

Asian Hotels (East) Limited

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 6TH 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 8TH AUGUST, 2013 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 2013, 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. R. S. Jhawar, 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.

SPECIAL BUSINESS:

05. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. Ramesh Kumar Chokhani, who was appointed as an Additional Director of the Company, holds office up to the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
06. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. A.C.Chakrabortti, who was appointed as an Additional Director of the Company, holds office up to the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Registered Office:
Hyatt Regency Kolkata
JA-1, Sector- III
Salt Lake City
Kolkata - 700 098
23rd May 2013

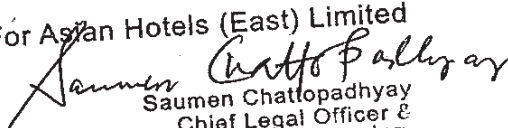
By Order of the Board of Directors

Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

Notes:

- (01) An Explanatory Statement as required under Section 173(2) of the Companies Act, 1956 is annexed hereto.
- (02) **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 RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- (03) 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.
- (04) 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.
- (05) In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
- (06) The Register of Members and the Share Transfer Books of the Company will remain closed from 1st August 2013 to 8th August 2013 (both days inclusive).
- (07) Dividend on equity shares, when approved at the Meeting, will be paid/credited/dispatched on or after 12th August 2013 to those members.
 - (a) whose names appear as beneficial owners as at the end of business hours on 31st July 2013 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 31st July 2013.
- (08) 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.

CERTIFIED TRUE COPY

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

Asian Hotels (East) Limited

- (09) As part of "Green Initiative" in Corporate Governance, Ministry of Corporate Affairs (MCA) vide Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April 2011 has permitted paperless compliances by recognizing communication through electronic mode to shareholders under the Companies Act, 1956. In line with the Ministry's direction your Company intends to send all future communication to members by e-mail including notices, annual report etc., to the e-mail address you have already registered with your respective Depository Participants (DPs). In case you are yet to register your e-mail address, please update the same with your DP. Members holding shares in physical form may register their e-mail address with the Registrar & Share Transfer Agent (RTA) viz. Karvy Computershare Private Limited., Hyderabad of the Company. 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 id are current, operative and all the addressed correspondences are received through it.
- (10) All NRI Members of the Company are hereby requested to get their Indian Postal addresses, e-mail ids and bank details with their NRI/NRE account nos. registered with their respective DPs/RTA of the Company, so as to facilitate to provide smooth, faster, cost effective and proper service to them by the Company.
- (11) 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 to letter duly signed.
- (12) 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 Depositories Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
- (13) 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 Agents. Members desiring to avail this facility may send their Nomination Form duly filled in, to the Company or its Registrar & Share Transfer Agents by quoting their respective folio numbers.
- (14) 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.
- (15) 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.
- (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 under relevant clause of Listing Agreement to get their shareholding consolidated in one folio only.
- (19) The detailed annual accounts of the subsidiary companies are available for inspection to the members of the Company and subsidiary companies at the Registered Office of the Company and respective subsidiary companies on week days (Monday to Friday) excluding intervening public Holidays between 11.00 a.m. to 1.00 p.m. Copies may be furnished on demand by the members.
- (20) Disclosure pursuant to Clause 49(IV)(G) of the Listing Agreement with the Stock Exchange in respect to the Director seeking appointment and re-appointment at the forthcoming AGM is given herein below:

Mr. Rama Shankar Jhawar

Mr. R.S. Jhawar is a Chartered Accountant and has over 51 years of experience in financial and other aspects of corporate management in diverse fields holding senior position in finance and general management. Mr. Jhawar has acquired considerable experience in tea industry and was the Chairman of Indian Tea Association for 2 consecutive terms and was also the Vice Chairman of the Tea Board.

Mr. R. S. Jhawar is on the Board of the following Companies:

- | | |
|--|-------------------------------------|
| 1) Williamson Magor & Co. Limited | 5) Dufflaghur Investments Limited |
| 2) Williamson Financial Services Limited | 6) Queens Park Property Co. Ltd. |
| 3) The Standard Batteries Limited | 7) Cosopa Fiscal Industries Limited |
| 4) Metals Centre Limited | |

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For Asian Hotels (East) Limited


Saumen Chatteropadhyay
Chief Legal Officer &
Company Secretary

Asian Hotels (East) Limited

Mr. R. S. Jhavar is holding share capital of 2% or more in Kanta Management Services Limited.

