 15) Auro Investments Pvt. Ltd.            |
| 7) Khaitan Consultants Limited          | 16) ITSA Warehouses Pvt. Ltd.             |
| 8) GJS Hotels Limited                   | 17) NOTT Investments Pvt. Ltd.            |
| 9) McNally Sayaji Engineering Ltd.      |                                           |

Foreign Companies:

- |                      |                 |                |
|----------------------|-----------------|----------------|
| 18) Trans Global Plc | 19) Novener SAS | 20) Uniross SA |
|----------------------|-----------------|----------------|

Names of firms in which he is a partner:

- |                           |                          |                             |
|---------------------------|--------------------------|-----------------------------|
| 1) Khaitan & Co., Kolkata | 2) Khaitan & Co., Mumbai | 3) Khaitan & Co., Bangalore |
| 4) Khaitan & Co. LLP      | 5) Khaitan & Co. AOP     |                             |

Mr. Padam K Khaitan is not holding any shares capital of 2% or more in any Companies.

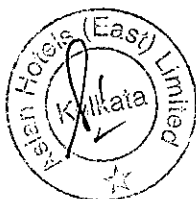
He is the Chairman/Member in the following Committees:

- Chairman: Shareholders Grievance Committee of Manjushree Plantations Ltd.  
Share Transfer & Shareholders'/ Investors' Grievance-cum Share Transfer Committee of Kilburn Engineering Ltd.  
Borrowing Committee of Kilburn Engineering Ltd.
- Member: Audit Committee of Magor & Co. Ltd.  
Shareholders' Grievance Committee of Williamson Magor & Co. Ltd.  
Remuneration Committee of Williamson Magor & Co. Ltd.  
Shareholders' Grievance Committee of McNally Sayaji Engineering Ltd.  
Audit Committee of McNally Sayaji Engineering Ltd.  
Remuneration Committee of McNally Sayaji Engineering Ltd.

Mr. Padam K Khaitan, aged about 58 years, does not have any equity share of the Company.

Except Mr. Padam K Khaitan, none of the other Directors may be deemed to be concerned or interested in this item.

**Registered Office:**  
Hyatt Regency Kolkata  
JA-1, Sector- III  
Salt Lake City  
Kolkata - 700 098  
**Date: 11th May 2012**



By Order of the Board of Directors  
  
**Saumen Chattopadhyay**  
Chief Legal Officer &  
Company Secretary

## NOTICE

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02. To declare a dividend on equity shares.
03. To appoint a Director in place of Mr. Padam K Khaitan, who retires by rotation and being eligible, offers himself for re-appointment.
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By Order of the Board of Directors

*Saumen Chattopadhyay*  
**Saumen Chattopadhyay**  
Chief Legal Officer &  
Company Secretary

### Notes:

- (01) **A member entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxies, in order to be effective, must be deposited to the Company at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.**
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### Mr. Padam K Khaitan

Mr. Padam K Khaitan is an Attorney-at-Law & Advocate with over 34 years of experience in legal field and is a Partner of M/s. Khaitan & Co., Advocates, Kolkata.

Mr. Padam K Khaitan is on the Board of the following Companies:

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Mr. Padam K Khaitan is not holding any shares capital of 2% or more in any Companies.

He is the Chairman/Member in the following Committees:

Chairman : Shareholders Grievance Committee of Manjushree Plantations Ltd.  
Share Transfer & Shareholders'/ Investors' Grievance-cum Share Transfer Committee of Kilburn Engineering Ltd.  
Borrowing Committee of Kilburn Engineering Ltd.

Member : Audit Committee of Magor & Co. Ltd.  
Shareholders' Grievance Committee of Williamson Magor & Co. Ltd.  
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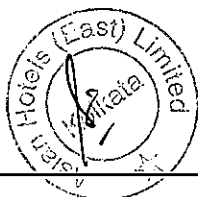
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Except Mr. Padam K Khaitan, none of the other Directors may be deemed to be concerned or interested in this item.

