



MIDEAST PORTFOLIO MANAGEMENT LIMITED

CIN: L74140MH1991PLC062925

RegdOffice:1-203, Vishal Complex, Narsing Lane, Off S. V. Road, Malad (W) Mumbai- 400064, Maharashtra, India

Corp Office: 402, 4th floor, Apollo Complex, R.K. Singh Marg, Andheri (East), Mumbai- 400 069

Tel: No. 022 28240444/ 28216736; **E-mail:** info@mideastportfolio.com

NOTICE

NOTICE is hereby given that an EXTRA ORDINARY GENERAL MEETING of the members of Mideast Portfolio Management Limited (the "Company") will be held at Corporate office of the Company situated at 402, 4th Floor, Apollo Complex, R K Singh Marg, Andheri East, Mumbai- 400 069, Maharashtra, India on Friday, April 17, 2020 at 10.30 a.m. to transact the following business.

SPECIAL BUSINESS:

(I) ISSUANCE OF EQUITY SHARES ON PREFERENTIAL BASIS

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

"RESOLVED THAT pursuant to Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, each as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("SEBI Takeover Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India ("SEBI") and the stock exchanges where the shares of the Company are listed ("Stock Exchanges"), or any other authority / body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals / sanctions / permissions and / or consents, if any, and which may be agreed by the board of directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), consent of the members of the Company be and is hereby accorded to the Board, to create, offer, issue and allot upto 20,30,000 (Twenty Lakhs and Thirty Thousand Only) Equity shares of Rs. 10/- each for cash at a price of Rs. 10/- per Equity Share, aggregating to Rs. 2,03,00,000/- (Rupees Two Crores and Three Lakhs only) on preferential basis to the following individuals/entities who form

part of the promoter group and non-promoter group of the Company (“Proposed Allottees”) in such manner as the Board may think fit in its absolute discretion:

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares
Promoters / promoter group		
1	Mr. Kishor A Shah	2,24,197
2	Ms. Jyoti K Shah	4,75,000
3	Ms. Poonam K Shah	1,19,900
4	Ms. Nidhi K Shah	1,19,900
Other General Public		
1	Mideast Windfarms Private Limited	2,40,000
2	Mideast Healthcare Private Limited	2,41,003
3	Mr. Sharad Shantaram Bailur	2,00,000
4	Mr. Pankaj Hasmuk Rai Parekh	1,00,000
5	Mr. Simon Joseph Ellankiyil	1,10,000
6	Mr. Narayanan Iyer	1,00,000
7	Mr. Pervez Zahir Khan	1,00,000
Total		20,30,000

RESOLVED FURTHER THAT the Equity Shares so allotted shall rank paripassu with the existing equity shares of the company and the allotment shall be made in such form and manner and upon such terms and conditions as may be determined by the Board in accordance with the ICDR Regulations or other applicable laws as may be prevailing at the relevant time.

RESOLVED FURTHER THAT the “Relevant Date” for this proposed issue of Equity Shares in accordance with the SEBI ICDR Regulations shall be March 18, 2020, being the date 30 days prior to the date of passing of the Resolution by the Members of the Company for the proposed issue of Equity Shares on preferential basis.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the Investor be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Investor inviting them to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialled by the Chairman for the purpose of identification and consent of the members of the Company is hereby accorded to the issuance of the same to the Investor inviting them to subscribe to the Equity Shares.

RESOLVED FURTHER that without prejudice to the generality of the above, the issue of Equity Shares shall be subject to the following terms and conditions:

- (i) The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the proposed allottees from the relevant Stock Exchanges in accordance with the Listing Regulations and all other applicable laws, rules and regulations.
- (ii) The Equity Shares to be allotted as above shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank paripassu in all respects including dividend, with the existing Equity Shares of the Company.

- (iii) The Equity Shares issued as above shall be locked-in as prescribed under the SEBI ICDR Regulations from time to time

RESOLVED FURTHER THAT, 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 or desirable to give effect to the above resolutions, to issue including without limitation and allot Equity Shares, to issue certificates/ clarifications on the issue and allotment of Equity Shares effecting any modifications to the foregoing, entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of and listing and trading of Equity Shares), including making applications to Stock Exchanges for obtaining of in-principle/final approval for issue and listing of the equity shares proposed to be allotted on preferential basis, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Equity Shares with the depositories, viz. NSDL and CDSL and for the credit of such Equity Shares to the respective dematerialized securities account of the Proposed Allottees and to delegate all or any of the powers conferred by the aforesaid resolutions on it to any committee of directors or any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard."

