

SOUTH ASIAN ENTERPRISES LTD.

Regd. Office: Mikky House, K-Block, Kidwai Nagar, Kanpur -208 011 (U.P.) Phone: 0512-2606859
Corp. Off. : 2ndFloor, 13, Sant Nagar, East of Kailash, New Delhi-110065
Phone: 011-46656666, FAX: 011-46656699 CIN: L91990UP1990PLC011753,
email: southasianenterprises@gmail.com, website: www.saelltd.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th Annual General Meeting of the Members of **SOUTH ASIAN ENTERPRISES LTD.** will be held at the Registered Office of the Company at Mikky House, K-Block, Kidwai Nagar, Kanpur-208 011 (U.P.) on Saturday, the 26th day of September, 2015 at 12:30 p.m. to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2015, the Statement of Profit & Loss for the year ended on that date together with the Report of Auditors and Directors thereon.
2. To appoint a Director in place of Shri Anurag Bhatnagar, (DIN: 00115108) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint the Auditors and to fix their remuneration and in this connection to consider and if thought fit, to pass following resolution, with or without modification(s), as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139,141 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, M/s. Anil Pariek & Garg, Chartered Accountants, (Firm's Registration No. 01676C) the present Statutory Auditors of the Company be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company and that the Board of Directors of the Company be and is hereby authorized to fix their remuneration."

SPECIAL BUSINESS:

4. **Appointment of Dr. (Mrs.) Neeraj Arora (DIN: 07191167) as Director.**

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

"RESOLVED THAT Dr. (Mrs.) Neeraj Arora (DIN: 07191167) who was appointed by the Board as an Additional Director of the Company w.e.f. 29/05/2015 and who holds office till the date of this Annual General Meeting under Section 161(1) of the Companies Act, 2013 and for whose appointment as a Director, a notice in writing under Section 160 of the Companies Act, 2013 has been received from a member of Company, be and is hereby appointed as Director of the Company, liable to retire by rotation."

5. **To approve the proposed sale of 10,00,000 Equity shares constituting 4.32% stake in VLS Capital Ltd. (the holding Company) to VLS Securities Ltd.**

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

"RESOLVED THAT the consent of the Company be and is hereby accorded in terms of Section 188 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) for proposed sale of 10,00,000 (ten lac) equity shares constituting 4.32% of share capital of VLS Capital Ltd. - (the holding Company) to VLS Securities Ltd., also a constituent of promoter group at the rate of Rs. 60/- per share aggregating to Rs. 6,00,00,000/- (Rupees Six Crores only).

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle and execute such documents / deeds/ writings / papers / agreements as may be required and to do all such acts, deeds,

matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may be necessary, proper, desirable or expedient to give effect to this resolution."

By Order of the Board
For South Asian Enterprises Ltd.

Place: New Delhi
Date: 10/8/2015

R. C. Pandey
Company Secretary

NOTES: -

1. A Member entitled to attend and vote is also entitled to appoint a proxy to attend and vote instead of himself/herself. The proxy need not be a member of the Company. The appointment of proxy in order to be effective must be lodged at the Registered Office of the Company not less than 48 hours before the commencement of the meeting, in the form enclosed hereto, duly filled and authenticated. A proxy may not vote except on a poll.
2. Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as Proxy for 50 Members and holding 10 percent of the total share capital of the Company carrying voting rights. Member holding more than 10 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 Proxy for any other Member.
3. If a person is appointed as Proxy for more than 50 members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.
4. The Company has retained M/s. RCMC Share Registry Pvt. Ltd., ("Registrar & Transfer Agent") at B-25/1 First Floor, Okhla Industrial Area Phase-II, New Delhi-110020 (Phone Nos. 011 -26387320, 26387321, 26387323 Fax: 011-26387322) w.e.f. 01/04/2003 for entire shareholder services. All correspondence, therefore, may be addressed to the said Registrar & Transfer Agent. However, for any further assistance in said matters, queries may be addressed to the Secretarial Department at Corporate Office at 2nd floor, 13, Sant Nagar, East of Kailash, New Delhi-110065 Phone No. 011-46656666, Fax: 011-46656699. Dedicated Investor Services e-mail: investordesk.sael@gmail.com.
5. SEBI vide circular ref. no. MRD/DoP/Cir-05/2009 dated May 20, 2009 had clarified that providing the PAN information i.e. Permanent Account Number allotted by Income Tax Authority will be mandatory for transactions in securities in physical form as well. Existing members may also voluntarily provide the details of PAN to the Company for updating Company's records.
6. The shares of the Company are traded in Demat segment only, w.e.f. 24th July, 2000 in Stock Exchange. The **ISIN No.** allotted to Company is **INE118B01010** for both the Depositories viz. The National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).
7. Members, who are holding shares in identical order of names in more than one Folio i.e. physical form, are requested to write to the 'Registrar & Transfer Agent' of the Company or the Company at its Corporate Office, to enable the Company to consolidate their holding under one Folio. Members can avail the facility of nomination in respect of shares held by them in physical form in accordance with the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in prescribed form No. SH 14, duly filled in, to the 'Registrar &

