

GANGES SECURITIES LIMITED

CIN – U74120UP2015PLC069869

REGD. OFFICE - P.O. HARGAON, DIST SITAPUR (U.P.), PIN – 261 121

Phone No. (05862) 256220-221; Fax No.: (05862) 256 225

E-mail – birlasugar@birla-sugar.com; Website-www.birla-sugar.com

GSL/SE/2017-18/10

August 29, 2017

The Manager
Listing Department
National Stock Exchange of India
Limited
'Exchange Plaza'
C - 1, Block G
Bandra-Kurla Complex
Bandra (E)
Mumbai 400051
Symbol: GANGESSECU

The Manager
Listing Department
BSE Ltd.
1st Floor, New Trading Ring
Rotunda Building
P.J. Towers
Dalal Street, Fort
Mumbai-400 001

The Secretary
The Calcutta Stock
Exchange Ltd.
7, Lyons Range
Kolkata 700 001

Security Code: 540647

Scrip Code: 17434

Sub: Intimation of Book Closure, e-voting and the ensuing Annual General Meeting (AGM)

Dear Sir,

This is to inform you that the 3rd Annual General Meeting (AGM) of the Company will be held on Friday, September 22, 2017 at the Registered Office of the Company at P.O. Hargaon , Dist Sitapur, Uttar Pradesh – 261 121 at 12.30 P.M.

The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 16, 2017 to Friday, September 22, 2017 (both days inclusive) for the purpose of the ensuing 3rd Annual General Meeting of the Company, being convened to consider the business as set out in the Notice of the 3rd AGM dated May 30, 2017. Copy of Notice convening the AGM is enclosed herewith for your records.

The Cut-off date for ascertaining the members who shall be eligible to cast vote through the process of e-voting on the resolutions covered by the aforesaid AGM Notice is September 15, 2017.

We are also arranging to upload the Notice of AGM on the Company's website www.birla-sugar.com/www.gangessec.com.

Thanking you

Yours faithfully,

For Ganges Securities Limited

Vijaya Agarwala

V. Agarwala
Company Secretary
ACS 38658



Encl: a/a

GANGES SECURITIES LIMITED

CIN : U74120UP2015PLC069869

Registered Office: P.O. Hargaon, Dist. Sitapur (U.P.), Pin – 261 121

Email: birlasugar@birla-sugar.com, Website: www.birla-sugar.com

Phone - (05862) 256220, Fax - (05862) 256225

NOTICE

Notice is hereby given that the Third Annual General Meeting of the Members of **GANGES SECURITIES LIMITED** will be held on Friday, September 22, 2017 at 12:30 p.m., at the Registered Office of the Company, at P.O Hargaon, District- Sitapur, Pin – 261 121, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a) the Standalone Financial Statements of the Company for the year ended March 31, 2017 and the Reports of the Directors' and Auditor's thereon.
 - b) the Consolidated Financial Statements of the Company for the year ended March 31, 2017 and the Report of the Auditor's thereon.
2. To elect a Director in place of Mrs. Nandini Nopany (DIN: 00051362), who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration and to consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provision of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), recommendation of the Audit Committee and pursuant to the resolution passed by the members at the 2nd Annual General Meeting (AGM) of the Company held on 12th September, 2016, the appointment of M/s. Agrawal, Subodh & Co., Chartered Accountants, having Firm Registration No. 319260E as Statutory Auditors of the Company for a term of five consecutive years till the conclusion of the 7th (seventh) AGM of the Company, be and is hereby ratified on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee in consultation with the auditors in addition to the reimbursement of all out-of-pocket expenses in connection with the audit of the financial statements of the Company."

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Chandra Shekhar Nopany (DIN: 00014587), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 14th March, 2017, in terms of Section 161(1) of the Companies Act, 2013 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature, be and is hereby appointed as a Director of the Company, liable to retire by rotation, pursuant to the provisions of Sections 152 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force)."
5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Dhiraj Ramakant Banka (DIN: 07642329) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 14th March, 2017, in terms of Section 161(1) of the Companies Act, 2013 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 to hold office for a term of five consecutive years from the date of his appointment upto 13th March, 2022 and who shall not be liable to retire by rotation."
6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Nandanandan Mishra (DIN: 00031342), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 14th March, 2017, in terms of Section 161(1) of the Companies Act, 2013 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 to hold office for a term of five consecutive years from the date of his appointment upto 13th March, 2022 and who shall not be liable to retire by rotation."
7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Arun Kumar Newar (DIN: 07778968), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th March, 2017, in terms of Section 161(1) of the Companies Act, 2013 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the

Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for a term of the time being in force) read with Schedule IV to the Companies Act, 2013 to hold office for a term of five consecutive years from the date of his appointment upto 29th March, 2022 and who shall not be liable to retire by rotation."