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Date: 11th May 2012



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Chief Legal Officer &  
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By Order of the Board of Directors  
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**Saumen Chattopadhyay**  
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- (07) Members holding shares in physical form are requested to notify to the Company's Registrar and Share Transfer Agent, M/s. Karvy Computershare Private Limited, Plot No. 17 to 24, Vittal Rao Nagar, Madhapur, Hyderabad-500 081 quoting their folio, any change in their registered address with pin code/mandate/bank details and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
- (08) Kind attention of the members are drawn to the recent Circular bearing No.18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs (MCA) read with their earlier Circular bearing No.17/2011 dated 21.04.2011, wherein it is clarified that Company would be complying the provisions of Section 53 of the Companies Act, 1956, if the service of the document has been made through electronic mode provided the Company has obtained e-mail addresses of its members for sending the notice/documents through e-mail by giving an advance opportunity to every shareholders, to register their e-mail addresses and changes therein from time to time with the Company. Further, it is also clarified that Company would be in compliance of provisions of Section 219(1) of the Companies Act, 1956, in case, a copy of Balance Sheet etc., is sent by electronic mail to its members subject to the above cited compliance.

In view of the above, notice is hereby given to every member of the Company including NRI shareholders to get their e-mail addresses registered with their respective Depository Participants (DP) in case shares are held in Demat form and with the Registrar & Share Transfer Agent (RTA) viz. Karvy Computershare Private Limited, Hyderabad, if the shares are held by them in physical mode. If the e-mail addresses are already registered with the respective DPs/RTA of the Company by the shareholders, it is requested to ensure that registered e-mail ids are current, operative and all the addressed correspondences are received through it.

- (09) All NRI Members of the Company are hereby requested to get their Indian Postal addresses, e-mail ids and bank details with their NRE/NRO account nos. registered with their respective DP/RTA of the Company, so as to facilitate to provide smoother, faster, cost effective and proper service to them by the Company.
- (10) The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the depositories for depositing dividends. Dividend will be credited to the Member's bank account through NECS wherever complete core banking details are available with the Company. In case where the core banking details are not available, dividend warrants will be issued to the Members with bank details printed thereon as available in the Company's record.

In view of the above, all the members of the Company having their holding in Demat form are requested to get their latest postal addresses, e-mail ids and bank details, such as name of the bank, its address, A/c No., IFS Code and MICR No. etc. recorded with the respective DPs, so as to facilitate a smooth remittance of dividend by way of NECS/NEFT by the Company. Request is also made to the shareholders having their shares in physical mode to get their latest postal addresses, e-mail ids and above cited bank account details recorded with RTA of the Company by way of written request letter duly signed.

## Asian Hotels (East) Limited

- (11) 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 the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
- (12) Members holding shares in physical form can avail the facility of nomination in respect of shares held by them pursuant to the amendment in the Companies Act, 1956. The prescribed Form (Form 2B) can be obtained from the Registrar & Share Transfer Agent. Members desiring to avail this facility may send their Nomination Form duly filled in, to the Company or its Registrar & Share Transfer Agent by quoting their respective folio numbers.
- (13) Members are requested to send all communications relating to shares and unclaimed dividends either to the Company at its registered office address or to the Registrar and Share Transfer Agent, M/s. Karvy Computershare Private Limited, at its address mentioned earlier in this Notice.
- (14) Members are requested to encash their Dividend Warrants on receipt, as Dividend remaining unclaimed for 7 years are required to be transferred to the Investor Education & Protection Fund established by the Central Government under Section 205C of the Companies Act, 1956. Once unclaimed dividends are transferred to this fund, members will not be entitled to claim these dividends.
- (15) The Company is in process of completing compliance with Clause 5A II of the Listing Agreement.
- (16) Members are requested not to carry any briefcase, carry bag, shopping bag and the like to the venue since these will not be allowed inside for security reasons. The Meeting is for members or their proxies only. Please avoid being accompanied by non-member/children.
- (17) The Company is also in receipt of complaints from various shareholders from time to time regarding non-receipt of Annual Report. In this connection, kind attention of the shareholders is drawn towards SEBI's Circular No. Cir/CFD/DCR/5/2010 dated 07.05.2010 read with amended Clause 31 of the Listing Agreement whereby filing of the soft copy of the full Annual Report to BSE by every listed company is made mandatory and in turn BSE is putting that Annual Report on its website for the reference and perusal of all the interested members. Hence, members may download the copy of full Annual Report of the Company from BSE website for their immediate reference and perusal.  
Further, the Company is also maintaining a functional website in compliance with Clause 54 of the Listing Agreement entered with the stock exchanges. Annual Report and other documents are available on the website of the Company for inspection.
- (18) It is also noticed that many members holding shares in physical mode are holding insignificant shares under multiple folios. In order to provide cost effective, faster and prompt service, all Members concerned are requested to get their shareholding consolidated in one folio only.
- (19) Disclosure pursuant to Clause 49(IV)(G) of the Listing Agreement with respect to the Director seeking appointment and re-appointment at the forthcoming AGM is given herein below:

