

**NOTICE IS HEREBY GIVEN THAT THE 39TH ANNUAL GENERAL MEETING OF THE MEMBERS OF EAST WEST HOLDINGS LTD WILL BE HELD ON SATURDAY 26<sup>th</sup> DECEMBER, 2020 AT 11:00 AM THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:-**

**ORDINARY BUSINESS:**

**Item No. 1 - Adoption of Financial Statements:**

To receive, consider and adopt:

- a. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the report of the Auditors thereon.

**Item No. 2 – Dividend:**

To declare a dividend on Equity Shares for the financial year ended 31st March 2020.

**Item No. 3 - Appointment of Director:**

To appoint a Director in place of Mr. Mohammad Shafi (DIN: 00198984) who retires by rotation and, being eligible, offer himself for re-appointment.

**SPECIAL BUSINESS:**

**Item No. 4 - Appointment of Ms. Mussarrat Asif Purkait as Director:**

“**Resolved That** Ms. Mussarrat Asif Purkait (DIN: 02047144), who was appointed as an Additional Director of the Company with effect from 12<sup>th</sup> October, 2020, by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (the Act) but who is eligible for appointment, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as Executive Director of the Company, liable to retire by rotation.”

**Registered Office:**

62, Adarsh Industrial Estate,  
Sahar Chakala Road, Andheri East  
Mumbai - 400099

**Date: 01/12/2020**

**Place: Mumbai**

**By order of the Board  
East West Holdings Limited**

**Sd/-  
Mohammad Shafi  
Chairman  
DIN: 00198984**

**NOTES:**

1. In view of the continuing COVID-19 pandemic and restrictions on movement of individuals at several places in the country, the Ministry of Corporate Affairs (“MCA”) vide General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively and the Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (“SEBI Circular”), have permitted companies to conduct AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2020 without the physical presence of the Members at a common venue. In accordance with the above stated circulars and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company has decided to conduct its AGM through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company i.e. 62, Adarsh Industrial Estate, Sahar Chakala Road, Andheri East Mumbai – 400099.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the Item No. 4 of the Notice is appended hereto.
3. **MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM VENUE ARE NOT ANNEXED TO THIS NOTICE.**
4. In compliance with the MCA Circulars and SEBI Circular, the Notice of the AGM interalia indicating the process and manner of electronic voting along with the Annual Report of the Company for the Financial Year ended March 31, 2020 is being sent to the Members only through electronic mode whose e-mail addresses are registered with the Company/Depositories.

Members who have not registered their e-mail addresses are requested to register their e-mail addresses so as to obtain the Annual Report of the Company. In compliance with the said MCA Circulars, the Company has published a public notice by way of advertisements on 25<sup>th</sup> August, 2020 in Free Press Journal and Navshakti, inter alia, advising the Members whose e-mail address are not registered/updated with the Company or the Depository Participant(s) (“DP’s”), as the case may be, to register/update their e-mail address with them at the earliest.

The said Notice sent to the Members is also uploaded on Company’s website <http://ewhl.in/investor.html> and the website of the Stock Exchanges, i.e. BSE Limited <https://www.bseindia.com/>. Members may note that the Notice and Annual Report of the Company for FY2019-2020 will also be available on the Company’s website <http://ewhl.in/investor.html> and the website of the Stock Exchanges i.e. BSE Limited <https://www.bseindia.com/>.

5. Relevant documents referred to in this Notice shall be made available for inspection in accordance with the applicable statutory requirements based on requests received by the Company at [info@ewhl.in](mailto:info@ewhl.in).
6. Non-individual Members (i.e., Institutional / Corporate Members) intending to participate through their Authorized Representatives are requested to send a scanned copy (in JPEG / PDF format) of a duly certified Board Resolution authorizing their representative(s) to participate and vote on their behalf at the AGM (through e-voting), pursuant to Section 113 of the Act, to the Company’s Registrar and Share Transfer Agent at [info@satellitecorporate.com](mailto:info@satellitecorporate.com) with a copy marked to [info@ewhl.in](mailto:info@ewhl.in).
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In case of joint holders attending the meeting, the joint holder who is higher in the order of names will be entitled to vote at the meeting.
9. **Book Closure and Dividend:**

The Register of Members and the Share Transfer Books of the Company will be closed from Sunday, 20th December, 2020 to Saturday, 27th December, 2020 (both days inclusive).

