

EAST WEST HOLDINGS LIMITED

(Formerly Known as Bullish Bonds & Holdings Limited)

CIN: L74110MH1981PLC298496

Registered Office: - 62, Adarsh Industrial Estate, Sahar Chakala Road,
Andheri (East) Mumbai - 400 099

Phone No: - 022 4221 9000 / 022 2820 0792

Website: www.ewhl.in Email Id: cs@ewfcpl.com / info@ehwl.in

EXTRA ORDINARY GENERAL MEETING NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting of the Members of East West Holdings Limited will be held on Thursday, the 18th March, 2021 at 11:30 a.m. at Ramada Plaza by Wyndham Palm Grove Beach Juhu, Nazir Wadi, Theosophical Housing Colony, Juhu, Mumbai, Maharashtra 400049 to transact the following businesses:

SPECIAL BUSINESS

ITEM NO 1: - SUB-DIVISION OF EQUITY SHARES FROM THE FACE VALUE OF RS 10/- PER SHARE TO RS. 2/- PER SHARE

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

“RESOLVED THAT, pursuant to the provisions of Section 61(1)(d) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Article 10(c) and other enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned authorities or bodies, consent of the Members be and is hereby accorded to Sub-divide each of the Equity Shares of the Company having a face value of Rs. 10/- each in the Authorized, Issued, Subscribed and Paid-up Share Capital of the Company be Sub-divided into Five (5) Equity Shares having a face value of Rs.2/- each fully paid with effect from the Record Date as may be fixed for the purpose.

“RESOLVED FURTHER THAT, pursuant to the Sub-division of the Equity Shares of the Company, all the Issued, Subscribed and Paid-up Equity Shares of nominal value of Rs. 10/- each of the Company existing on the Record Date to be fixed by the Company in consultation with the Stock Exchange where the shares of the Company are listed shall stand Sub-divided into Equity Shares of nominal value of Rs.2/- each fully paid up.

“RESOLVED FURTHER THAT, upon Sub-division of the Equity Shares as aforesaid, Five (5) Equity Shares of the face value of Rs. 2/- each to be allotted in lieu of existing One (1) Equity Share of Rs 10/- each subject to the terms of the Memorandum and Article of Association of the Company and shall rank pari passu in all respects with the existing fully paid-up Equity Shares of Rs 10/- each of the Company and shall be entitled to participate in full after the Sub-divided Equity Shares are allotted.

“RESOLVED FURTHER THAT, upon the Sub-division of the Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of the face value of Rs 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and the Company may without requiring the surrender of the existing Share Certificate(s) directly issue and dispatch the new Share Certificate(s) of the Company, in lieu of such existing issued Share Certificate(s) and in the case of the Equity Shares held in the dematerialized form, the number of Sub-divided Equity Shares be credited to the respective beneficiary accounts of the Shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Shares of the Company before Sub-division.

“RESOLVED FURTHER THAT, the Board of Directors of the Company (“the Board”), (which expression shall also include a committee thereof) be and is hereby authorized to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers therein vested in the Board to any Committee thereof to give effect to the aforesaid resolution”.

ITEM NO. 2: -ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION

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

“RESOLVED THAT, pursuant to the provisions of Section 13, 61 and 64 of the Companies Act, 2013 read with other applicable provisions if any of the Companies Act, 2013 (including any amendments there to or re-enactment thereof) and the rules framed thereunder, the consent of the Members of the Company be and is hereby accorded to change the Authorized Share Capital of the Company from existing Rs 18,00,00,000/- (Rupees Eighteen Crores only) divided into 1,80,00,000 Equity Shares of Rs 10/- each to Rs 18,00,00,000/- (Rupees Eighteen Crores only) divided into 9,00,00,000 Equity Shares of Rs. 2/- each fully paid, ranking at pari passu in all respect with the existing Equity Share of the Company.