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Transfer Agent of Company. Members are also requested to intimate change in address, if any, to the Company's *Registrar & Transfer Agent* or to the Company at its Corporate Office for shares held in physical mode. Members holding shares in Demat (Electronic) form are requested to notify any change in address, mandate/bank details/nominations to their Depository Participants.

8. In the case of joint holders, the vote of the senior shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the AGM.
9. Members who wish to obtain information about the Company or view the financials of Company, may visit the Company's website viz www.saeltd.com
10. In terms of provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20, and 21 of Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement for votes cast through e-voting, ballot by post and by poll at Annual General Meeting on the business to be transacted in Annual General Meeting of the Company on 26/09/2015, the Board of Directors of the Company has appointed Ms. Pooja Gandhi, Practicing Company Secretary, as the Scrutinizer.

The procedure with respect to e-voting is provided below: -

 - A. In case of Members who receive the Notice in electronic mode:
 - (a) Open e-mail and open PDF file viz. 'SAEL e-voting.pdf' with your Client ID No. or Folio No. as password. The said PDF file contains your User ID and password for e-voting. Please note that the password is an initial password.
 - (b) Launch internet browser by typing the URL: <https://www.evoting.nsdl.com/> and click on 'Shareholder - Login'.
 - (c) Insert User ID and password as initial password stated in (a) above. Click on 'Login'.
 - (d) Password change menu appears. Change the password with a new password of your choice with minimum 8 digits/characters or combination thereof. Please do not share your password with any other person and take utmost care to keep your password confidential.
 - (e) Home page of e-voting opens, Click on 'e-voting: Active E-voting Cycles' and select the Electronic Voting Event Number (EVEN) of South Asian Enterprises Limited.
 - (f) Now you are ready for e-voting as 'Cast Vote' page opens.
 - (g) Cast your vote by selecting appropriate option and click on 'Submit'. Thereafter click on 'Confirm' when prompted.
 - (h) Upon confirmation, the message 'Vote cast successfully' will be displayed. Thereafter you will not be allowed to modify your vote.
 - (i) Corporate and institutional shareholders (companies, trusts, societies etc.) are required to send a scanned copy (in PDF/JPG format) of the relevant Board Resolution/appropriate authorisation, with the specimen signature(s) of the authorised signatory(ies) duly attested, to the Scrutinizer through e-mail at southasianenterprises@gmail.com with a copy marked to NSDL's e-mail ID evoting@nsdl.co.in
 - B. In case of Members who receive the Notice by post:
 - (a) User ID and initial password is provided in the separate slip.
 - (b) Please follow the steps from Sl. Nos. (b) to (i) mentioned in (A) above, to cast your vote.
 - C. Members already registered with NSDL for e-voting can use their existing User ID and password for Login. Thereafter please follow the steps from Sl. Nos. (e) to (i) mentioned in (A) above, to cast your vote.
 - D. In case of any queries, you may refer to the Frequently Asked Questions for Shareholders and e-voting User Manual for Shareholders available under the Downloads section of NSDL's e-voting website www.evoting.nsdl.com. You may also address your queries relating to e-voting to the e-mail ID southasianenterprises@gmail.com
 - E. **The period for e-voting starts at 9.00 a.m. on Monday, 21st September, 2015 and ends at 5.00 p.m. on Friday, 25th September, 2015. E-voting shall be disabled by NSDL at 5.00 p.m. on 25th September, 2015.**
 - F. General Information
 - (a) Every Client ID No./ Folio No. shall have one e-vote, irrespective of the number of joint holders.
 - (b) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, 18th September, 2015 the cut off date. Persons who are not members as on cut off date should treat this notice for information purposes only.
 - (c) E-voting right cannot be exercised by a proxy.
 - (d) The members may cast their vote by either of the three means viz. e-voting facility, ballot form by post and ballot form at general meeting. In case vote is cast by more than one means then vote cast by e-voting will be counted and vote by other means will be treated as invalid.
 - (e) The results of e-voting alongwith the Scrutinizer's Report, will be available on the Company's corporate website www.saeltd.com under the section 'Investor Relations' and on the website of NSDL within three days of passing of resolution at the AGM. Such Results will also be forwarded to the Stock Exchange where the Company's shares are listed.
 11. Those persons, who become Members of the Company after the dispatch of this Notice of the AGM by the Company and whose names appear in the Register of members or register of beneficial holders as on the cut-off date i.e 18th September, 2015 may view the Notice of the 26th AGM on the Company's website or on the website of NSDL. Such members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM. The Ballot by post can be exercised by downloading ballot form from the website of the Company and forwarding the duly filled form to Company so as to reach on or before conclusion of AGM. In case of any difficulty Members may contact the Company or its Registrar and Transfer Agent.
 12. The Register of Members of the Company shall remain closed **from 19th September, 2015 to 26th September, 2015** (both days inclusive).
 13. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all days between 11:00 a.m. and 1:00 p.m. up to the date of AGM.
 14. The submission of form of proxy by a member does not preclude such member from attending and voting at the meeting. The proxy in such event shall not be eligible to attend the meeting. Only bonafide members of the Company whose names appear on the Register of Members/ Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