By Order of the Board of Directors
For Mideast Portfolio Management Limited

Place: Mumbai
Date: 17-03-2020

Sd/-
Payal Jain
Company Secretary

Registered Office:
1-203, Vishal Complex,
Narsing Lane, Off S. V. Road,
Malad (West), Mumbai- 400 064,
Maharashtra, India

NOTES:

- 1. A member entitled to attend and vote at the extra-ordinary general meeting is entitled to appoint a proxys to attend and vote on a poll instead of himself and the proxy need not be a member of the company. The instrument appointing the proxy should, however, 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 a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member**

holding more than ten percent 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 member.

2. Pursuant to Section 113 of the Companies Act, 2013 (the "Act") and rules framed thereunder, the corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at this Meeting.
3. Explanatory Statement under Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at this meeting, is annexed hereto.
4. Members/Proxies/Authorised Representatives are requested to bring to the meeting the necessary details of their shareholdings and attendance slip.
5. 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.
6. Electronic copy of the Notice of Extra-ordinary General Meeting (EGM) of the Company, inter-alia, indicating the process and manner of Remote 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 Participants(s) 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, inter-alia, indicating the process and manner of Remote e-Voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
7. Members may also note that the Notice of the Extra-ordinary General Meeting will also be available on the Company's website, www.mideastportfolio.com for their download. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the members may also send requests to the Company's Investors email id: info@mideastportfolio.com
8. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company is pleased to provide facility to members to exercise their right to vote on resolutions proposed to be passed at the EGM through electronic means and have engaged the services of Central Depository Services Limited(CDSL)as the Authorised Agency to provide Remote e-Voting facility. The members may cast their votes on electronic voting system from place other than the venue of the meeting (Remote e-Voting).
9. The route map showing directions to reach the venue of the EGM is annexed.

INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING

(1) Voting through electronic means:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (Amended Rules 2015) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standards on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members facility to exercise their right to vote at the Extra Ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("Remote E-Voting") will be provided by Central Depository Services Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Monday, April 13, 2020 (9:00 am) and ends on Thursday, April 16, 2020 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday April 10, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Any person who is not a Member as on the cut-off date should treat this notice for information purpose only. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

A Member can opt for only one mode of voting, i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

V. The instructions for e-voting are as under:

The details of the process and manner for remote e-voting are explained herein below:

- i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide to its members, facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting. ("Remote E-voting").

- ii) The facility for voting through electronic voting system ("Insta Poll") shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through "Insta Poll".
- iii) The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
- iv) The Company has engaged the services of Central Depository Services Limited (CDSL) as the Agency to provide e-voting facility.
- v) The Board of Directors of the Company have appointed Mr. Vijay Kumar Mishra (Membership No.F-5023, COP 4279), Practicing Company Secretary, Mumbai as Scrutinizer to scrutinize the Insta Poll and remote e-voting process to ensure fairness and transparency.
- vi) Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member/beneficial owner (in the case of electronic shareholding) as on the cut-off date i.e., Friday April 10, 2020.
- vii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e, Friday April 10, 2020 only shall be entitled to avail the facility of remote e-voting / Insta Poll.
- viii) Any person who becomes a member of the Company after dispatch of the notice of the meeting and holding shares as on the cut-off date i.e Friday April 10, 2020 obtain the user id and password in the manner mentioned below:
 - a. If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD <space> E-voting Event Number + Folio Number or DP ID Client ID to 9212993399.

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL:

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890

- b. If e-mail address or mobile number of the member is registered against the folio No. / DP ID Client ID, then on the home page of www.evotingindia.com, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- c. Member may call CDSL - Toll Free Number 1800 22 5533 or email at helpdesk.evoting@cdslindia.com.

If the member is already registered with CDSL e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.

- ix) The remote e-voting facility will be available during the following period:
Commencement of remote e-voting: From 09.00 AM (IST) on Monday, April 13, 2020
End of remote e-voting: On 05.00 PM (IST) on Thursday, April 16, 2020

The remote e-voting shall not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by CDSL upon expiry of the aforesaid period.