He is the Chairman/Member in the following Committees:

- Chairman : Shareholder's Grievances Committee of Williamson Financial Services Limited
Member : Audit Committee of Williamson Financial Services Limited
Remuneration Committee of Williamson Financial Services Limited
Remuneration Committee of The Standard Batteries Limited

Mr. R. S. Jhavar, aged about 74 years, does not have any equity shares of the Company.

Except Mr. R.S. Jhavar, none of the other Directors may be deemed to be concerned or interested in this item.

Mr. Ramesh Kumar Chokhani

Mr. Ramesh Kumar Chokhani is a Chartered Accountant and has 11 years of experience as a CA professional in the field of auditing, taxation, project management etc. He is currently a partner at M/s Chokhani & Associates, Kolkata.

Mr. Ramesh Kumar Chokhani is on the Board of the following Companies:

- 1) Disha e-Consultancy Services Private Limited
- 2) Disha Developers Private Limited
- 3) Secured Advisory Services Private Limited

He is holding share capital of 2% or more in Disha e-Consultancy Services Private Limited and Disha Developers Private Limited.

Mr. Ramesh Kumar Chokhani, aged about 38 years, does not have any equity shares of the Company.

Except Mr. Ramesh Kumar Chokhani, none of the other Directors may be deemed to be concerned or interested in this item.

Mr. A.C. Chakrabortti

Mr. A.C. Chakrabortti is the fellow member of the Institute of Chartered Accountants in England & Wales and India. He is the former Sr. Partner of M/s. S R Batliboi & Co., Chartered Accountants, Chairman of Ernst & Young, President of ICAI and a Governing Committee Member of International Federation of Accountants. He is also the Chairman of Peerless Funds Management Co. Limited, Grindwell Norton Limited and also on the Boards of numerous prominent companies. He is also the Trustee and the Governing Committee Member of three public/private schools.

Mr. A.C. Chakrabortti is on the Board of the following Companies:

- 1) La Opala Glass Limited
- 2) Peerless Funds Management Co. Limited
- 3) Peerless General Finance & Investment Company Limited
- 4) Rasoi Industries Limited
- 5) Texmaco Rail & Engineering Limited
- 6) Chandras' Chemicals Enterprise Pvt. Limited
- 7) Denso India Limited
- 8) Madhya Pradesh Madhya Kshetra Vidyut Vitran Co. Limited
- 9) M.P. Birla Group of Companies

He is the Chairman/Member in the following Committees:

- Chairman : Audit Committee of Peerless General Finance & Investment Company Limited
Audit Committee of Denso India Limited
Audit Committee of Texmaco Rail & Engineering Limited

- Member : Audit Committee of Madhya Pradesh Madhya Kshetra Vidyut Vitran Co. Limited
Audit Committee of La Opala Glass Limited

Mr. A.C. Chakrabortti, aged about 82 years, is not holding any share capital of 2% or more in any Company.

Except Mr. A.C. Chakrabortti, 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
23rd May 2013

By Order of the Board of Directors

Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

For Asian Hotels (East) Limited


Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item No. 05

Mr. Ramesh Kumar Chokhani was appointed as an Additional Director of the Company on 22nd May 2013. Pursuant to Section 260 of the Companies Act, 1956, Mr. Ramesh Kumar Chokhani holds the office of a Director up to the date of the ensuing Annual General Meeting. Notice in writing along with a deposit of Rs.500/- (Rupees five hundred only) has been received from a member as required under Section 257 of the Companies Act, 1956 signifying his intention to propose the candidature of Mr. Ramesh Kumar Chokhani to the office of Director.

Considering the background, competence and experience of Mr. Ramesh Kumar Chokhani in the fields particularly pertaining to the auditing, taxation, project management etc, your Directors considered it to be in the interest of the Company to appoint him as a Director, retiring by rotation as per the provisions of the Companies Act, 1956.

Mr. Ramesh Kumar Chokhani is interested in the Resolution.

None of the remaining Directors of the Company is concerned or interested in the Resolution.

Your Board recommends the Ordinary Resolution for your approval.