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15. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at this AGM is annexed hereto and forms part of this notice.
16. Member/Proxies are requested to bring their copies of the Annual Report along with Admission Slips to the meeting. As a measure of economy, copies of Annual Report and Admission Slips will not be distributed at the Annual General Meeting.
17. The unclaimed & unpaid dividend upto financial year 1994-95 had been transferred to General Revenue Account of Central Government and can be claimed from Central Government, through Registrar of Companies, U. P. & Uttarakhand. The unclaimed & unpaid dividend for the period from 1995-96 to 1997-98 was transferred in time, to the Investor Education and Protection Fund (IEPF) of Central Government in accordance with Section 205A and 205C of the Companies Act, 1956. Since no dividend had been declared for the year 1998-99 and in subsequent years till date, hence no unclaimed & unpaid dividend remains to be transferred to IEPF.
18. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its member. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their Depository Participant. Members holding shares in physical form are requested to send their e-mail address to the Registrar and Transfer Agents M/s. RCMC Share Registry Pvt. Ltd., B-25/1 First Floor, Okhla Industrial Area Phase-II, New Delhi-110020.
19. The Company in adherence to its policy to provide par excellence Investor service, periodically undertakes to locate members whose share certificate are lying undelivered and promptly sends share certificates upon identification of members. With the advent of Clause 5A in the Listing Agreement, the undelivered shares will be credited to "Unclaimed Suspense Account" with a depository participant in due course. As a consequence inter-alia, the voting rights in respect of such shares shall be stand frozen till shares are restored to members. The members are, therefore requested to update their address in Company's records by informing respective depository participant, in case shares are held in demat (electronic) form and where shares are held in physical form by writing to Company or its Registrar and Transfer Agent.
20. Information regarding Directors retiring by rotation and seeking re-appointment:

(A)

Sl. No.	Name of Director	Date of Birth	Date of Appointment	Qualifications and Expertise in specific Functional areas	List of Companies in which Directorship held as on 10/08/2015	Membership in the Committees of other Companies as on 10/08/2015	Whether qualified u/s 164(2) of the Companies Act, 2013
1.	Shri Anurag Bhatnagar	21/12/1963	27/05/2013	B. A. Economics (Hons), CFA, LL.B. He is presently associated with VLS Securities Ltd. as Vice-President and CFO, has over 29 years of rich experience in asset financing, financial marketing, merchant banking, issue management and other allied areas.	a) VLS Asset Management Limited b) Rockbridge Associates India Pvt. Ltd.	NIL NIL	Yes