If dividend on equity shares as recommended by the Board, is approved at the Annual General Meeting (‘AGM’), it will be paid within a period of 30 days from the date of declaration, to those Members whose name appear on the Registrar of Members as on Saturday, 19th December, 2020.

**10. Payment of dividend through electronic means:**

To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company provides the facility to the Members for remittance of dividend directly in their bank accounts through electronic means. The facility is available at all bank branches which have registered themselves as participating banks with National Payment Corporation of India and have joined the Core Banking System. Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to the Company's Share Registrar and Transfer Agent, Satellite Corporate Services Pvt. Ltd. Members holding shares in electronic form are requested to provide these details to their respective Depository Participants.

The Securities and Exchange Board of India ('SEBI') has mandated the transfer of securities to be carried out only in dematerialized form (except in case of transmission or transposition of securities) effective from 1st April, 2019. Accordingly, requests for physical transfer of securities of listed entities shall not be processed from 1st April, 2019 onwards. In view of such amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialize their holdings.

Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 (the "IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their DP's or in case shares are held in physical form, with the Company by sending documents through e-mail.

11. Members holding shares in physical form are requested to forward all applications for transfers and all other share related correspondence (including intimation for change of address) to the Share Transfer Agents of the Company Satellite Corporate Services Pvt. Ltd. at Office No. 106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safedpul, Sakinaka - Mumbai - 400072 Email: info@satellitecorporate.com.
12. The transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 124 of the Companies Act, 2013, during the current Financial Year is not applicable.
13. Members are requested to kindly notify changes including email address, if any, in their address to the Company's Registrar & Transfer Agent. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in dematerialized form should inform their DP and members holding shares in physical form should inform the Company their PAN details alongwith proof thereon.
14. **Details of Directors seeking Appointment / Re-appointment at the 27th Annual General Meeting pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meetings are as under:**

Name of the Director	<b>Mr. Mohammad Shafi</b>
Directors Identification Number (DIN)	<b>00198984</b>
Date of Birth	<b>13/06/1952</b>
Date of Appointment	<b>22/05/2018</b>
Qualification	<b>Commerce Graduate</b>
Experience in specific functional area	<b>Has 35 years of experience in the field of Logistic and allied activities.</b>
Directorship in other Indian Public Limited Companies*	<b>East West Freight Carriers Limited</b>
Number of equity shares held in the Company as on March 31, 2020	<b>71,25,167</b>

\*This does not include Directorship in Private Limited Companies.

**15. Process and Manner for Members opting to vote through electronic means:**

- I. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Listing Regulations, the Members are provided with the facility to exercise their right to vote electronically, through the e-voting services provided by the National Securities Depository Limited ('NSDL'), i.e. facility of casting the votes by the Members using an electronic voting system from a place other than the venue of the AGM (remote e-voting) on all the resolutions set forth in this Notice. Instructions for remote e-voting are given herein below.
- II. The Members will be provided the facility to cast their votes electronically at the Meeting. The facility of casting the votes electronically by the members during the AGM will be provided by National Securities Depository.
- III. The Members who have exercised their votes through remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM but they shall not be entitled to vote again. If any Member casts votes through both modes, then votes cast through remote e-voting only will be counted.
- IV. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- V. The remote e-voting period commences from Wednesday 23rd December, 2020 (9:00 a.m.) and ends on Friday 25th December, 2020 (5:00 p.m.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday 19th December, 2020 may cast their vote by remote e-voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

**16. Instructions for participating in the AGM through VC/ OAVM and E-voting are as follows.****A. Instructions for Participating in the AGM through VC/OAVM:**

