E·LAND
APPAREL

Date: 11th February, 2016

The General Manager,
Department of Corporate Services
BSE Limited,
New Trading Ring,
Rotunda Building, 1st Floor,
P.J Towers, Dalal Street,
Fort, Mumbai- 400 001
Scrip Code: 532820

The Manager
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East)
Mumbai- 400 051
Symbol: ELAND

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the Listing Regulations

With reference to the captioned subject and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit copy of Postal Ballot Notice dated 15th January, 2016 issued to the shareholders of the Company for entering into Long Term Export Contract for sale or supply of any goods or materials with E-Land Asia Holdings Pte. Ltd. a holding company, for a period of 10 years with effect from 15.03.2016 to 14.03.2026 for a value not exceeding Rs. 300 Crores.

Kindly take the same on your record and acknowledge the receipt.

Thanking you,

For E-Land Apparel Limited

Ashitosh Sheth
Company Secretary
Mem. No : A25997

E-LAND APPAREL LIMITED

E-LAND APPAREL LIMITED

(Formerly known as Mudra Lifestyle Ltd.)
CIN: L17110MH1997PLC106945

Registered Office: Office No. 404, 4th Floor, Western Edge – I, Western Express Highway, Magathane, Borivali (East), Mumbai-400 066.
Tel.: 022-40972600; Fax: 022-40972601

Website: www.elandapparel.com, Email: investor@elandapparel.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 110 and other applicable provisions, if any,of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules")(including any statutory modification or re-enactment thereof for the time being in force), the resolution as set out in this notice is proposed to be passed by Postal Ballot / electronic voting (e-voting).The statement pursuant to the provisions of Section 102 of the Companies Act, 2013 pertaining to the proposed resolutions setting out the material facts and reasons thereof is annexed hereto along with the Postal Ballot Form for your consideration.

The Board of Directors of the Company has appointed CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as Scrutinizer for conducting the Postal Ballot/ e-voting process in a fair and transparent manner.

Members desiring to exercise their vote by Postal Ballot Form are requested to carefully read the instructions given under notes and return the same duly completed in the enclosed self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. Postal Ballot Form(s), if sent by courier or by registered post / speed post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the self – addressed Business Reply Envelope.The duly completed Postal Ballot Form(s) should reach the Scrutinizer at Bigshare Services Private Limited, C/o E-Land Apparel Limited, E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai-400072, India on or before 5.00 p.m. on Thursday, 10th March, 2016 to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the Member.

The Company is pleased to provide Electronic Voting (hereinafter referred as "e-voting") facility to its Members as an alternative mode to cast their votes electronically, instead of replying in physical Postal Ballot Form through post. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility. It may be noted that e-Voting is optional. In case a member votes through e-voting facility, he/she is not required to send the physical Postal Ballot Form. In case a member votes through e-voting facility and sends his vote through physical vote also, the vote cast through e-voting facility shall only be considered and the voting through physical Postal Ballot will not be considered by the Scrutinizer.Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions in the Notes under the section 'Voting through Electronic Means'.

The Scrutinizer will submit his report to the Managing Director of the Company after completion of the scrutiny of the Postal Ballot Forms received in electronic and physical modes. The result of the voting will be declared by the Managing Director or Whole Time Director or by such other person as may be authorized by him on Saturday, 12th March, 2016 at 3:00 p.m.at the Registered Office of the Company and will be communicated to the Stock Exchanges, Central Depository Services (India) Limited (CDSL) and shall also be displayed on the Company's website at www.elandapparel.com.

RESOLUTION:

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

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and subject to all approvals and consents as may be required, consent of the members of the Company be and is hereby accorded to enter into a Long Term Export Contract for sale or supply of any goods or materials with E-Land Asia Holdings Pte. Ltd. a holding company, for a period of 10 years with effect from 15.03.2016 to 14.03.2026 for a value not exceeding Rs. 300 Crores.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to execute agreements, sign letters, documents and execute any amendments or modifications to the agreements, deeds, documents and other writings, as and when necessary, to do all such acts and deeds as may be required to give effect to the above resolution and are authorized to delegate all or any of the power herein conferred, to any other officer(s)/ authorized representative(s) of the Company."