(B) Shareholding of above Director as on 10/08/2015

S. No.	Name of Directors	No. of Shares held in Company	Percentage
1.	Shri Anurag Bhatnagar	NIL	NIL

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

ITEM NO.4

Dr. (Mrs.) Neeraj Arora (DIN: 07191167) was appointed as Additional Director under section 161 of the Companies Act, 2013 by the Board on 29/05/2015. As per provision of section 161 of the Companies Act, 2013 Dr. (Mrs.) Neeraj Arora will hold office upto the conclusion of this Annual General Meeting. She is a retired Medical Officer from U.P. Government health service.

A notice in writing alongwith requisite deposit has been received from a member of the Company pursuant to Section 160 of the Companies Act, 2013 signifying intention to propose the resolution for appointment of Dr. (Mrs.) Neeraj Arora as Director of the Company at the forthcoming Annual General Meeting.

Your Directors recommend appointment of Dr. (Mrs.) Neeraj Arora as Director of Company. Dr. (Mrs.) Neeraj Arora does not hold any shares of the Company and holds directorship in VLS Finance Limited.

None of the other Directors or Key Managerial Personnel or their relatives directly or indirectly except Dr. (Mrs.) Neeraj Arora is concerned or interested in the resolution.

ITEM NO.5

The Company has been holding 10,00,000 (ten lac) equity shares of VLS Capital Ltd. (the holding Company) prior to becoming its subsidiary w.e.f. 03/02/2015. In terms of section 19 of the Companies Act, 2013, the subsidiary is prohibited to acquire shares of holding Company and the voting rights of shares already held i.e. prior to becoming subsidiary stand frozen upon becoming the subsidiary. Since VLS Capital Ltd. has not declared dividend in past and the value of investment is not likely to enhance materially in future, it is proposed to sell the entire holding of VLS Capital Ltd. In this connection, VLS Securities Ltd., a constituent of promoter group has shown interest to purchase entire stake at book value subject to requisite approvals. Keeping this in view, the management perceives that it would be in the interest of the Company to unlock the value of said investment by approving the proposed sale of 10,00,000 (ten lac) equity shares constituting 4.32% of paid up share Capital of VLS Capital Ltd.- (the holding Company) to VLS Securities Ltd.- a constituent of promoter group for an aggregate value of Rs. 6,00,00,000/- (Rupees Six Crores only) which is also book value of Company. The proposed transaction will constitute a related party transaction and has been approved by the Board of Directors and Audit Committee pursuant to applicable regulations.

The approval of the Members by way of Ordinary resolution for aforesaid proposed sale of stake in VLS Capital Ltd., is therefore now being sought, pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 read with applicable rules under the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof).

Yours Directors recommend the Ordinary Resolution at item no. 5 of the accompanying Notice for the approval of the Members of the Company.

Shri K. K. Soni, Shri T. B. Gupta, Shri R. K. Goswami and Shri P. K. Sharan hold directorship in VLS Securities Ltd. and the Company and hence they stand interested to that extent.

None of the other Directors and Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested in this Resolution.

By Order of the Board
For South Asian Enterprises Ltd.

Place: New Delhi
Date: 10/8/2015

R. C. Pandey
Company Secretary

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BALLOT FORM

- 1 Name of the Member:.....
(1st holder in case of Joint holding)
- 2 Registered address of sole
/first named Member.
- 3 Registered folio No./DP ID No. and Client ID No.*
(* Applicable to investors holding shares in
dematerialized form)
- 4 Number of Shares held
- 5 Name of the Jointholder(s)
- 6 I/We hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or
dissent to the said resolution in the following manner:

Serial No.	Particulars	No. of Shares held by me/us	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1	To receive, consider and adopt the Audited Balance Sheet of the Company as at 31 st March, 2015, the statement of Profit & Loss for the year ended on that date together with the Report of Auditors and Directors thereon.			
2	To appoint a Director in place of Shri Anurag Bhatnagar (DIN: 00115108) who retires by rotation and being eligible, offers himself for re-appointment.			
3.	To appoint the Auditors and to fix their remuneration.			
4	Appointment of Dr. (Mrs.) Neeraj Arora (DIN: 07191167) as Director.			
5	To approve the proposed sale of 10,00,000 Equity shares constituting 4.32% stake in VLS Capital Ltd. (the holding Company) to VLS Securities Ltd.			