### Mr. Padam K Khaitan

Mr. Padam K Khaitan is an Attorney-at-Law & Advocate with over 34 years of experience in legal field and is a Partner of M/s. Khaitan & Co., Advocates, Kolkata.

Mr. Padam K Khaitan is on the Board of the following Companies:

- |                                         |                                           |
|-----------------------------------------|-------------------------------------------|
| 1) Ramkrishna Forgings Limited          | 10) Kilburn Engineering Ltd.              |
| 2) Rungamattee Tea & Industries Limited | 11) Upper Ganges & Sugar Industries Ltd.  |
| 3) Williamson Magor & Co. Ltd.          | 12) Time Leverage Instruments (P) Limited |
| 4) Cheviot Company Limited              | 13) Cheviot Agro Industries Pvt. Limited  |
| 5) Manjushree Plantations Limited       | 14) Auro Holdings Pvt. Ltd.               |
| 6) R.V. Investment & Dealers Limited    | 15) Auro Investments Pvt. Ltd.            |
| 7) Khaitan Consultants Limited          | 16) ITSA Warehouses Pvt. Ltd.             |
| 8) GJS Hotels Limited                   | 17) NOTT Investments Pvt. Ltd.            |
| 9) McNally Sayaji Engineering Ltd.      |                                           |

Foreign Companies:

- |                      |                 |                |
|----------------------|-----------------|----------------|
| 18) Trans Global Plc | 19) Novener SAS | 20) Uniross SA |
|----------------------|-----------------|----------------|

Names of firms in which he is a partner:

- |                           |                          |                             |
|---------------------------|--------------------------|-----------------------------|
| 1) Khaitan & Co., Kolkata | 2) Khaitan & Co., Mumbai | 3) Khaitan & Co., Bangalore |
| 4) Khaitan & Co. LLP      | 5) Khaitan & Co. AOP     |                             |

Mr. Padam K Khaitan is not holding any shares capital of 2% or more in any Companies.

He is the Chairman/Member in the following Committees:

- Chairman: Shareholders Grievance Committee of Manjushree Plantations Ltd.  
Share Transfer & Shareholders'/ Investors' Grievance-cum Share Transfer Committee of Kilburn Engineering Ltd.  
Borrowing Committee of Kilburn Engineering Ltd.
- Member: Audit Committee of Magor & Co. Ltd.  
Shareholders' Grievance Committee of Williamson Magor & Co. Ltd.  
Remuneration Committee of Williamson Magor & Co. Ltd.  
Shareholders' Grievance Committee of McNally Sayaji Engineering Ltd.  
Audit Committee of McNally Sayaji Engineering Ltd.  
Remuneration Committee of McNally Sayaji Engineering Ltd.

Mr. Padam K Khaitan, aged about 58 years, does not have any equity share of the Company.

Except Mr. Padam K Khaitan, none of the other Directors may be deemed to be concerned or interested in this item.

**Registered Office:**  
Hyatt Regency Kolkata  
JA-1, Sector- III  
Salt Lake City  
Kolkata - 700 098  
**Date: 11th May 2012**



By Order of the Board of Directors  
*Saumen Chattopadhyay*  
**Saumen Chattopadhyay**  
Chief Legal Officer &  
Company Secretary