“RESOLVED FURTHER THAT the Memorandum of Association of the Company be altered in the following manner i.e., existing Clause V of the Memorandum of Association be deleted and the same will be substituted with the following new clause as Clause V

V. The Authorized Share Capital of the Company is Rs.18,00,00,000/- (Rupees Eighteen Crores only) divided into 9,00,00,000 (Nine Crore) Equity Shares of Rs.2/- (Rupees Two only) each with power to increase or reduce such capital for the time being in force in this behalf and with power to divide the shares in the capital for the time being into Equity Share capital or preference share capital, and to attach thereto respectively any preferential, qualified or special right, privileges or condition. If and whenever the capital of the company is divided into shares, of different classes the right of any such class may be varied, modified, effected, extended, abrogated or surrendered as provided in the Articles of Association of the company and the legislative provisions for the time being in force.

“RESOLVED FURTHER THAT for the purpose of the giving effect to this resolution, the Board (which expression shall also include a Committee thereof) , be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers therein vested in the Board to any Committee thereof to give effect to the aforesaid resolution”.

ITEM NO. 3: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

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

"RESOLVED THAT pursuant to provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, or any statutory modification(s), amendment or re-enactment thereof and subject to such approvals, permissions, and sanctions, if any, as may be necessary from any concerned authorities, the Authorized Share Capital of the Company be and is hereby increased from Rs.18,00,00,000/- (Rupees Eighteen Crore only) divided into 9,00,00,000 (Nine Crores) Equity Shares of Rs. 2/- (Rupees Two) each to Rs. 23,00,00,000/- (Rupees Twenty Three Crores only) divided into 11,50,00,000 (Eleven Crore Fifty Lakhs only) Equity Shares of Rs.2/- (Rupees Two only) each."

ITEM NO. 4: ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder, the Memorandum of Association of the Company be and is hereby altered by Substituting the existing clause with the following:

- V. The Authorized Share Capital of the Company is Rs.23,00,00,000/- (Rupees Twenty-Three Crores only) divided into 11,50,00,000 (Eleven Crore Fifty Lakhs) Equity Shares of Rs.2/- (Rupees Two only) each. The Company shall have power to increase the said capital and to issue any part of its capital, original or increased, with or without any preferential rights, privileges, conditions or advantages over or as compared with any shares previously issued or to be thereafter issued, whether in respect of dividend or repayment of capital or both and whether with any special rights of voting or without any right of voting and generally on such terms as the Company may from time to time determine, nevertheless that in the event of the Capital of the Company (including the original Capital) being or becoming divided into shares of different classes, the rights or privileges attached to any class, may be affected, altered, modified or dealt with only in accordance with the provisions in that behalf contained in the Articles of Association of the Company for the time being subject to the provisions of the Companies Act, 2013.

The Company shall have power from time to time to increase or reduce its capital. The shares forming part of the Capital (original, increased or reduced) of the Company may be Sub-divided, consolidated or divided into such classes, with any preferential, deferred, qualified, special or other rights, privileges or conditions attached thereto and be held upon such terms as may be determined by the Articles of Association and Regulations of the Company for the time being or otherwise."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company."