Place: Mumbai
Date: 15th January, 2016

By Order of the Board of Directors
E-Land Apparel Limited

Registered Office:
Office No. 404, 4th Floor, Western Edge – I,
Western Express Highway, Magathane,
Borivali (East), Mumbai-400 066

AshitoshSheth
Company Secretary
Membership No. A25997

Notes:

1. The statement pursuant to Section 102 of the Act stating all material facts and the reasons for the proposal is annexed herewith.
2. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 29th January, 2016. The Postal Ballot Notice is being sent to Members in electronic form to the e-mail addresses registered with their

Depository Participants (in case of electronic shareholding)/ the Company's Registrar and Share Transfer Agents (in case of physical shareholding). For Members, whose email Ids are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with a postage-prepaid self-addressed Business Reply Envelope.

3. Members whose names appear on the Register of Members / List of Beneficial Owners as on 29th January, 2016 will be considered for the purpose of voting.

4. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.

5. Member(s) can opt for only one mode for voting i.e. either by physical ballot or e-voting. In case, Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms shall be treated as invalid.

6. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to investor@elandapparel.com. The Registrar and Share Transfer Agents / Company shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member.

7. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on 29th January, 2016.

8. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically and vote on all resolutions through the e-voting service facility arranged by CDSL. The e-voting facility is available at the link https://www.evotingindia.com. The instructions for electronic voting are annexed to this Notice.

9. A Member cannot exercise his vote by proxy on postal ballot.

10. Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than 5.00 p.m. on Thursday, 10th March, 2016. The postage will be borne by the Company. However, envelopes containing postal ballots, if sent by courier or registered/speed post at the expense of the Members will also be accepted. If any Postal Ballot Form is received after 5.00 p.m. on Thursday, 10th March, 2016, it will be considered as if no reply from the Members has been received.

11. The Scrutinizer will submit his report to the Managing Director of the Company after completion of scrutiny and the result of the voting by postal ballot will be announced by the Managing Director or Whole Time Director or by such other person as may be authorized by him on Saturday, 12th March, 2016 at 3.00 p.m. at the Registered Office of the Company and shall also be displayed on the Company's website at www.elandapparel.com and communicated to the Stock Exchanges and Central Depository Services (India) Limited (CDSL) on that date.

12. The date of declaration of the results of the postal ballot shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

13. All the material documents referred to in the Statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till 12th March, 2016.

VOTING THROUGH ELECTRONIC MEANS:

Pursuant to provisions of Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to its members to cast their votes electronically on resolution set forth in the Notice of Postal Ballot dated 15th January, 2016.The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility, and a member may avail of the facility at his/her/its discretion, subject to compliance with the instructions prescribed below:

The e-voting facility is available at the link www.evotingindia.com.

The procedure and instructions for e-voting are as follows:

A. Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com.

B. Now click on "Shareholders" to cast your votes.

C. Fill up the following details in the appropriate boxes:

   i. Now Enter your User ID

      a) For CDSL: 16 digits beneficiary ID,

      b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

      c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

   ii. Next enter the Image Verification as displayed and Click on Login.

   iii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

iv. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. ● In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

D. After entering these details appropriately, click on "SUBMIT" Tab.

Members holding shares in Physical form will then reach directly to the EVSN selection screen. Members holding shares in Demat form will now reach Password Creation menu wherein they are required to mandatorily change their login password in the new password field. Kindly note that this password is also to be used by the Demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

E. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

F. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.

G. If you are holding shares in Demat form and had logged on to www.evotingindia.com and cast your vote earlier for EVSN of any company, then your existing login id and password are to be used.

H. Click on the EVSN for **E-Land Apparel Limited** on which you choose to vote.

I. On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

J. Click on the Resolution File Link if you wish to view the entire Postal Ballot Notice.

K. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

L. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

M. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

N. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

These details and instructions form an integral part of the Notice of Postal Ballot dated 15th January, 2016

General:

(a) In case of any queries regarding e-voting you may refer to the 'user manual for shareholders to cast their votes' available at www.evotingindia.com under 'HELP'.