- x) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.mideastportfolio.com and on the website of www.evotingindia.com. The results shall simultaneously be communicated to the Stock Exchanges.
- xi) Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e, Friday, April 17, 2020.
- xii) Instructions and other information relating to e-voting
 - A. A member receiving an e-mail from M/s Adroit Corporate Services Pvt. Ltd(For members whose e-mail addresses are registered with the Company/Depository Participant(s)):
 - a. Launch internet browser by typing the URL: www.evotingindia.com.
 - b. Enter the log in credentials (i.e USER ID and password) which will be sent separately. The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID.

However, if you are already registered with www.evotingindia.com for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit www.evotingindia.com or contact toll free number 1800 22 5533 or email at helpdesk.evoting@cdslindia.com for your existing password.

- c. After entering these details appropriately, Click on "LOGIN".
- d. You will now reach password change menu wherein you are required to mandatorily change password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (az), one numeric (0-9) and a special character(@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential
- e. You need to log in again with the new credentials.
- f. On successful log in, the system will prompt you to select the E-Voting Event Number for Mideast Portfolio Management Limited.
- g. On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- h. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.

- j. You may then cast your vote by selecting an appropriate option and click on "Submit".
- k. A confirmation box will be displayed. Click "OK" to confirm or "CANCEL" to modify.

Once you confirm, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the Resolution(s).

- 1) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: vkmassociates@gmail.com / vkmassociates@yahoo.com . They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name EVENT NO."
- B. In case a member receives physical copy of the notice by post (For members whose email addresses are not registered with the Company/Depository Participant(s)).
 - a. User ID and Initial password - These will be sent separately
 - b. Please follow all steps from Sr. No (a) to (l) as mentioned in (A) above, to cast your vote.
- 2) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
- 3) In case of any query pertaining to e-voting, please visit Help & FAQ's section available at www.evotingindia.com.

By Order of the Board of Directors
For Mideast Portfolio Management Limited

Place: Mumbai
Date: 17-03-2020

Sd/-
Payal Jain
Company Secretary

Registered Office:
1-203, Vishal Complex,
Narsing Lane, Off S. V. Road,
Malad (West),
Mumbai- 400 064,
Maharashtra, India

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

ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS

In order to redeem the existing preference shares of the company, to enhance its long term resources and thereby strengthening of the financial structure of the Company and for other general corporate purposes and purposes permitted by applicable laws, the Board of Directors of the Company in its meeting held on March 17, 2020 accorded its approval for raising funds through issuance of Equity Shares to the members of the promoter group and non-promoter group of the Company ("proposed allottee(s)") on a preferential basis subject to approval of the members of the Company.

In terms of Section 62(1)(c) read with section 42 of the Companies Act, 2013 and Rules made thereunder (the 'Act'), and in accordance with the provisions of Chapter V "Preferential Issue" of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") as amended, and on the terms and conditions and formalities as stipulated in the Act and the SEBI ICDR Regulations, the Preferential Issue requires approval of the Members by way of a special resolution. The Board therefore, seeks approval of the Members as set out in the notice, by way of a special resolution.

The Board of Directors of the Company (the "Board") at their meeting held on Tuesday, March 17, 2020 had proposed to issue and allot upto 20,30,000 Equity Shares of Rs. 10/- each at a price of Rs. 10/- per Equity Share aggregating to Rs. 2,03,00,000 (Rupees Two Crores and Three Lakhs only) on preferential basis to individual /entities who form part of the promoter group and Non promoter group of the Company ("Proposed Allottees").

Accordingly, the approval of the members of the Company is being sought, by way of a special resolution, to create, offer, issue and allot, Equity Shares by way of preferential allotment to the proposed allottee(s) as stated hereinabove.

The Equity Shares issued pursuant to the abovementioned resolutions shall be subject to lock-in in accordance with Regulations 167 and 168 of the SEBI ICDR Regulations.

The Equity Shares proposed to be issued / allotted shall rank paripassu inter-se and with the then existing equity shares of the Company in all respects, including in relation to dividend.