Place:

Date:

Signature of the Member (s)

Note: Please read the instructions before filling the Ballot Form.

INSTRUCTIONS FOR FILLING THE BALLOT FORM

- 1 A member desiring to exercise vote by ballot may complete this Ballot Form and send it to the Company by post addressed to scrutinizer at the corporate office of the Company. Envelops, containing Ballots if sent by courier or registered post or delivered personally at the expense of the members will also be accepted. The member may choose to tender the ballot form at the time of Annual General Meeting in the ballot box kept at the venue.
- 2 Vote can be exercised by E-voting facility provided for this purpose and details thereof has been provided in accompanying notice. Members are requested to exercise vote either by ballot or e-voting. In case voting is exercised both through e-voting and ballot, the vote through e-voting will supersede ballot in all cases i.e. voting by ballot will be rendered invalid.
- 3 This form should be completed and signed by the member (as per the specimen signature registered with the Company). In case of jointholding, this form should be completed and signed by the first named member and in his/her absence, by the next named member.
- 4 Incomplete/Unsigned Postal Ballot Form will be rejected. Vote exercised through multiple forms i.e. more than one form will render the vote invalid and all forms will be treated as invalid.
- 5 Duly completed Ballot form should reach the Company not later than the conclusion of Annual General Meeting on Saturday, the 26th day of September 2015. Ballot form received after this date will be strictly treated as if the reply from the member has not been received.
- 6 Voting rights for ballot shall be reckoned on the paid up value of shares registered in the name of the shareholders on the cut off date i.e. 18/09/2015.
- 7 The Ballot shall not be exercised by a duly appointed proxy except in Annual General Meeting.
- 8 In case of shares held by companies, trusts, societies etc. the duly completed Ballot Form should be accompanied by a certified true copy of Board Resolution/ Authority letter together with attested specimen signature(s).
- 9 The decision of Scrutinizer on the validity of Ballot form will be final.

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CIN: L91990UP1990PLC011753

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Form of Proxy

(Pursuant to Section 105(6) of 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./DP ID/Client ID:	
No. of Shares Held:	

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

1.	Name:		Signature of proxy
	Address:		
	E-Mail id:		
Or failing him			
2.	Name:		Signature of proxy
	Address:		
	E-Mail id:		
Or failing him			
3.	Name:		Signature of proxy
	Address:		
	E-Mail id:		

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on the 26th day of September 2015 at 12:30 P.M. at Mikky House, K-Block, Kidwai Nagar, Kanpur -208 011 (U.P.) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution number	Description	(Optional)	
		For	Against
Ordinary Business			
1	To receive, consider and adopt the Audited Balance Sheet of the Company as at 31 st March, 2015, the statement of Profit & Loss for the year ended on that date together with the Report of Auditors and Directors thereon.		
2	To appoint a Director in place of Shri Anurag Bhatnagar (DIN: 00115108) who retires by rotation and being eligible, offers himself for re-appointment.		
3	To appoint the Auditors and to fix their remuneration.		
Special Business			
4	Appointment of Dr. (Mrs.) Neeraj Arora (DIN: 07191167) as Director.		
5	To approve the proposed sale of 10,00,000 Equity shares constituting 4.32% stake in VLS Capital Ltd. (the holding Company) to VLS Securities Ltd.		

Signed this _____ day of _____ 2015

Signature of Shareholder _____

Signature of Proxy Holder(s) _____

Affix Revenue Stamp

NOTE:

1. The Proxy Form must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the meeting. A Proxy need not be a Member.
2. The form should be signed across the stamp as per specimen signature registered with the Company.
3. In case of jointholding, all the jointholders must sign the proxy form.
4. It is optional to put a "X" in the appropriate column against the resolution indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

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ATTENDANCE CARD

TWENTY SIXTH ANNUAL GENERAL MEETING

Saturday, the 26th day of September, 2015

NAME OF THE ATTENDING MEMBER(S) (IN BLOCK LETTERS)	
* Folio No.	
DP ID No.	
Client ID No.	
No. of Shares Held	
NAME OF PROXY (IN BLOCK LETTERS, TO BE FILLED IN IF THE PROXY ATTENDS INSTEAD OF MEMBER)	

I hereby record my presence at the 26th Annual General Meeting of the Company at Mikky House, K-Block, Kidwai Nagar, Kanpur - 208 011 (U.P.) at 12.30 p.m. on Saturday, the 26th day of September, 2015.