ITEM NO. 5: - ISSUE OF BONUS SHARES BY CAPITALISATION OF RESERVES

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

"**RESOLVED THAT** pursuant to the provisions of Section 23, 63 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the provisions of Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**") as in force and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (the "**SEBI (LODR)Regulations**") and subject to all other applicable rules, regulations, guidelines, notifications and circulars of the Securities and Exchange Board of India ("**SEBI**"), the applicable provisions of Foreign Exchange Management Act, 1999 ("**FEMA**"), Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, Master Direction on Foreign Investment in India issued by the RBI, Foreign Exchange Management (Non- debt Instruments) Rules, 2019 etc. and other foreign exchange regulation provisions in India as may be applicable and pursuant to Article 160 of the Articles of Association of the Company and the Listing Agreements entered into by the Company with Stock Exchanges where the shares of the Company are listed and subject to requisite approvals, consents, permissions and/or sanctions of SEBI, the Stock Exchanges, Reserve Bank of India ("**RBI**"), and all other authorities as may be required, whether in India or outside India, (hereinafter collectively referred to as "**Appropriate Authorities**"), and subject to such conditions as may be prescribed by any of them while granting any such approval, consent, permission, and/or sanction (hereinafter referred to as "**Requisite Approvals**"), which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include any committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the Board be and is hereby authorized to capitalize up to Rs. 4,38,25,000/- (Rupees Four Crore Thirty Eight Lakhs Twenty Five Thousand only) (Subsequent to the Sub-division of each Equity Share of Rs.10/- each into Five (5) Equity Shares of Rs.2/- each - Post Sub division) out of '**Reserves and Surplus**' built out of Securities Premium and transfer to Share Capital Account towards issue and allotment of Equity Shares not exceeding 2,19,12,500 (Subsequent to the Sub-division of each Equity share of Rs.10/- each into Five (5) Equity Shares of Rs.2/- each - Post Sub division) Equity Shares of Rs. 2/-

(Post Sub division) each, as Bonus Shares credited as fully paid-up, to the Shareholders at par, whose names stand in the register of members of the Company on the record date to be fixed in consultation with the Stock exchanges where the shares of the company are listed, for this purpose as the Board may determine, in that behalf in the proportion of One (1) new fully paid-up Equity Shares of Rs. 2/- (Post Sub division) each for every Four (4) (Post Sub division) Equity Shares of Rs. 2/- (Post Sub division) each, held as on the record date and that the Bonus Shares so issued and allotted be treated for all purposes as an increase of the nominal amount of the Equity Capital of the Company held by each such member/person and not as income or in lieu of Dividend and that the said Equity Shares be issued and allotted, inter-alia, on the following terms and conditions:

- (a) The new Equity Shares of Rs.2/- (Post Sub division) each to be issued and allotted as Bonus Shares shall be subject to the Memorandum and Articles of Association of the Company and shall rank *pari-passu* in all respects and carry the same rights as the then existing Equity Shares of the Company, notwithstanding the date or dates of allotment thereof, including entitlement to payment of dividend, if declared, for the financial year in which the same are allotted.
- (b) No Letters of Allotment shall be issued to the members entitled to Bonus Shares and in case the shares are held in dematerialized form, the Bonus Shares shall be credited to the depository account of the beneficiary shareholder within the stipulated time period and in case the shares are held in physical form the share certificates in respect thereof shall be issued under the Common Seal of the Company and shall bear the facsimile signatures of any two Directors and be countersigned by the Company Secretary.
- (c) The issue and allotment of fully paid-up new Equity Shares as Bonus Shares to the extent that they relate to non-residents shall be subject to approval of the Reserve Bank of India under the Foreign Exchange Management Act, 1999, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, Master Direction on Foreign Investment in India issued by the RBI, Foreign Exchange Management (Non- debt Instruments) Rules, 2019 etc. and other foreign exchange regulation provisions in India (including any statutory modification(s) or re-enactment thereof for the time being in force).
- (d) No members shall entitle to a fraction of an Equity Shares as a result of implementation of this resolution and all fractions of bonus equity shares shall be ignored and no certificate or coupon or cash shall be issued for fraction of equity shares and the Bonus Equity Shares shall be rounded off to the nearest integer and the difference if any may be adjusted in the Promoter's Shareholding.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to apply for Listing of Bonus Shares to the Stock Exchanges where the Company's existing shares are listed and to make an application to the National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for crediting the Bonus Shares to the individual Depository Accounts of the allottees.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, to settle any question, difficulty or doubt that may arise in regard to the issue and distribution of the new Equity Shares as it may think fit, and to accept on behalf of the Company, modifications of any nature whatsoever, if any which may be proposed by Statutory authorities and which the Board in its discretion think fit and proper.”