(b) If you are already registered with CDSL for e-voting then you can use your existing user ID and password for casting your vote.

(c) The e-voting period commences on Wednesday, 10th February, 2016 (09:00 a.m.) and ends on Thursday, 10th March, 2016 (05:00 p.m.). During the e-voting period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut -off date (record date) of 29th January, 2016, may cast their votes electronically. Once the vote on a resolution is cast by the shareholder, he/she shall not be allowed to change it subsequently.

(d) The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 29th January, 2016.

(e) CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

(f) The Scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any and submit forthwith to the Managing Director of the Company.

(g) The result of the e-voting along with the Scrutinizer's Report shall be communicated to the Stock Exchanges and shall also be placed on the Company's website www.elandapparel.com and on the website of CDSL immediately after the result is declared.

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

As per the provisions of Section 188(1) of the Companies Act, 2013 ("The Act")read with Companies (Meetings of Board and its Powers) Rules, 2014(including any statutory modification(s) or re-enactment(s) thereof for the time being in force) a Company cannot enter into contract or arrangement for sale, purchase or supply of goods, materials for an amount exceeding ten percent of turnover or Rupees One Hundred Crores, whichever is lower without prior approval of shareholders by an Ordinary Resolution.

Further, as per the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), all material related party transactions shall require approval of the Members through Ordinary Resolution. A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

Since M/s. E-Land Asia Holdings Pte. Ltd., holding company is a related party of the Company under section 2(76) of the Companies Act, 2013 and the proposed contract / agreement exceeds the threshold limit as per the provisions of Section 188 of the Act, read with rules and Regulation 23 of Listing Regulations, 2015, approval of the Members through an Ordinary Resolution is required.

The third proviso to Section 188(1) of the Act states that the Section shall not apply to any transactions entered into by the company in its ordinary course of business and on arm's length basis.

Further, the proposed transaction of Sale of Goods to be entered by the Company with E-Land Asia Holdings Pte. Ltd is on arm's length basis. However,the term ordinary course of business is not defined in the Act or Listing Regulations and the transaction being a material related party transaction, the Board thought fit to take prior approval of members by passing an Ordinary Resolution to enter into Long Term Export Agreement for 10 years for sale or supply of any goods or materials to E-Land Asia Holdings Pte. Ltd.

The details as per the provisions of Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 for the above transactions are as under:

Name of the Related parties	E-Land Asia Holdings Pte. Ltd.
Nature of relationship	Holding Company
Nature of Contract & Material terms.	Sale or Supply of Goods, Materials, Services on arm's length basis under Loan Term Export Agreement for the period of 10 years. The Company may receive advance from E-Land Asia Holdings Pte. Ltd for the same.
Duration of Contract	15.03.2016 to 14.03.2026
Monetary value	Not exceeding Rs. 300 Crores
Any other information	The contract shall cover commercial terms like quantity, quality, price, duration of supply and delivery etc. on terms suitable and most beneficiary to the Company from time to time inclusive of lead time for production, delivery, shipment etc. in compliance with applicable statutes.

The above Contract/arrangement/transaction is approved by the Audit Committee and by the Board.

The Board recommends the Ordinary Resolution as set out in the Notice for your approval.

As per second proviso to section 188 (1) of the Act and Regulation 23(4) of the Listing Regulations, if any member is a related party in any contract or arrangement, then that party shall not vote on the Ordinary Resolution, whether the party is a related party to the particular transaction or not.Therefore, none of the promoter group entity will vote on the above resolution.

None of the Directors, Key Managerial Personnel of the Company or relatives of Directors/ Key Managerial Personnel are, in any way, deemed to be concerned or interested financially or otherwise in the said resolution except to the extent of their shareholding in the Company.