The following disclosures for the issue of equity shares on preferential basis are made in accordance with the provisions of Section 62 and The Companies (Prospectus and Allotment of Securities) Rules, 2014 and SEBI ICDR Regulations:

a) Objects of the preferential issue of Equity Shares proposed to be allotted :

In order to redeem the existing preference shares of the company, to enhance its long term resources and thereby strengthening of the financial structure of the Company and for other general corporate purposes and purposes permitted by applicable laws.

b) Type and number of securities to be issued

It is proposed to issue and allot upto 20,30,000 Equity Shares of Rs. 10/- each at a price of Rs. 10/- per Equity Share, aggregating to Rs. 2,03,00,000/-.

c) Basis on which the price has been arrived at:

The Equity Shares of the Company is listed on BSE Limited (BSE) and the equity shares of the Company are not frequently traded and in accordance with Regulation 165 of the SEBI ICDR Regulations a valuation report dated 19/03/2020 has been obtained from an Independent Registered Valuer CA Prashant Jain. The valuation is based on valuation parameters such as book value, comparable trading multiples, and such other parameters as are customary for valuation. It is proposed to issue Equity Shares of Face Value of Rs. 10/- each at a price of Rs. 10/- per Equity Share.

d) Appointment of Merchant Banker:

The Company has appointed M/s. Arihant Capital Market Limited for compliance of preferential issue of equity Shares in fair and transparent manner.

e) Relevant Date

The "Relevant Date" in accordance with SEBI ICDR Regulations would be March 18, 2020 being the date 30 days prior to the date of passing of the Special Resolution by the Members of the Company for the proposed preferential issue of Equity Shares.

f) The class or classes of persons to whom the allotment is proposed to be made

The proposed allottee(s) includes individual / entities forming part of the promoter group and Non promoter group of the Company and intend to subscribe to the offer as under:

Sr. No.	Name of the Proposed Allottee	No. of Equity Shares
1	Promoters / Promoter group	9,38,997
2	Non-promoters	10,91,003
	Total	20,30,000

g) Proposal / Intent of the promoters, directors or key management personnel of the Company to subscribe to the offer:

The proposed allottee(s) include individuals forming part of the promoter group of the Company and they intend to subscribe to the offer as under:

Sr. No.	Name of the Proposed Allottee	No. of Equity Shares
	Promoters	
1	Mr. Kishor A Shah	2,24,197
2	Ms. Jyoti K Shah	4,75,000
3	Ms. Poonam K Shah	1,19,900
4	Ms. Nidhi K Shah	1,19,900
	Total	9,38,997

Apart from the proposed allottees as above, none of the Director(s) or Key Managerial Personnel(s) or their respective relatives are subscribing to this offer.

h) The proposed time frame within which the allotment shall be completed

As required under the SEBI ICDR Regulations, Equity Shares shall be issued and allotted by the Company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the said Equity is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Central Government, the issue and allotment shall be completed within a period of Fifteen (15) days from the date of receipt of last of such approvals.

i) The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:

The table mentioned below shows the expected shareholding pattern of the Company consequent to issue of Equity Shares proposed to be allotted to the promoter group and non-promoter group of the Company as per the resolution:

Category	Pre-issue		Proposed Issue (shares)	Post-issue	
	Shares	%		Shares	%
Promoters (A)					
Mr. Kishor A Shah	6,55,203	21.84%	2,24,197	8,79,400	17.48%
Ms. Jyoti K Shah	3,50,000	11.67%	4,75,000	8,25,000	16.40%
Ms. Poonam K Shah	100	0.00%	1,19,900	1,20,000	2.39%
Ms. Nidhi K Shah	100	0.00%	1,19,900	1,20,000	2.39%
Mideast Retail Private Limited	25,000	0.83%	-	25,000	0.50%
Supra Pacific Management Consultancy Limited*	1,31,000	4.37%	-	1,31,000	2.60%
Dilip S Shah	5,600	0.19%	-	5,600	0.11%
Sub Total – A	11,67,003	38.90%	9,38,997	21,06,000	41.87%
Non-promoters(B)					
Mideast Windfarms Private Limited	-	-	2,40,000	2,40,000	4.77%
Mideast Healthcare Private Limited	-	-	2,41,003	2,41,003	4.79%
Mr. Sharad Shantaram Bailur	-	-	2,00,000	2,00,000	3.98%
Mr. Pankaj Hasmuk Rai Parekh	-	-	1,00,000	1,00,000	1.99%
Mr. Simon Joseph Ellankiyil	-	-	1,10,000	1,10,000	2.19%
Mr. Narayanan Iyer	-	-	1,00,000	1,00,000	1.99%
Mr. Pervez Zahir Khan	-	-	1,00,000	1,00,000	1.99%
Other Public Shareholders	18,32,997	61.10%	-	18,32,997	36.44%
Sub Total – B	18,32,997	61.10%	10,91,003	29,24,000	58.13%
Total Equity Capital	30,00,000	100.00%	20,30,000	50,30,000	100.00%

* There was change in the management of Supra Pacific Management Consultancy Limited ("Supra") and as on date, Mr. Kishor Shah and his group / family members do not have any shareholding in Supra as promoters. The Company is in the process of complying with the regulatory requirements for re-classifying Supra as its non-promoter.