“RESOLVED FURTHER THAT the Board of Directors and be and is hereby further authorized to delegate all or any of the powers conferred by this resolution on it, to any Committee or Sub-Committee of Directors or any other Director(s) or Officer(s) of the Company to give effect to the aforesaid resolution, with the power to such Committee/sub-Committee of the Board to further delegate all or any of its powers/duties to any of its members.”

Place: Mumbai
Dated: 19th February, 2021

**By Order of the Board of Directors
For East West Holdings Limited,**

**Sd/-
F. Kanojia
Company Secretary and
Compliance Officer**

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY-EIGHT (48) HOURS BEFORE THE MEETING.

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding Fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, is annexed hereto and forms part of this notice.
3. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

5. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at its registered office of the Company between 10:00 a.m. to 1:00 p.m. on all working days (except Saturday, Sundays and Public holidays) up to the date of the Extra - Ordinary General Meeting.
6. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting info@satellitecorporate.com with a copy marked to info@ewhl.in.
7. Electronic copy of the Notice of the Extra Ordinary General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participant(s)/RTA for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Extra Ordinary General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates nominations, power of attorney, bank details to their Depository Participant's in case the shares are held by them in electronic form and in case the Shares are held by them in Physical form with the Company's Registrar and Share Transfer Agent, Satellite Corporate Services Pvt. Ltd. situated at office no.106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safedpul, Sakinaka- Mumbai-400072. Website: www.satellitecorporate.com. Phone no.022-28520461, 022-28520462, e-mail: info@satellitecorporate.com.
9. In compliance with the MCA Circulars, the Company has published a public notice by way of advertisements on 25th August, 2020 in Free Press Journal and Navshakti, and also on 03rd December, 2020 in Active Times and Mumbai Lakshadeep 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.

PROCEDURE AND INSTRUCTIONS FOR E-VOTING

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 executed by the company with the BSE, the company is pleased to provide members the facility to exercise their right to vote at the Extra Ordinary General Meeting (EOGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

A member may exercise his votes at any General Meeting by electronic means and company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

During the e-voting period, members of the company holding shares either in physical form or dematerialized form, as on the cutoff date i.e., 11th March, 2021 may cast their votes electronically.

Once the vote on a resolution is cast by a shareholder, the shareholder shall not be allowed to change it subsequently.

The said Notice sent to the Members will also be available on the Company's website <http://ewhl.in/investor.html> and on the website of the Stock Exchanges i.e. BSE Limited <https://www.bseindia.com/> and on the website of NSDL <https://www.evoting.nsdl.com/>.

THE PROCESS AND INSTRUCTIONS FOR E-VOTING ARE AS UNDER:

- (i) The voting period commences on Monday the 15th March, 2021 at 9.00 a.m. and ends on Wednesday, the 17th March, 2021 at 5.00 p.m. During this period, shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday the 11th March, 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the venue.

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.
 - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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 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.

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 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 or call on.: 1800 1020 990 and 1800 22 44 30.
3. CS 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 EOGM, in a fair and transparent manner.
4. The Scrutinizer shall, immediately after the conclusion of voting at the Extra Ordinary General Meeting (EOGM) first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than two days of conclusion of the Meeting a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.

5. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <http://ewhl.in/investor.html> and on the website of the Stock Exchanges i.e. BSE Limited <https://www.bseindia.com/> and on the website of NSDL <https://www.evoting.nsdl.com/> within two (2) days of passing of the resolution at the EOGM of the Company and communicated to the BSE.
6. The resolutions shall be deemed to be passed on the date of the EOGM, subject to receipt of sufficient votes through a compilation of Voting results (i.e., remote e-Voting and the voting held at the EOGM).

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102
OF THE COMPANIES ACT, 2013**

ITEM 1 AND 2

The Equity Shares of your Company are listed on BSE Limited and are actively traded on BSE Limited. With a view to facilitate the benefit of more liquidity and broad basing of small investors and to encourage the participation of small investors by making Equity Shares of the Company affordable, the Board of Directors at its meeting held on 19th February, 2021 considered and approved the Sub-division of One (1) equity share of the Company having face value of Rs 10/- each (Rupees Ten only) into Five (5) Equity Shares Rs.2/-each subject to approval of the members and other statutory and regulatory approvals as may be applicable.

