



MAHARASHTRA POLYBUTENES LIMITED

**Registered Office: R-804, TTC Industrial Area, Thane
Belapur Road, Mahape, Navi Mumbai**

**NOTICE TO THE MEMBERS FOR PASSING RESOLUTION BY WAY OF
POSTAL BALLOT**

To,

The Member(s)

As per Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001, Notice is hereby given for seeking the approval of the shareholders for the proposals contained in the draft resolutions appended below by way of Postal Ballot. The explanatory statement pertaining to the said Resolutions setting out material facts is annexed hereto along with a Postal Ballot form for your consideration.

To consider and, if though fit to pass the following resolution as a Special Resolution:

“RESOLVED THAT subject to the provisions of Section 17, 192A of the Companies Act, 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules, 2001 and confirmation of the Registrar of Companies, the Memorandum of Association of the Company be and is hereby altered in the following manner:

The following 3 (three) new objects be substituted/added under Clause III C:

Sub-Clause No. 46 shall be substituted by the following Sub- clause

To evolve township and or any residential/ commercial projects and required infrastructure amenities/ facilities and for that purpose acquire by purchase, lease, exchange, hire or otherwise develop or operate land, building and hereditaments of any tenure or description including agriculture land, mines, quarries, tea or coffee gardens, orchards, groves, plantations and any estate or interest there in and any right over or

connected with land and buildings so situated and develop or turn the same to account as may seem expedient and in particular by preparing, building sites, and by constructing, reconstructing, redevelopment including Slum Redevelopment and all types as many provided under development construction rules of government/semi government, altering, improving, decorating, furnishing hotels, rooms, flats, houses, restaurants, markets, shops, workshops, mills, factories, warehouses, cold storages, godowns, stables, sheds, offices, hotels, gardens, swimming pools, play grounds, buildings, works and conveniences of all types, and by leasing, hiring or disposing of the same, to manage land building and other properties whether belonging to the company or not, and to collect rents and income and to supply tenants and occupiers and others, refreshments , attendants, light waiting rooms, reading rooms, meeting rooms and electric conveniences. To establish, construct, manage, maintain, regulate, control, arrange, organize, produce and run the business of providing infrastructure facilities, Information Technology (IT)/Information Technology Enabled Services (ITES) Parks, Special Economic Zones (SEZ), road, highway, bridges, airports, rail systems, health centers, hospitals, research institutes, educational institutions, call centers, multiplexes, shopping malls, amusement parks as well as the amenities and facilities that may be required for any urban conglomeration, townships for any inhabitation in existence, or to come in existence in future, as may be decided by the Company from time to time including water supply and also to take infrastructure projects on BOOT/ public private partnership basis.

The following two new sub-clauses shall be inserted after sub-clause 62 as sub-clause 63 and 64.

To carry on the business as manufacturers, producers, processors, importers, exporters, buyers, sellers and dealers in lights and its components such as electric lamps, LED lamps, tube lights, caps, filaments, lead in wires, tungsten, molybdenum dumet and any other wire connected with lamp components or any other use, glass shells, glass tubes, glass rods and other allied products and articles that may be used in the manufacture of electric lamps including LED lighting system.

To carry on business activities for manufacturing, distribution, generation , transmission, supervisions and control of all types of power either using mechanical, hydraulic, gas, wind , solar, conventional or non-conventional etc and/or design, plan, manufacture, assemble, supply, erect, commission, test, maintain of powers projects in industrial, commercial, residential establishments etc. and to provide consultancy, expert services, advise, designs, drawings in relation to supervision and control of power in India and abroad.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorised to accept any changes as may be suggested by the Registrar of Companies, Maharashtra, Mumbai, while approving the alteration in the object clause of Memorandum of Association.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorised severally to file relevant documents/forms with the Registrar of Companies, Maharashtra, Mumbai, and to do all such acts, deeds, and things as may cessary to give effect to this resolution in compliance with provisions of the Companies Act, 1956, The Companies (Passing Resolution by Postal Ballot) Rules 2001 and all other applicable laws.

RESOLVED FURTHER THAT the Board of Directors and /or Ms. Moksha Kotian, Company Secretary, be authorised to perform all such at, deeds and other things as may required or considered necessary or incidental thereto for giving effect to this resolution.”

**By order of the Board
Maharashtra Polybutenes Limited**

**Place: Navi Mumbai
Date: 6th August, 2010**

**Sd/-
Brijmohan Rathi
Managing Director**

Explanatory Statement pursuant to section 173(2) of the Companies Act, 1956

Looking into the opportunity available in manufacturing of LED Lightening system, Renewable and other energy sources and infrastructure development, the Board of Directors recommends the passing of the said resolution through the postal ballot process as per provisions of the section 192 A of the Act read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001.

The draft amended Copy of the Memorandum of Association of the Company is available for inspection at the Registered Office of the Company during business hours till the close of the postal ballot process.

None of the Directors of the Company are concerned or interested in the above said resolution, except as member of the Company.

**By order of the Board
Maharashtra Polybutenes Limited**

**Place: Navi Mumbai
Date: 6th August, 2010**

**Sd/-
Brijmohan Rathi
Managing Director**