- a. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at [https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com) under Shareholders/Members login by using the remote e-voting credentials.
- b. The link for VC/OAVM will be available in Shareholder/ Members login where the EVEN of the Company will be displayed.
- c. By clicking on this link, the Members will be able to attend and participate in the proceedings of the AGM.
- d. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice of AGM to avoid last minute rush.
- e. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.
- f. Members are encouraged to join the Meeting through Laptops, Smartphones, Tablets and iPads for better experience.
- g. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- h. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- i. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available at least 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee,

- Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- j. Members who would like to express their views/have questions during the AGM may register themselves as a speaker shareholder by sending a request along with their questions in advance mentioning their name, demat account number/folio number, email id and mobile number at [info@ewhl.in](mailto:info@ewhl.in) from 20<sup>th</sup> December, 2020 (9: 00 pm IST) to 23<sup>rd</sup> December, 2020 (03.00 p.m. IST). Those Members who have registered themselves as a speaker shareholder will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speaker shareholders depending on the availability of time for the AGM.
  - k. Speaker shareholders will join through the separate link as attendee. The shareholders will be on mute by default and can see the AGM proceedings. Speaker shareholders need to allow their audio and video to be kept open. Once moderator announce and allow shareholders to speak, then only such shareholders will speak.

## B. Instructions for E-voting are as follows

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

### Step 1: Log-in to NSDL e-Voting system

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.
4. Your User ID details will be as per details given below :
  - a. For Members who hold shares in demat account with NSDL: 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300\*\*\* and Client ID is 12\*\*\*\*\* then your user ID is IN300\*\*\*12\*\*\*\*\*).
  - b. For Members who hold shares in demat account with CDSL: 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12\*\*\*\*\* then your user ID is 12\*\*\*\*\*).
  - c. For Members holding shares in Physical Form: EVEN Number followed by Folio Number registered with the company (For example if folio number is 001\*\*\* and EVEN is 101456 then user ID is 101456001\*\*\*).
5. Your password details are given below:
  - a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b. If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
  - c. How to retrieve your ‘initial password’?
    - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of

client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a. Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of E-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-voting system:**

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**17. Instructions for E-voting during the AGM are as follows:**

- a. The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting, since the Meeting is being held through VC/OAVM.
- b. Only those Members/Shareholders, who will be present at the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote on such resolution(s) through e-voting system during the AGM at the end of discussion on the Resolutions on which voting is to be held, upon announcement by the Chairman.
- c. The e-voting module on the day of the AGM shall be disabled by NSDL for voting 30 minutes after the conclusion of the Meeting.

**General Guidelines for shareholders:**

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
2. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call on.: 1800 222 990.
3. Mr. Naveen Karn (Membership No. ACS 60273/ CP No. 22655) of M/s. Naveen Karn & Co. Practicing Company Secretary has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process as well as voting through electronic means at the AGM, in a fair and transparent manner.
4. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Chairman after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutiniser’s report shall be communicated to the Stock Exchanges on which the Company’s shares are listed, NSDL, RTA and will also be displayed on the Company’s website at <http://www.ewhl.in/>.
5. The resolutions shall be deemed to be passed on the date of the AGM, subject to receipt of sufficient votes through a compilation of Voting results (i.e. remote e-Voting and the voting held at the AGM).

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****Item No. 4 - Appointment of Ms. Mussarrat Asif Purkait as Director:**

The Board of Directors of the Company in their meeting held 12th October, 2020 have appointed Ms. Mussarrat Asif Purkait as an Additional Director in the category of Executive Director of the Company.

Ms. Mussarrat Asif Purkait is a Commerce graduate and has wide experience in the field of Logistics and supply chain management.

Except Mr. Shafi Mohammad, Mr. Mohammed Ajaz Shafi and their relative, none of the other Directors / Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested in the Resolution.

The Board has recommended the approval of said item by the members of the company by Ordinary Resolution.

**Registered Office:**

62, Adarsh Industrial Estate,  
Sahar Chakala Road, Andheri East  
Mumbai - 400099

**Date: 01/12/2020**

**Place: Mumbai**

**By order of the Board  
East West Holdings Limited**

**Sd/-  
Mohammad Shafi  
Chairman  
DIN: 00198984**