The record date for the aforesaid sub-division of the Equity Shares will be fixed after approval of the members being obtained.

The provision of Section 61 requires the Company to seek approval of members to the Sub-division of Equity Share Capital of the Company. Accordingly, your Board of Director recommends the resolution set out in item no 1 of notice for the approval of members as an Ordinary Resolution.

The Company pursuant to the provisions of section 13, 61 and 64 of the Companies Act, 2013 and Rules framed thereunder intend to change the Authorized share capital as mentioned in Memorandum of Association of the Company due to change in face value of existing One (1) Equity Share of Rs. 10/- each being sub-divided into Five (5) Equity Shares of Rs.2/- each. In view of this the Company intends to broad base its capital for growth, expansion purpose.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, alteration of Authorized share capital under Memorandum of Association of the Company requires approval of the Shareholders of the company by way of ordinary resolution and hence the Board recommended the Ordinary Resolution set out in item No. 2 of this notice for approval of the Members.

A copy of existing Memorandum and Article of Association of the Company together with a copy of Memorandum and Article of Association reflecting the proposed amendment is available for inspection by the members of the Company at its registered office of the Company between 10:00 a.m. to 1:00 p.m. on all working days (except Saturday, Sundays and Public holidays) up to the date of the Extra - Ordinary General Meeting.

None of the Directors/ Key Managerial Personnel of the Company or their relatives is concerned or interested in the resolutions except to the extent of their shareholding in the Company, if any.

ITEM 3 AND 4

The Board of Directors at item No. 5 proposes to issue and allot Equity Shares by way of Bonus Shares. Hence it is therefore deemed appropriate to increase the Authorized Equity Share Capital of the Company to accommodate the issue of Equity Shares as envisaged at item no. 5 and for that purpose, the Capital Clause No. V of the Memorandum of Association of the Company is required to be suitably altered as set out at Item No.3 and 4 of the accompanying Notice.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the Members for Increase of the Authorized Share Capital and for the Consequent Amendment to the capital clause of the Memorandum and Articles of Association of the Company.

The Current Authorized Share Capital post Sub-division as envisaged in item no.1 and 2 of the said notice, of the Company is Rs. 18,00,00,000/- (Rupees Eighteen Crores only) divided into 9,00,00,000 Equity shares of Rs.2/- each. The Issued, Subscribed and Paid-up Capital of the Company is Rs.17,53,00,000/- (Rupees Seventeen Crore Fifty-Three Lakhs only) divided into 8,76,50,000 Equity Shares of Rs. 2/- each.

Further, considering the proposed issue of Fully-paid Equity Shares and in order to accommodate the issue of Equity Shares, the Board of Directors considers that, the existing Authorized Share Capital of the Company is proposed to be increased from Rs 18,00,00,000/- (Rupees Eighteen Crores only) divided into 9,00,00,000 (Nine Crores) Equity Shares of Rs. 2/- (Rupees Two) each to Rs. 23,00,00,000/- (Rupees Twenty-Three Crores only) divided into 11,50,00,000 (Eleven Crore Fifty Lakhs) Equity Shares of Rs.2/- (Rupees Two only) each.

Further, the increased Authorized Share Capital will have to be reflected in the Memorandum and Articles of Association of the Company.

The Board of Directors accordingly recommends the resolutions set out at Item No. 3 and 4 of the accompanying Notice for the approval of the Members.

None of the Directors, Managers and Key Managerial Personnel of the Company and their relatives is concerned in any way or interested in the resolution.

Your Directors commend the resolutions at item nos. 3 and 4 for your approval as an Ordinary Resolutions.

