



Notice is hereby given that the Extra-Ordinary General Meeting of the Shareholders of the Mid East Portfolio Management Limited will be held Wednesday, 10th OCTOBER, 2012 AT 10.00 A.M at its Corporate Office of the Company at 301, 3rd Floor, Apollo Arcade, Dr. R.K. Sing Marg, Andheri (E), Mumbai- 400 069 to transact the following business :

SPECIAL BUSINESS:

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

"RESOLVED THAT Subject to the approval of the Members of the Company and in accordance with the provisions of Section 81(1)(a) and other applicable provisions, if any, of the Companies Act, 1956 and any other law for the time being in force and the provisions in the Memorandum and Articles of Association of the Company, the guidelines issued by the Securities and Exchange Board of India ("SEBI"), the Listing Agreements entered into by the Company with the stock exchanges and subject to the approval, permissions and sanctions of the lenders of the Company, SEBI, stock exchanges, Reserve Bank of India ("RBI"), the Foreign Investment Promotion Board ("FIPB"), Government of India and other concerned authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of the aforementioned authorities while granting such approvals, permissions and sanctions, which may be agreed to by the Board of the Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) the consent of the shareholders be and is hereby accorded to create, offer and issue to the equity shareholders of the Company as on the record date (to be fixed for the purpose) equity shares of Rs.10/- each of the Company for a sum up to Rs. 3 Cr (Rupees Three Cr Only) or such sum as may be determined by the Board of Directors in this regard, in the ratio of 1:1 at par and on such other terms and conditions as may be mentioned in the draft Letter of Offer to be issued by the Company in respect of the Rights Issue.

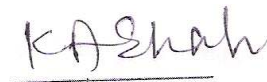
“RESOLVED FURTHER THAT be and are hereby severally authorised to do all such acts, matters, deeds and things and to execute all such deeds, documents, agreements etc. as may be necessary for the purpose of the proposed Rights Issue including but not limited to the following :

- (i) To obtain the requisite approvals, consents and sanctions from SEBI, stock exchanges, RBI, Registrar of Companies, Government of India, Foreign Investment Promotion Board ("FIPB"), lenders of the Company etc.;
- (ii) To file necessary certificates / returns / forms with SEBI, Stock Exchanges, Reserve Bank of India, Registrar of Companies, Government of India and other authorities;
- (iii) To issue public advertisements and notices;
- (iv) To apply to the stock exchanges for obtaining in-principle approval for listing and for permission to trade the equity shares and to do all such acts, deeds, matters and things and to sign all such papers, documents and agreements, as may be necessary to seek the listing of such equity shares on the Bombay Stock Exchange Limited with power to settle any query, difficulty or doubt that may arise in regard to the Rights Issue;
- (v) To apply to the concerned depositories for the admission of the equity shares into the depository system; and
- (vi) To incur necessary expenses such as fees of various agencies, filing fees, stamp duty etc.

Registered Office:

**144, Atlanta, Nariman Point,
Mumbai- 400 021.
Tel.no.28240444**

By order of the Board



**Place : Mumbai
Date: 17th September, 2012**

**Kishor A. Shah
(Chairman & Managing Director)**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL ONLY & THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxy in order to be effective must be sent to the Company not less than 48 hours before the meeting.
3. Members are requested to notify immediately change of address, if any, at the Registered Office of the Company/ Registrar Agent

Adroit Corporate Services Pvt Ltd.,
19, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road,
Marol Naka, Mumbai – 400 059.
2859 0942/28503748

4. Members desiring any information on the accounts of the Company are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready.
5. An Explanatory Statement pursuant to Sec. 173(2) of the Act is enclosed herewith.

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144, Atlanta, Nariman Point,
Mumbai – 400 021.
Tel.: 28240444

By Order of the Board



Kishor A. Shah
(Chairman & Managing Director)

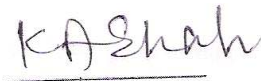
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EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 1

The company is expanding its business and is in need of funds, and for that the board has decided to mobilize the funds by Right Issue of Shares. Only those persons will be eligible in this Right Issue, whose names shall appear on its Register of Members or in the respective beneficiary account with their respective Depository Participants, on the Record Date to be determined by the Board of Directors of your Company, (which term shall be deemed to include any Committee thereof) for the purpose of issue of Right Shares, in the proportion of one new equity share for every one existing equity share held by them respectively on the Record Date.

**BY ORDER OF BOARD
For Mideast Portfolio Management Limited**



**Place: Mumbai
Date: 17th September, 2012**

**Kishor A. Shah
(Chairman & Managing Director)**



MIDEAST PORTFOLIO MANAGEMENT LIMITED

MIDEAST PORTFOLIO MANAGEMENT LIMITED
144-ATLANTA, NARIMAN POINT, MUMBAI - 400 021
TEL: 2284 1198 \ 28240444

ATTENDANCE SLIP

EXTRA ORDINARY GENERAL MEETING

Regd. Folio No. No. of Shares held

* Demat A/c. No. DPID NO.

I CERTIFY THAT I AM A Member/ Proxy of the Company.

I/We hereby record my/our presence at the **Extra Ordinary General Meeting** of the Company at 301, 3rd Floor, Apollo Arcade, Dr. R.K. Singh Marg, Andheri (E), Mumbai- 400 069 on Wednesday, the 10th October, 2012 at 10.00 a.m.

.....
Member/ Proxy's Name
(In Block Letters)

.....
(Signature of the Member/ Proxy)

Note: Please complete the Attendance Slip and hand it over at the entrance of the Meeting Place

* Those who hold shares in Demat form must quote their Demat A/c No. and Depository Participant (DP) No.

MIDEAST PORTFOLIO MANAGEMENT LIMITED
144- ATLANTA, NARIMAN POINT, MUMBAI - 400 021
TEL: 2284 1198/ 28240444

PROXY FORM

I/We. _____ of _____ in the district of _____ being a member(s) of MIDEAST PORTFOLIO MANAGEMENT LIMITED, hereby appoint _____ of _____ in the district of _____ failing _____ him/her _____ of _____ in the district of _____ as my/ our proxy to attend and vote for me/ us and on my behalf at the **Extra Ordinary General Meeting** of the Company to be held on Wednesday, the 10th October, 2012 and at any adjournment thereof.

Regd. Folio No/DPID NO.

Number of Shares :

Signed this _____ Day of _____, 2012

Signature: _____

Note : The Proxy must be deposited at the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid meeting.