Notes:

1. Pre issue shareholding pattern has been prepared based on shareholding of the Company as on March 13, 2020.
2. Post issue holding of all the other shareholders is assumed to remain the same, as it was on the date, on which the pre-issue shareholding pattern was prepared.

j) Change in control, if any, in the company that would occur consequent to the preferential offer

No change in control or management of the Company is contemplated consequent to the proposed preferential issue of Equity Shares.

k) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price;

Nil

l) Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer

The securities are proposed to be issued for cash consideration and hence not applicable

m) Pre issue and post issue shareholding pattern of the company

Sr. No.	Category	Pre-issue		Post-issue	
		Shares	%	Shares	%
A.	Promoters' holding				
1.	Indian				
	Individual	10,11,003	33.70	19,50,000	38.77
	Bodies corporate	1,56,000	5.20	1,56,000	3.10
	Sub-total	11,67,003	38.90	21,06,000	41.87
2.	Foreign promoters	0	0	0	0
	Sub-total (A)	11,67,003	38.90	21,06,000	41.87
B	Non-promoters' holding				
1.	Institutional investors	0	0	0	0
2.	Non-institution				
	Private corporate bodies	85,521	2.85	5,66,524	11.26
	Directors and relatives	2,400	0.08	2400	0.05
	Indian public	13,67,189	45.57	17,77,189	35.33
	Others (including NRIs)	3,77,887	12.60	5,77,887	11.49
	Sub-total (B)	18,32,997	61.10	29,24,000	58.13
	GRAND TOTAL	30,00,000	100.00	50,30,000	100.00

n) Identity of the natural persons who are ultimate beneficial owners of the shares proposed to be allotted and / or who ultimately control the proposed allottees

The details of the ultimate beneficial owners of the shares proposed to be allotted and / or who ultimately control the proposed allottees are as under:

Sr.	Name of the proposed Allottee	Ultimate Beneficial Owners of the proposed allottee(s)	Pre-issue		Issue of Shares	Post-issue #	
			Shares	% holding		Shares	% holding
1	Mr. Kishor A Shah	Self	6,55,203	21.84%	2,24,197	8,79,400	17.48%
2	Ms. Jyoti K Shah		3,50,000	11.67%	4,75,000	8,25,000	16.40%
3	Ms. Poonam K Shah		100	-	1,19,900	1,20,000	2.39%
4	Ms. Nidhi K Shah		100	-	1,19,900	1,20,000	2.39%
5	Mr. Sharad Shantaram Bailur		-	-	2,00,000	2,00,000	3.98%
6	Mr. Pankaj Hasmuk Rai Parekh		-	-	1,00,000	1,00,000	1.99%
7	Mr. Simon Joseph Ellankiyil		-	-	1,10,000	1,00,000	2.19%
8	Mr. Narayan Iyer		-	-	1,00,000	1,00,000	1.99%
9	Mr. Pervez Zahir Khan		-	-	1,00,000	1,00,000	1.99%
10	Mideast Windfarms Private Limited	Subhash Jani, Pervez Zahir Khan	-	-	2,40,000	2,40,000	4.77%
11	Mideast Healthcare Private Limited	Jitubhai Tanna, Vinod Kumar Shah	-	-	2,41,003	2,41,003	4.79%

o) Lock in :

The Equity Shares proposed to be issued / allotted, including the pre-preferential allotment shareholding of the proposed allottees, will be subject to applicable lock-in and transfer restrictions as stipulated under Regulations 167 and 168 of the SEBI ICDR Regulations.

p) Auditor's Certificate

The Certificate issued by M/s. Agrawal Jain & Gupta, Chartered Accountants, Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations, will be placed before the Members at the EGM and will be kept open for inspection at the Corporate Office of the Company between 11:00 AM and 1:00 PM on all working days between Monday to Friday of every week, upto the date of this EGM.

q) Undertaking

The Company hereby undertakes that:

- (i) It would re-compute the price of the securities specified above in terms of the provisions of SEBI ICDR Regulations, where it is so required;
- (ii) If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI ICDR Regulations the above Equity shares shall continue to be locked-in till the time such amount is paid by the allottees.