ITEM 5

The Company is a Public Limited Company and presently, the Authorized Share Capital of the Company is Rs 18,00,00,000/- (Rupees Eighteen Crore only) divided into 1,80,00,000 Equity Shares of Rs 10/- each. The Issued, Subscribed and Paid-up Equity share Capital is Rs. 17,53,00,000/- (Rupees Seventeen Crores Fifty-Three Lakhs only) divided into 1,75,30,000 Equity shares of Rs.10/- (Rupees Ten) each.

The Board of Directors at its meeting held on 19th February, 2021 considered and approved the Sub-division of One (1) Equity Share of the Company having face value of Rs 10/- each (Rupees Ten only) into Five (5) Equity Shares Rs.2/- each subject to approval of the members and other statutory and regulatory approvals as may be applicable.

Accordingly post approval by the shareholders of the Sub-division of shares of the Company as envisaged / proposed in item no. 1 and 2 and increase in Authorized Share Capital of the company in item no. 3 of this EOGM notice respectively, the Authorized Share Capital of the company will be Rs 23,00,00,000/- (Rupees Twenty-Three Crore only) divided into 11,50,00,000 Equity Shares of Rs 2/- each fully paid up and the Issued, Subscribed and Paid-up Share Capital will be Rs. 17,53,00,000 /- (Rupees Seventeen Crore Fifty-Three Lakhs only) divided into 8,76,50,000 Equity shares of Rs.2/- (Rupees Two) each.

The Equity Shares of the Company are listed on BSE Limited (BSE) and The Calcutta Stock Exchange Limited.

Further, Company is proposing Bonus Issue to its members and a proposal in this regard is contained in this notice.

In terms of provisions of Article 160 of the Articles of Association of the Company, the Company may, in General Meeting, upon the recommendation of the Board, resolve that it is desirable to capitalize part of the amount for the time being standing to the credit of the Company's Reserves and Surplus Account build out of Securities Premium for the purpose of Bonus Issue to the existing members of the Company.

As on 31st March, 2020 the total free Reserve and Surplus of the Company is Rs. 6,84,91,552/- consisting of Security Premium Account. With a view to Capitalize the free Reserves and to rationalize the capital structure, the Board of Directors at their meeting held on 19th February, 2021 have considered that it is desirable to capitalize Rs.4,38,25,000/- (Rupees Four Crore Thirty Eight Lakhs Twenty Five Thousand only) (Subsequent to the Sub division of each Equity share of Rs.10/- each into 5 Equity Shares of Rs.2/- each - Post Sub division) out of 'Reserves and Surplus' and to issue not exceeding 2,19,12,500 (Subsequent to the Sub division of each Equity share of Rs.10/- each into 5 Equity Shares of Rs.2/- each - Post sub division) Equity Shares of Rs. 2/- (Post Sub division) each credited as fully paid in the proportion of One (1) new fully paid-up Equity Share of Rs. 2/- (Post Sub division) each for every Four (4) (Post Sub division) Equity Shares of Rs. 2/- (Post Sub division) each to the holders of existing members on the record date.

Further No members shall entitle to a fraction of an Equity Share as a result of implementation of this resolution and all fractions of Bonus Equity Share shall be ignored and no certificate or coupon or cash shall be issued for fraction of Equity Share and the Bonus Equity Shares shall be rounded off to the nearest integer and the difference if any may be adjusted in the Promoter's Shareholding.

The Board of Directors has recommended issue of Bonus Shares subject to the approval of Members of the company.

The Bonus shares are proposed to be listed on BSE Limited and subject to approval of the relevant stock exchange.

The issue of bonus shares is in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, in this regard and subject to the conditions and modification, if any, as may be prescribed by SEBI.

The issue of Bonus shares to those members who are non-residents will require the permission of the Reserve Bank of India under the Foreign Exchange Management Act, 1999, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, Master Direction on Foreign Investment in India issued by the RBI, Foreign Exchange Management (Non- debt Instruments) Rules, 2019 etc. and other foreign exchange regulation provisions in India (including any statutory modification(s) or re-enactment thereof for the time being in force). Necessary application will be submitted by the company to the Reserve Bank of India in due course.

