

NOTICE

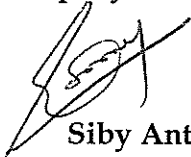
Notice is hereby given that the Extra-Ordinary General Meeting of the Members of Edelweiss Asset Reconstruction Company Limited will be held on Tuesday, January 19, 2016 at 3.00 p.m. at the Registered Office of the Company at Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098 to transact the following special business:

1. Increase in the borrowing powers of the Company

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

“RESOLVED that pursuant to the provisions of Section 180(1)(a), Section 180(1)(c), other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder (as amended from time to time) including any statutory modification(s) or re-enactment(s) thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) for borrowing from time to time, any sum or sums of money for the purposes of the Company, upon such terms and conditions and with or without security, as the Board may in its absolute discretion think fit, notwithstanding that the money or monies to be so borrowed by the Company (apart from the temporary loans obtained or to be obtained from time to time from the Company’s Bankers in the ordinary course of business) together with the monies already borrowed, may exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided that the sums so borrowed and remaining outstanding on account of principal shall not, at any time, exceed Rs. 4,000 Crores (Rupees Four Thousand Crores only).”

For and on behalf of the Board of Directors
Edelweiss Asset Reconstruction Company Limited



Siby Antony
Managing Director & CEO

Date : January 11, 2016
Registered Office:
Edelweiss House,
Off C.S.T Road, Kalina,
Mumbai - 400 098.

Edelweiss Asset Reconstruction Company Limited

Corporate Identity Number : U67100MH2007PLC174759

Registered Office : Edelweiss House, Off CST Road, Kalina, Mumbai 400098 ☎+91 22 4088 6090 / 6620 3149

Branch Office : UGF-1, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi 110001 www.edelweissarc.in

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A person can act as proxy on behalf of Members 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. Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 and the route map to the venue of the meeting is annexed.**

Annexure to the Notice dated January 11, 2016
Statement pursuant to the provisions of Section 102(1) of
the Companies Act, 2013

Item No. 1:-

In order to meet the fund requirements of the Company, it would be necessary to raise fund from various sources including Banks, Financial Institutions, other Body Corporates, etc.


Section 180 of the Companies Act, 2013, requires consent of the members of the Company to be obtained by a Special Resolution, for borrowing moneys in excess of its paid-up share capital and free reserves.

Accordingly, the approval of the Members is being sought by a Special Resolution as set out in the notice of the Extra-Ordinary General Meeting for borrowing monies upto Rs. 4,000 Crores (Rupees Four Thousand Crores only).

The Board recommends the passing of the resolution set out at Item No. 1 of the Notice for approval of the members.

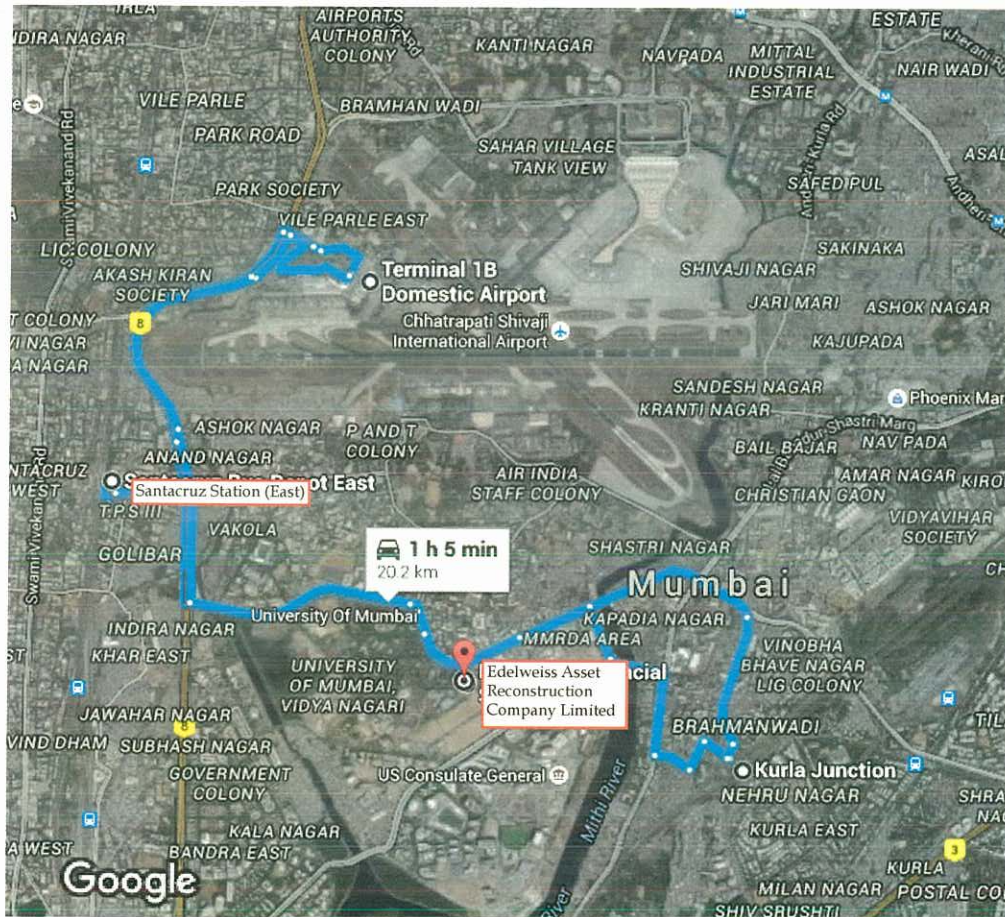
None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, financially or otherwise, concerned or interested, in the resolution set out at Item No. 1 of the Notice.

For and on behalf the Board
Edelweiss Asset Reconstruction Company Limited


Siby Antony
Managing Director & CEO

Date : January 11, 2016
Registered Office:
Edelweiss House
Off C.S.T Road, Kalina,
Mumbai - 400 098.

Route Map



Edelweiss Asset Reconstruction Company Limited
CIN: U67100MH2007PLC174759
Registered office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098.

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: _____

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1. Name	2. Name	3. Name
Address	Address	Address
E-mail Id	E-mail Id	E-mail Id
Signature, or failing him	Signature, or failing him	Signature

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 Tuesday, January 19, 2016 at 3.00 p.m. at the Registered Office of the Company at Edelweiss House, Off C.S.T. Road, Kailna, Mumbai - 400 098 and at any adjournment thereof in respect of such resolution as indicated below:-

Sr. No.	Resolution	For	Against
Special Business			
1	Increase in the borrowing powers of the Company		

Signed this _____ day of January, 2016.



Signature of the shareholder

(Please sign across the Stamp)

Instructions

- 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.**
- This is only optional: Please put a "✓" in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitle to vote in the manner he/she thinks appropriate.
- Please fill all the details in BLOCK LETTERS in English.

Edelweiss Asset Reconstruction Company Limited

CIN: U67100MH2007PLC174759

Registered office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai - 400 098.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE MEETING

DP. ID:

Folio No.:

Client ID:

No. of Shares:

Name and address of the Shareholder:

I hereby record my presence at the **Extra-Ordinary General Meeting** of the Company held on Tuesday, January 19, 2016 at 3.00 p.m. at Edelweiss House, Off C.S.T Road, Kalina, Mumbai - 400 098.

Signature of the Shareholder / Proxy