

NOTICE is hereby given that the 24th Annual General Meeting of the members of GUJARAT METALLIC COAL & COKE LIMITED will be held at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700017, on Monday, 25th September, 2017 at 2.30 P.M. to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of Auditors thereon.
2. To appoint Ms. Kajal Ramesh Bhatia who retires by Rotation and being eligible offers herself for re-appointment as a Director.
3. To appoint Auditors and to fix remuneration. In this connection, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** M/s.N.C.Banerjee & Co., Chartered Accountants, (Registration No. 302081E) be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of Next Annual General Meeting at such remuneration as may be decided by the Board of Directors in consultation with the Auditors.”

**NOTES:**

1. A SHAREHOLDER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A 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 the 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 shareholder.

2. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, the 19th day of September 2017 to Monday, the 25th day of September, 2017 (both days inclusive).
3. Physical copy of the Annual Report for 2016-17 and copy of the notice of this Annual General Meeting of the Company *inter-alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all members in the permitted mode.
4. Shareholders desirous of having a complete text of Annual Report 2016-17 may write to us at [investor@gujaratmetallic.com](mailto:investor@gujaratmetallic.com) or at the Registered Office of the Company.
5. VOTING THROUGH ELECTRONIC MEANS
  - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and

Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) 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 AGM (“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 AGM 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 AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 22nd September, 2017 (9:00 am) and ends on 24th September, 2017 (5:00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18th September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
  - (i) The voting period begins on 22nd September, 2017 (9:00 a.m.) and ends on 24th September, 2017 (5:00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 18th September, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on Shareholders.
  - (v) 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.
  - (vi) Next enter the Image Verification as displayed and Click on Login.
  - (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  - (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>

	<ul style="list-style-type: none"> <li>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.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the GUJARAT METALLIC COAL & COKE LIMITED on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) **Note for Non – Individual Shareholders and Custodians**
- (a) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.

- (b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - (c) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - (d) The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - (e) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
6. The documents mentioned in Notice are open for inspection by the shareholders at the Registered Office of the Company on all working days between 12 noon and 2:00 p.m. upto the date of the AGM.

By order of the Board  
For **Gujarat Metallic Coal & Coke Limited**

Place : Kolkata  
Date : 7th July, 2017

Rajeev Kumar  
Company Secretary

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**INFORMATION REQUIRED TO BE FURNISHED UNDER REGULATION 36(2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF DIRECTOR SEEKING APPOINTMENT/CONFIRMATION OF APPOINTMENT)**

<b>Name of the Director</b>	<b>Ms.Kajal Ramesh Bhatia</b>
Designation	Director
DIN	07539116
Date of Birth	10.07.1989
Date of Appointment	13.08.2016
Qualifications	Post Graduate
Expertise in specific functional areas	Business and Administration
Directorship in other Public Limited Companies	Nil
Chairmanship/Membership in other Public Limited Companies	Nil
No. of shares held	Nil

## GUJARAT METALLIC COAL & COKE LIMITED

Regd. Office: 155, Lenin Sarani, 4th Floor, Room No.402, Kolkata-700013, CIN: L24298WB1992PLC054815  
Telefax: (033) 22155899, E-mail: [investor@gujaratmetallic.com](mailto:investor@gujaratmetallic.com), Website: [www.gujaratmetallic.com](http://www.gujaratmetallic.com)

### ELECTRONIC VOTING PARTICULARS

EVSN (E-voting Sequence Number)	USER ID	PASSWORD
<u>170821029</u>		

Please refer to the AGM Notice for e-voting instruction

<b>ATTENDANCE SLIP</b>  I/We hereby record my/our presence at the 24th Annual General Meeting held on Monday, 25th September, 2017 at 2:30 p.m. at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700017.	<b>Name of Sole / First Shareholder:</b>
	<b>Address:</b>
	<b>Name(s) of Joint Holder(s), if any:</b>
	<b>Folio / DP ID &amp; Client ID No.:</b>
	<b>Share Holding:</b>

\_\_\_\_\_  
Name of Proxy (in BLOCK LETTERS)

\_\_\_\_\_  
Signature of Shareholder/Proxy Present

#### Notes:

- Members / Proxy holders who wish to attend the Annual General Meeting (AGM) must bring their Admission Slips to the AGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.
- Members / Proxy holders desiring to attend the meeting are requested to bring their copy of Annual Report for reference at the Meeting.

**PROXY FORM-MGT.11**

**GUJARAT METALLIC COAL & COKE LIMITED**

Regd. Office: 155, Lenin Sarani, 4th Floor, Room No.402, Kolkata-700013, CIN: L24298WB1992PLC054815  
 Telefax: (033) 22155899, E-mail: [investor@gujaratmetallic.com](mailto:investor@gujaratmetallic.com), Website: [www.gujaratmetallic.com](http://www.gujaratmetallic.com)

<b>Folio / DP ID &amp; Client ID No.:</b>	<b>E-mail ID:</b>
<b>Name of the Member(s):</b>	
<b>Address:</b>	

I/We, being the member(s), holding.....shares of the above named 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 24th Annual General Meeting of the Company, to be held on Monday, 25th September, 2017 at 2.30 p.m. at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700017 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional*	
		For	Against
<b>Ordinary Business</b>			
1.	To receive, consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of Auditors thereon. (Ordinary Resolution)		
2.	To appoint Ms. Kajal Ramesh Bhatia who retires by Rotation and being eligible offers herself for re-appointment as a Director (Ordinary Resolution)		
3.	Appointment of M/s.N.C.Banerjee & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office to the conclusion of next annual general meeting. (Ordinary Resolution)		

Affix  
Revenue  
Stamp

Signed this ..... day of .....2017                      Signature of Shareholder(s) .....

\_\_\_\_\_  
Signature of 1st Proxy Holder

\_\_\_\_\_  
Signature of 2nd Proxy Holder

\_\_\_\_\_  
Signature of 3rd Proxy Holder

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 24th Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated to the Box. If you leave the 'For' or 'Against' column blank against any or all 'Resolution' your proxy will be entitled to vote in the manner as he/she thinks appropriate.