

Notice is hereby given that the proposed Resolution is circulated for approval of the Members of the Company to be accorded by POSTAL BALLOT in accordance with the provision of Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001.

Pursuant to the provisions of Section 17 of the Companies Act, 1956 read with Section 192A and the rules provided thereto, the proposal for alteration of Objects Clause of the Company has to be approved by the shareholders of the Company by way of a Postal Ballot.

Accordingly, we are appending the Postal Ballot Form and the draft Resolution along with Explanatory Statement pertaining to the said Resolution explaining in detail the material facts, for your consideration.

The Company has appointed Mr. Rishi Sood, Advocate, Corporate Professionals, Advocates & Solicitors, as Scrutinizer to scrutinize the Postal Ballots in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman on Monday, October 25, 2010 and the result of postal ballot will be announced by the Chairman or the Authorised Representative at the registered office on Tuesday, October 26, 2010 at 3.00 p.m..

The date of declaration of result shall be deemed to be date of passing of the said resolution.

You are requested to carefully read the instructions printed in the Postal Ballot Form, fill up the Form, give your assent or dissent on the resolution at the end of the Form and sign the same and return the Form duly completed in the attached self-addressed, postage prepaid envelope so as to reach the Scrutinizer before the close of working hours, on or before Friday, October 22, 2010. The Ballot Form received after the said date will be treated as not to have been received.

- Encl:** 1. Resolution along with Explanatory Statement
2. Postal Ballot Form & Self-addressed postage prepaid envelope

Special Business

Alteration of Object Clause of the Company

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

RESOLVED THAT pursuant to the provisions of Section 17 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or re-enactment thereof for the time being in force), and subject to the necessary approvals, required if any in this regard from appropriate authorities, and subject further to such other terms, conditions, stipulations, alterations, amendments or modifications as may be required, specified or suggested by any of such appropriate authorities; which terms, conditions, stipulations, alterations, amendments or modifications, the Board of Directors (herein after referred to as "the Board", which term shall include any of its duly authorised Committee or individual Director) is hereby authorised to accept as it may deem fit; consent of the members of the Company be and is hereby accorded for alteration of the existing Object Clause III of the Memorandum of Association of the Company in the following manner:

- i. **By substituting the existing clause III (A) (3) of the Main objects Clause of the Company with the below stated clause:-**
3. *"To own or otherwise establish, set up, manage, run and operate through partnership, joint venture or any other mode, training, data processing and information centers and/or educational institutions for imparting education,*