Item No. 06

Mr. A.C. Chakrabortti was appointed as an Additional Director of the Company on 23rd May 2013. Pursuant to Section 260 of the Companies Act, 1956, Mr. A.C. Chakrabortti holds the office of a Director up to the date of the ensuing Annual General Meeting. Notices in writing along with a deposit of Rs.500/- (Rupees five hundred only) have been received from a member as required under Section 257 of the Companies Act, 1956 signifying his intention to propose the candidature of Mr. A.C. Chakrabortti to the office of Director.

Considering the background, competence and wide experience of Mr. A.C. Chakrabortti in diverse fields particularly pertaining to the accounts, finance and taxation, your Directors considered it to be in the interest of the Company to appoint him as a Director, retiring by rotation as per the provisions of the Companies Act, 1956.

Mr. A.C. Chakrabortti is interested in the Resolution.

None of the remaining Directors of the Company is concerned or interested in the Resolution.

Your Board recommends the Ordinary Resolution for your approval.

Registered Office:

Hyatt Regency Kolkata
JA-1, Sector- III
Salt Lake City
Kolkata - 700 098
23rd May 2013

By Order of the Board of Directors

Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

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For Asian Hotels (East) Limited


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Chief Legal Officer &
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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 6TH 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 8TH AUGUST, 2013 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 2013, 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. R. S. Jhawar, 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.

SPECIAL BUSINESS:

05. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. Ramesh Kumar Chokhani, who was appointed as an Additional Director of the Company, holds office up to the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
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Registered Office:

Hyatt Regency Kolkata
JA-1, Sector- III
Salt Lake City
Kolkata - 700 098
23rd May 2013

By Order of the Board of Directors

Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

Notes:

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 - (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 31st July 2013.
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For Asian Hotels (East) Limited

Saumen Chattopadhyay
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Chief Legal Officer &
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- (09) As part of "Green Initiative" in Corporate Governance, Ministry of Corporate Affairs (MCA) vide Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April 2011 has permitted paperless compliances by recognizing communication through electronic mode to shareholders under the Companies Act, 1956. In line with the Ministry's direction your Company intends to send all future communication to members by e-mail including notices, annual report etc., to the e-mail address you have already registered with your respective Depository Participants (DPs). In case you are yet to register your e-mail address, please update the same with your DP. Members holding shares in physical form may register their e-mail address with the Registrar & Share Transfer Agent (RTA) viz. Karvy Computershare Private Limited., Hyderabad of the Company. 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 id are current, operative and all the addressed correspondences are received through it.
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- 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 to letter duly signed.
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- (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.
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- (19) The detailed annual accounts of the subsidiary companies are available for inspection to the members of the Company and subsidiary companies at the Registered Office of the Company and respective subsidiary companies on week days (Monday to Friday) excluding intervening public Holidays between 11.00 a.m. to 1.00 p.m. Copies may be furnished on demand by the members.
- (20) Disclosure pursuant to Clause 49(IV)(G) of the Listing Agreement with the Stock Exchange in respect to the Director seeking appointment and re-appointment at the forthcoming AGM is given herein below:

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Mr. R. S. Jhawar is on the Board of the following Companies:

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3

For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

Asian Hotels (East) Limited

Mr. R. S. Jhavar is holding share capital of 2% or more in Kanta Management Services Limited.

He is the Chairman/Member in the following Committees:

- Chairman : Shareholder's Grievances Committee of Williamson Financial Services Limited
Member : Audit Committee of Williamson Financial Services Limited
Remuneration Committee of Williamson Financial Services Limited
Remuneration Committee of The Standard Batteries Limited

Mr. R. S. Jhavar, aged about 74 years, does not have any equity shares of the Company.

Except Mr. R.S. Jhavar, none of the other Directors may be deemed to be concerned or interested in this item.

Mr. Ramesh Kumar Chokhani

Mr. Ramesh Kumar Chokhani is a Chartered Accountant and has 11 years of experience as a CA professional in the field of auditing, taxation, project management etc. He is currently a partner at M/s Chokhani & Associates, Kolkata.

Mr. Ramesh Kumar Chokhani is on the Board of the following Companies:

- 1) Disha e-Consultancy Services Private Limited
- 2) Disha Developers Private Limited
- 3) Secured Advisory Services Private Limited

He is holding share capital of 2% or more in Disha e-Consultancy Services Private Limited and Disha Developers Private Limited.