Place: Mumbai
Date: 15th January, 2016

By Order of the Board of Directors
E-Land Apparel Limited

Registered Office:
Office No. 404, 4th Floor, Western Edge – I,
Western Express Highway, Magathane,
Borivali (East), Mumbai-400 066

AshitoshSheth
Company Secretary
Membership No. A25997

E-LAND APPAREL LIMITED

(Formerly Known as Mudra Lifestyle Ltd.)
CIN: L17110MH1997PLC106945

Registered Office: Office No. 404, 4th Floor, Western Edge – I, Western Express Highway, Magathane, Borivali (East), Mumbai-400 066.Tel.: 022-40972600; Fax: 022-40972601
Website: www.elandapparel.com, Email: investor@elandapparel.com

POSTAL BALLOT FORM

(Please read carefully the instructions printed overleaf before exercising the vote)

Serial No.: _____

1	Name and Registered Address of the Shareholder	:	
2	Name of the Joint holders, if any	:	
3	Registered Folio No./ DP ID / Client ID* (* applicable only to Members holding shares in demat form)	:	
4	Number of Share(s) held	:	
5	I/We hereby exercise my/our vote in respect of the Ordinary Resolution to be passed through Postal Ballot for the business stated in the Notice of the Company dated 15th January, 2016 by sending my/our assent or dissent to the said Resolution by placing the tick (✓) mark at the appropriate box below :		

Item No.	Description of the Resolution	No. of shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Ordinary Resolution for approval of Material Related Party Transactions with E-land Asia Holdings Pte. Ltd, pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			

Place: _____ _____

Date: _____ Signature of the Member

Note: Please return duly filled and signed postal ballot form in the postage-prepaid self-addressed Business Reply Envelope enclosed herewith.

INSTRUCTIONS FOR VOTING IN PHYSICAL FORM

1. A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form and send it to the Scrutinizer at Bigshare Services Private Limited C/o E-Land Apparel Limited, E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai-400072, India in the enclosed self-addressed Business Reply Envelope on or before Thursday, 10th March, 2016. However, envelopes containing Postal Ballot, if deposited in person or sent by courier at the expenses of the Member will also be accepted.
2. The voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on Cut-off date i.e 29th January, 2016.
3. Under the green initiative of Ministry of Corporate Affairs, Postal Ballot Notice is being sent to the shareholders, who have registered their e-mail ids with the Company / RTA, through e-mail and to all other shareholders by permitted mode along with Postal Ballot Form and postage-prepaid self-addressed Business Reply Envelope.
4. The Board has appointed CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, and Mumbai, as the Scrutinizer for conducting Postal Ballot / e-voting process in a fair and transparent manner.
5. The Postal Ballot Form should be signed by the Member as per specimen signature registered with the Company/ RTA. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of Member may vote on the Postal Ballot mentioning the Registration No. of the POA and enclosing an attested copy of POA.
6. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution/ Authorization together with specimen signatures of the duly authorized signatories.
7. The votes should be casted either in favour or against the resolution by putting the tick [✓] mark in the column provided for assent or dissent. Postal Ballot Form bearing tick [✓] mark in both the column will render the Form invalid.
8. Please convey your assent / dissent in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
9. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. on Thursday, 10th March, 2016. Postal Ballot Form received after this date will be strictly treated as if no reply from the Members has been received.
10. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed Business Reply Envelope. If any extraneous paper is found in the envelope, the same would not be considered and would be destroyed by the Scrutinizer.
11. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in (9) above. Notice of the said Postal Ballot together with the Postal Ballot Form is also available on the website of the Company at www.elandapparel.com.
12. Incomplete, unsigned or incorrect Postal Ballot Form will be rejected and the Scrutinizer's decision on the validity of the Postal Ballot will be final.
13. The Postal Ballot shall not be exercised by a Proxy.
14. There will be one postal ballot form for every Folio /Client ID irrespective of the number of joint holder(s).
15. Members have the option to vote either through the e-voting process or through the Postal ballot form. Members who have received Postal Ballot Notice by email and who wish to vote through Postal Ballot Form can download the same from website of the Company at www.elandapparel.com.