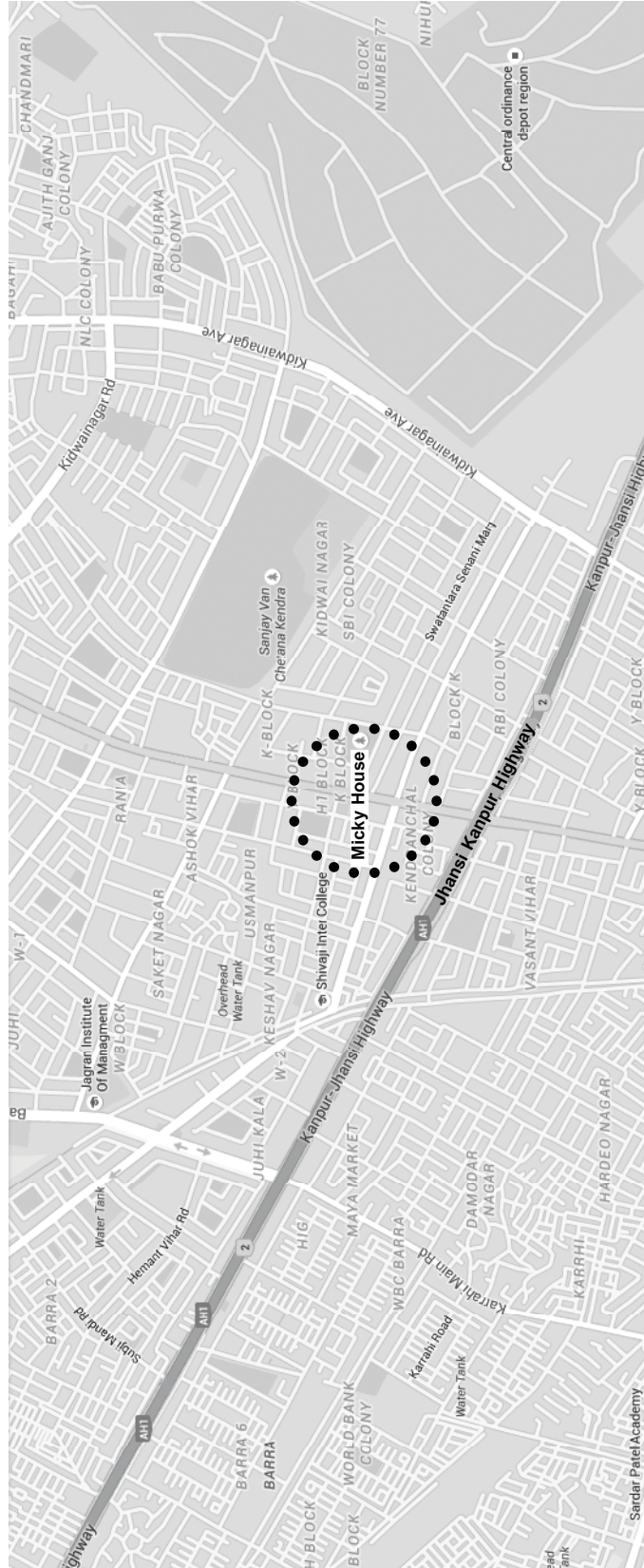
* Applicable in case of shares held in physical form.

Member/Proxy Signature

NOTES:

1. Member/Proxy wishing to attend the meeting must present this card duly filled in at the Entrance of the Venue.
2. No Gift/Coupon or equivalent will be given to members who are present in the meeting.
3. For convenience of members, persons other than member/proxy will not be allowed inside the Venue.

Route map of AGM Venue



••• Micky House, K Block, Kidwai Nagar, Kanpur (U.P.)