Mr. Ramesh Kumar Chokhani, aged about 38 years, does not have any equity shares of the Company.

Except Mr. Ramesh Kumar Chokhani, none of the other Directors may be deemed to be concerned or interested in this item.

Mr. A.C. Chakrabortti

Mr. A.C. Chakrabortti is the fellow member of the Institute of Chartered Accountants in England & Wales and India. He is the former Sr. Partner of M/s. S R Batliboi & Co., Chartered Accountants, Chairman of Ernst & Young, President of ICAI and a Governing Committee Member of International Federation of Accountants. He is also the Chairman of Peerless Funds Management Co. Limited, Grindwell Norton Limited and also on the Boards of numerous prominent companies. He is also the Trustee and the Governing Committee Member of three public/private schools.

Mr. A.C. Chakrabortti is on the Board of the following Companies:

- 1) La Opala Glass Limited
- 2) Peerless Funds Management Co. Limited
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- 4) Rasoi Industries Limited
- 5) Texmaco Rail & Engineering Limited
- 6) Chandras' Chemicals Enterprise Pvt. Limited
- 7) Denso India Limited
- 8) Madhya Pradesh Madhya Kshetra Vidyut Vitran Co. Limited
- 9) M.P. Birla Group of Companies

He is the Chairman/Member in the following Committees:

- Chairman : Audit Committee of Peerless General Finance & Investment Company Limited
Audit Committee of Denso India Limited
Audit Committee of Texmaco Rail & Engineering Limited

- Member : Audit Committee of Madhya Pradesh Madhya Kshetra Vidyut Vitran Co. Limited
Audit Committee of La Opala Glass Limited

Mr. A.C. Chakrabortti, aged about 82 years, is not holding any share capital of 2% or more in any Company.

Except Mr. A.C. Chakrabortti, none of the other Directors may be deemed to be concerned or interested in this item.

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23rd May 2013

By Order of the Board of Directors

Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

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For Asian Hotels (East) Limited

Saumen Chattopadhyay
Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

Asian Hotels (East) Limited

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item No. 05

Mr. Ramesh Kumar Chokhani was appointed as an Additional Director of the Company on 22nd May 2013. Pursuant to Section 260 of the Companies Act, 1956, Mr. Ramesh Kumar Chokhani holds the office of a Director up to the date of the ensuing Annual General Meeting. Notice in writing along with a deposit of Rs.500/- (Rupees five hundred only) has been received from a member as required under Section 257 of the Companies Act, 1956 signifying his intention to propose the candidature of Mr. Ramesh Kumar Chokhani to the office of Director.

Considering the background, competence and experience of Mr. Ramesh Kumar Chokhani in the fields particularly pertaining to the auditing, taxation, project management etc, your Directors considered it to be in the interest of the Company to appoint him as a Director, retiring by rotation as per the provisions of the Companies Act, 1956.

Mr. Ramesh Kumar Chokhani is interested in the Resolution.

None of the remaining Directors of the Company is concerned or interested in the Resolution.

Your Board recommends the Ordinary Resolution for your approval.

Item No. 06

Mr. A.C. Chakrabortti was appointed as an Additional Director of the Company on 23rd May 2013. Pursuant to Section 260 of the Companies Act, 1956, Mr. A.C. Chakrabortti holds the office of a Director up to the date of the ensuing Annual General Meeting. Notices in writing along with a deposit of Rs.500/- (Rupees five hundred only) have been received from a member as required under Section 257 of the Companies Act, 1956 signifying his intention to propose the candidature of Mr. A.C. Chakrabortti to the office of Director.

Considering the background, competence and wide experience of Mr. A.C. Chakrabortti in diverse fields particularly pertaining to the accounts, finance and taxation, your Directors considered it to be in the interest of the Company to appoint him as a Director, retiring by rotation as per the provisions of the Companies Act, 1956.

Mr. A.C. Chakrabortti is interested in the Resolution.

None of the remaining Directors of the Company is concerned or interested in the Resolution.

Your Board recommends the Ordinary Resolution for your approval.

