



POSTAL BALLOT

NOTICE PURSUANT TO SECTION 192A (2) OF THE COMPANIES ACT, 1956

NOTICE is hereby given to the members of Akruti City Limited for passing the following special resolution through voting by Postal Ballot in accordance with the provisions of Section 192A of the Companies Act, 1956 (the 'Act') read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2001 (the "Rules") (including any statutory modification or re-enactment thereof for the time being in force).

DRAFT SPECIAL RESOLUTION:

To consider and, if thought fit, to pass, with or without modifications as may be practical and permissible, the following resolution as a Special Resolution:

"RESOLVED THAT subject to the approval of the Central Government under Section 21 of the Companies Act, 1956, the name of the Company be changed from 'AKRUTI CITY LIMITED' to '**ACKRUTI CITY LIMITED**' made available for registration by the Registrar of Companies, Maharashtra and accordingly, the name 'AKRUTI CITY LIMITED' wherever it occurs in the Memorandum and Articles of Association of the Company, be substituted by the new name '**ACKRUTI CITY LIMITED**' ;

RESOLVED FURTHER THAT anyone Director or Secretary of the Company be and is hereby authorised to make application to the Central Government seeking its approval to the proposed change of name as aforesaid and to sign all such applications, papers, and other documents and to do all such acts, deeds and things as may be necessary for giving effect to this resolution."

By Order of the Board
For **Akruti City Limited**

Place : Mumbai

Dated: April 9, 2009

Chetan S. Mody
Company Secretary

Notes:

1. The relative Explanatory Statement pursuant to Section 173 of the Companies Act, 1956 setting out material facts is annexed hereto.
2. The Board of Directors of the Company by a circular resolution passed on April 9, 2009 appointed Mr. Ashish Bhatt, a Practising Company Secretary as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and in accordance with the provisions of the Act and the Rules framed thereunder. The Postal Ballot Form and the self-addressed postage pre-paid envelope are enclosed for use of the members.
3. In terms of Section 192A of the said Act read with the Rules, passing of the special resolution through Postal Ballot for the aforesaid matter is not mandatory. However, to facilitate wider participation in the approval process by members of the Company residing at different locations, the Company is seeking approval of the members through Postal Ballot instead of separately convening an extraordinary general meeting.
4. The members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form (no other Form or photo copy is permitted) duly completed in the attached self addressed postage pre-paid envelope so as to reach the Scrutinizer **on or before May 23, 2009**. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny of the Postal Ballots received. The Chairman or the Managing Director or any other Director of the Company will announce the result of the Postal Ballot on **May 27, 2009 at 3.00 P.M.** at the Registered office of the Company at Akruti Trade Centre, 6th floor, Road No.7, Marol MIDC, Andheri (East), Mumbai 400 093. The result will be displayed at the Registered Office of the Company, besides being communicated to Bombay Stock Exchange Limited and National Stock Exchange of India Limited where the Company's equity shares are listed. The result will also be published in the newspaper(s) and posted on the Company's website – www.akruticity.com for the information of the members.

ANNEXURE TO THE NOTICE

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

Item No. 1 :

It is proposed to change the name of the Company to '**Akruti City Limited**' subject to the approval of the Central Government under Section 21 of the Act.

The Registrar of Companies, Maharashtra has made available the proposed new name 'Akruti City Limited' for registration.

A copy of the Memorandum and Articles of Association and the draft amendment are available for inspection by the members at the Registered Office of the Company on any working day except Saturdays, Sundays and Public Holidays between 11.00 a.m. and 1.00 p.m. till the last date for receiving the Postal Ballot Form.

Your Board recommends the adoption of the special resolution accordingly.
No Director of the Company is concerned or interested in the said resolution.

By Order of the Board
For **Akruti City Limited**

Place : Mumbai

Dated: April 9, 2009

Chetan S. Mody
Company Secretary