The new Equity Shares shall rank *pari-passu* in all respect with the existing equity shares of the Company.

A copy of existing Memorandum and Article of Association of the Company together with a copy of Memorandum and Article of Association reflecting the proposed amendment is available for inspection by the members of the Company at its registered office of the Company between 10:00 a.m. to 1:00 p.m. on all working days (except Saturday, Sundays and Public holidays) up to the date of the Extra - Ordinary General Meeting.

The Board recommends the resolution as set out in the Item No. 5 of the accompanying Notice for the approval of the Members of the Company as an Ordinary Resolution.

None of the Directors, Manager, Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

Place: Mumbai
Dated: 19th February, 2021

**By Order of the Board of Directors
For East West Holdings Limited,**

**Sd/-
F. Kanojia
Company Secretary and
Compliance Officer**

EAST WEST HOLDINGS LIMITED

(Formerly Known as Bullish Bonds & Holdings Limited)

CIN: L74110MH1981PLC298496

Registered Office: - 62, Adarsh Industrial Estate, Sahar Chakala Road,
Andheri (East) Mumbai - 400 099

Phone No: - 02242219000 / 28200792

Website: www.ewhl.in Email Id: cs@ewfcpl.com / info@ehwl.in

Attendance Slip

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL Joint shareholders may obtain additional slip at the venue of the meeting.

DP Id*	
Client Id*	

Folio No.	
No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER:

I hereby record my presence at the Extra Ordinary General Meeting of the Company to be held on Thursday, the 18th March, 2021 at 11:30 a.m. at Ramada Plaza by Wyndham Palm Grove Beach Juhu, Nazir Wadi, Theosophical Housing Colony, Juhu, Mumbai, Maharashtra 400049

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the EOGM Notice for reference at the Meeting.

Signature of Shareholder/Proxy

(*) Applicable only in case of investors holding shares in Electronic Form.

EAST WEST HOLDINGS LIMITED

(Formerly Known as Bullish Bonds & Holdings Limited)

CIN: L74110MH1981PLC298496

Registered Office: - 62, Adarsh Industrial Estate, Sahar Chakala Road,
Andheri (East) Mumbai - 400 099

Phone No: - 02242219000 / 28200792

Website: www.ewhl.in Email Id: cs@ewfcpl.com / info@ehwl.in

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014)

Name of the Member(s): Registered address:		E-mail id: Folio No./*Client Id:*DP Id:	
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I/We, being the member(s) holding _____ shares of East West Holdings Limited, hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____ or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Thursday, the 18th March, 2021 at 11:30 a.m. at Ramada Plaza by Wyndham Palm Grove Beach Juhu, Nazir Wadi, Theosophical Housing Colony, Juhu, Mumbai, Maharashtra 400049 and at any adjournment thereof in respect of such resolutions as are indicated below:

**I wish my above proxy to vote in the manner as indicated in the box below:

Item No.	Resolutions	Type of Resolution	For	Against
1	Sub division of Equity shares from Rs.10/- each to Rs.2/- per share	Ordinary		
2	Alteration of Capital clause of Memorandum of Association.	Ordinary		
3	Increase in Authorised Share Capital of the Company	Ordinary		
4	Alteration of Capital clause of Memorandum of Association	Ordinary		
5	Issue of Bonus shares by Capitalisation of Reserve and Surplus	Ordinary		

Signed this ----- day of _____ 2021

Signature of Shareholder

Signature of first Proxy
Holder

Signature of Second Proxy
Holder

Signature of third Proxy
Holder

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting results. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. **This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ROUTE MAP OF THE EOGM VENUE

Venue: Ramada Plaza by Wyndham Palm Grove Beach Juhu, Nazir Wadi, Theosophical Housing Colony, Juhu, Mumbai, Maharashtra 400049