Registered Office:

Hyatt Regency Kolkata
JA-1, Sector- III
Salt Lake City
Kolkata - 700 098
23rd May 2013

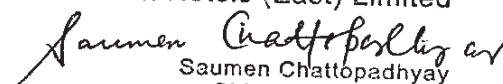
By Order of the Board of Directors

Saumen Chattopadhyay

Chief Legal Officer &
Company Secretary

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For Asian Hotels (East) Limited


Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary

Asian Hotels (East) Limited

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 6TH 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 8TH AUGUST, 2013 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 2013, 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. R. S. Jhavar, 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.

SPECIAL BUSINESS:

05. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. Ramesh Kumar Chokhani, who was appointed as an Additional Director of the Company, holds office up to the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
06. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. A.C.Chakrabortti, who was appointed as an Additional Director of the Company, holds office up to the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Registered Office:
Hyatt Regency Kolkata
JA-1, Sector- III
Salt Lake City
Kolkata - 700 098
23rd May 2013

By Order of the Board of Directors

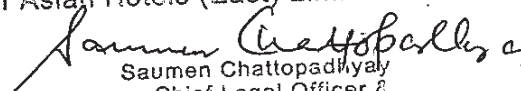
Saumen Chattopadhyay
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Notes:

- (01) An Explanatory Statement as required under Section 173(2) of the Companies Act, 1956 is annexed hereto.
- (02) **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 RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- (03) Members/Proxies should bring the enclosed Attendance Slip duly filled in and signed in terms of specimen signature lodged with the Company alongwith 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.
- (04) 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.
- (05) In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
- (06) The Register of Members and the Share Transfer Books of the Company will remain closed from 1st August 2013 to 8th August 2013 (both days inclusive).
- (07) Dividend on equity shares, when approved at the Meeting, will be paid/credited/dispatched on or after 12th August 2013 to those members.
 - (a) whose names appear as beneficial owners as at the end of business hours on 31st July 2013 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 31st July 2013.
- (08) 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.

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- (09) As part of "Green Initiative" in Corporate Governance, Ministry of Corporate Affairs (MCA) vide Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April 2011 has permitted paperless compliances by recognizing communication through electronic mode to shareholders under the Companies Act, 1956. In line with the Ministry's direction your Company intends to send all future communication to members by e-mail including notices, annual report etc., to the e-mail address you have already registered with your respective Depository Participants (DPs). In case you are yet to register your e-mail address, please update the same with your DP. Members holding shares in physical form may register their e-mail address with the Registrar & Share Transfer Agent (RTA) viz. Karvy Computershare Private Limited., Hyderabad of the Company. 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 id are current, operative and all the addressed correspondences are received through it.
- (10) All NRI Members of the Company are hereby requested to get their Indian Postal addresses, e-mail ids and bank details with their NRI/NRE account nos. registered with their respective DPs/RTA of the Company, so as to facilitate to provide smooth, faster, cost effective and proper service to them by the Company.
- (11) 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 to letter duly signed.
- (12) 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 Depositories Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
- (13) 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 Agents. Members desiring to avail this facility may send their Nomination Form duly filled in, to the Company or its Registrar & Share Transfer Agents by quoting their respective folio numbers.
- (14) 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.
- (15) 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.
- (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 under relevant clause of Listing Agreement to get their shareholding consolidated in one folio only.
- (19) The detailed annual accounts of the subsidiary companies are available for inspection to the members of the Company and subsidiary companies at the Registered Office of the Company and respective subsidiary companies on week days (Monday to Friday) excluding intervening public Holidays between 11.00 a.m. to 1.00 p.m. Copies may be furnished on demand by the members.
- (20) Disclosure pursuant to Clause 49(IV)(G) of the Listing Agreement with the Stock Exchange in respect to the Director seeking appointment and re-appointment at the forthcoming AGM is given herein below:

Mr. Rama Shankar Jhavar

Mr. R.S. Jhavar is a Chartered Accountant and has over 51 years of experience in financial and other aspects of corporate management in diverse fields holding senior position in finance and general management. Mr. Jhavar has acquired considerable experience in tea industry and was the Chairman of Indian Tea Association for 2 consecutive terms and was also the Vice Chairman of the Tea Board.

Mr. R. S. Jhavar is on the Board of the following Companies:

- | | |
|---|-------------------------------------|
| 1) Williamson Magor & Co. Limited | 5) Dufflaghur Investments Limited |
| 2) Williamson Financial Services Limited. | 6) Queens Park Property Co. Ltd. |
| 3) The Standard Batteries Limited | 7) Cosepa Fiscal Industries Limited |
| 4) Metals Centre Limited | |

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Mr. R. S. Jhawar is holding share capital of 2% or more in Kanta Management Services Limited.