In accordance with the SEBI ICDR Regulations, (i) all the Equity Shares held by the proposed allottee in the Company are in dematerialized form only; (ii) No person belonging to the promoters / promoter group have sold/transferred any Equity Shares of the Company during the 6 (Six) months preceding the Relevant Date; (iii) No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company but failed to exercise them; and (iv) Neither the Company nor any of its promoters and directors is a wilful defaulter or a fugitive economic offender

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as described in the accompanying notice for your approval.

None of the Directors or any Key Managerial Personnel of the Company or their respective relatives are in anyway,concerned or interested, either directly or indirectly in passing of the said Resolution, save and except to the extent of their respective interest as shareholders of the Company.

By Order of the Board of Directors
For Mideast Portfolio Management Limited

Place: Mumbai
Date: 17-03-2020

Sd/-
Payal Jain
Company Secretary

Registered Office:
1-203, Vishal Complex,
Narsing Lane, Off S. V. Road,
Malad (West),
Mumbai- 400 064,
Maharashtra, India

MIDEAST PORTFOLIO MANAGEMENT LIMITED
Registered Office: 1/203, Vishal Complex, Narsing Lane, off. S.V. Road,
Malad (West), Mumbai – 400 064
Email Id: info@mideastportfolio.com,
Website: www.mideastportfolio.com
TEL: 28240444\ 28216736

EXTRAORDINARY GENERAL MEETING

ATTENDANCE SLIP

DATE	VENUE	TIME
Friday, April 17, 2020	402, 4 th floor, Apollo Complex, R.K. Singh Marg, Andheri (E), Mumbai- 400 069	10.30 a.m.

Name of the Member (s)/ Proxy:	
Address	
E-mail id	
Folio No./DP Id and Client Id	

I hereby certify that I am a Member/Proxy for the Member HoldingEquity shares. I hereby record my presence at the Extraordinary General Meeting of the Company.

Please ✓ in the box

Member

Proxy

.....
Name of Proxy in Block Letters

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

Note:

Member/Proxy attending the Extraordinary General Meeting (EGM) must bring his/her Attendance Slip which should be signed and deposited at the entrance of the Meeting Hall

MIDEAST PORTFOLIO MANAGEMENT LIMITED
Registered Office: 1/203, Vishal Complex, Narsing Lane, off. S.V. Road,
Malad (West), Mumbai – 400 064
Email Id: info@mideastportfolio.com,
Website: www.mideastportfolio.com
TEL: 28240444\ 28216736

EXTRAORDINARY GENERAL MEETING
PROXY FORM (MGT-11)

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management & Administration) Rules, 2014]

Name of the Member (s)/ Representative:	
Registered Address	
E-mail id	
Folio No./DP Id and Client Id	

I/we, being the member(s) holdingNo. of Equity Shares of aforesaid mentioned Company hereby appoint:

1	Name	
	Address	
	E-mail Id	
	Signature	

Or Failing him/ her

2	Name	
	Address	
	E-mail Id	
	Signature	

Or Failing him/ her

3	Name	
	Address	
	E-mail Id	
	Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting Of the Company to be held on Friday, 17th April 2020 at 10.30 a.m. at Corporate office of the company at 402, 4th floor, Apollo Complex, R.K. Singh Marg, Andheri (E), Mumbai- 400 069, Maharashtra, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For	Against
Special Business			
1	To raise funds upto Rs. 2,03,00,000/- (Rupees Two Crores, Three Lakh Only) through allotment of equity shares on preferential basis to the Proposed Allottees, subject to such regulatory/ statutory approvals as may be required		

Signed this.....day of, 2020

Member's Folio/DP ID and Client ID No.

Signature of Shareholder(s)

Signature of Proxy holder(s)

Affix Rs. 1/- Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statements and Notes, please refer to the Notice of the Extra Ordinary General Meeting of the Company
3. It is optional to indicate your preference. If you leave the 'For' or "Against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/ she may deem appropriate.

Route Map