He is the Chairman/Member in the following Committees:

Chairman : Shareholder's Grievances Committee of Williamson Financial Services Limited

Member : Audit Committee of Williamson Financial Services Limited

Remuneration Committee of Williamson Financial Services Limited

Remuneration Committee of The Standard Batteries Limited

Mr. R. S. Jhawar, aged about 74 years, does not have any equity shares of the Company.

Except Mr. R.S. Jhawar, none of the other Directors may be deemed to be concerned or interested in this item.

Mr. Ramesh Kumar Chokhani

Mr. Ramesh Kumar Chokhani is a Chartered Accountant and has 11 years of experience as a CA professional in the field of auditing, taxation, project management etc. He is currently a partner at M/s Chokhani & Associates, Kolkata.

Mr. Ramesh Kumar Chokhani is on the Board of the following Companies:

- 1) Disha e-Consultancy Services Private Limited
- 2) Disha Developers Private Limited
- 3) Secured Advisory Services Private Limited

He is holding share capital of 2% or more in Disha e-Consultancy Services Private Limited and Disha Developers Private Limited.

Mr. Ramesh Kumar Chokhani, aged about 38 years, does not have any equity shares of the Company.

Except Mr. Ramesh Kumar Chokhani, none of the other Directors may be deemed to be concerned or interested in this item.

Mr. A. C. Chakrabortti

Mr. A.C. Chakrabortti is the fellow member of the Institute of Chartered Accountants in England & Wales and India. He is the former Sr. Partner of M/s. S R Batliboi & Co., Chartered Accountants, Chairman of Ernst & Young, President of ICAI and a Governing Committee Member of International Federation of Accountants. He is also the Chairman of Peerless Funds Management Co. Limited, Grindwell Norton Limited and also on the Boards of numerous prominent companies. He is also the Trustee and the Governing Committee Member of three public/private schools.

Mr. A.C. Chakrabortti is on the Board of the following Companies:

- 1) La Opala Glass Limited
- 2) Peerless Funds Management Co. Limited
- 3) Peerless General Finance & Investment Company Limited
- 4) Rasoi Industries Limited
- 5) Texmaco Rail & Engineering Limited
- 6) Chandras' Chemicals Enterprise Pvt. Limited
- 7) Denso India Limited
- 8) Madhya Pradesh Madhya Kshetra Vidyut Vitran Co. Limited
- 9) M.P. Birla Group of Companies

He is the Chairman/Member in the following Committees:

Chairman : Audit Committee of Peerless General Finance & Investment Company Limited

Audit Committee of Denso India Limited

Audit Committee of Texmaco Rail & Engineering Limited

Member : Audit Committee of Madhya Pradesh Madhya Kshetra Vidyut Vitran Co. Limited

Audit Committee of La Opala Glass Limited

Mr. A.C. Chakrabortti, aged about 82 years, is not holding any share capital of 2% or more in any Company.

Except Mr. A.C. Chakrabortti, none of the other Directors may be deemed to be concerned or interested in this item.

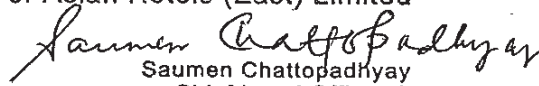
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23rd May 2013

By Order of the Board of Directors

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For Asian Hotels (East) Limited


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EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item No. 05

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Considering the background, competence and experience of Mr. Ramesh Kumar Chokhani in the fields particularly pertaining to the auditing, taxation, project management etc, your Directors considered it to be in the interest of the Company to appoint him as a Director, retiring by rotation as per the provisions of the Companies Act, 1956.

Mr. Ramesh Kumar Chokhani is interested in the Resolution.

None of the remaining Directors of the Company is concerned or interested in the Resolution.

Your Board recommends the Ordinary Resolution for your approval.

Item No. 06

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None of the remaining Directors of the Company is concerned or interested in the Resolution.

Your Board recommends the Ordinary Resolution for your approval.

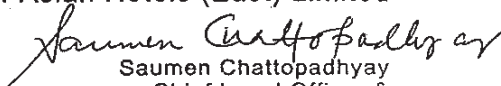
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