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provision of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and such other approvals, as may be necessary, the consent of the members of the Company be and is hereby accorded to the appointment of Mr. Santosh Kumar Poddar (DIN: 00055786) as the Managing Director of the Company without any remuneration, for a period of three years with effect from 30th March, 2017.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof, be and they are hereby authorised to alter and vary the terms and conditions of appointment and/or remuneration subject to the provisions of Section 197 read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company including Board delegated Committee(s) thereof, be and they are hereby authorised to do or cause to be done in the name and at the cost of the Company all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid Resolution."

By Order of the Board of Directors
For **Ganges Securities Limited**

Santosh Kumar Poddar
Managing Director
DIN- 0055786

Place : Kolkata
Date : 30th May, 2017

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.

2. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty eight) hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, body(ies) corporate, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. Proxy holder shall prove his identity at the time of attending the Meeting. A Proxy Form which does not state the name of the Proxy shall be considered invalid.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business to be transacted at the meeting, is annexed hereto.
5. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution to the Company authorising their representative to attend and vote on their behalf at the Meeting.
6. Members are requested to bring their attendance slip along with their copy of the Annual Report to the Meeting.
7. The Register of the Members and Share Transfer Books of the Company will remain closed from Saturday, September 16, 2017 to September 22, 2017 (both days inclusive), for the purpose of Annual General Meeting.

Members are requested to notify the change in their addresses, if any, to the Company or its Registrar & Share Transfer Agent. Members holding shares in dematerialised form should send the above information to their Depository Participants ('DPs')

8. In all correspondence with the Company/Registrar & Share Transfer Agent the Members are requested to quote their accounts/folio numbers and in case their shares are held in the dematerialized form their Client ID Number and DP ID Number.
9. In terms of the provisions of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders in respect of shares held by them in physical form. The Nomination Form can be obtained for the purpose from the Company/Registrar & Share Transfer Agent. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agent

11. The Statement of Profit and Loss for the financial year ended 31st March, 2017, the Balance Sheet (including consolidated financial statements) as at that date, the Auditors' Report, the Directors' Report and all other documents annexed or attached thereto and circulated to the Members of the Company along with this Notice are also available in physical/electronic form for inspection by the Members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days up to this AGM. Members who wish to obtain information on the Company or view the Accounts for the financial year ended 31st March, 2017 may visit the Company's website www.birla-sugar.com / www.gangessec.com or send their queries at least 10 (ten) days in advance before the AGM to the Company.

12. 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, 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 National Securities Depository Limited (NSDL).
- 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 Tuesday, 19th September, 2017 (9:00 am) and ends on Thursday, 21st September, 2017 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 15th September, 2017, may cast their vote by remote e-voting.

The remote e-voting module shall be disabled by NSDL 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:

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :

- (i) Open email and open the attached PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Ganges Securities Limited".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at goenkamohan@gmail.com with a copy marked to evoting@nsdl.co.in

- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy] :

- (i) User ID and Initial password is provided in the Attendance Slip for the AGM :
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. 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 future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 15th September, 2017.
- X. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 15th September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or kolkata@linkintime.co.in.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. Mohan Ram Goenka, Practicing Company Secretary (CP No.: 2551) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.birla-sugar.com / www.gangessec.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange Limited.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Chandra Shekhar Nopany (DIN: 00014587), aged 52 years, was appointed as an Additional Director by the Board of Directors with effect from 14th March, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013 and Article 155 of the Articles of Association of the Company.

Pursuant to Section 161 of the Companies Act, 2013, Mr. Chandra Shekhar Nopany holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a notice in writing from a Member of the Company proposing his candidature for appointment as a Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013.

The Board feels that the presence of Mr. Chandra Shekhar Nopany on the Board would be of immense benefit to the Company and therefore recommends Resolution No. 4 for approval of the Members of the Company.

Except Mr. Chandra Shekhar Nopany and Mrs. Nandini Nopany, his relative, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5

Mr. Dhiraj Ramakant Banka (DIN: 07642329), aged 42 years, a Commerce graduate having over 15 years of experience in fields of finance, accounts, export and administration functions, was appointed as an Additional Director by the Board of Directors with effect from 14th March, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013 and Article 155 of the Articles of Association of the Company.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Dhiraj Ramakant Banka holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a request in writing from a Member of the Company proposing his candidature for appointment as a Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. Pursuant to Section 149 of the Companies Act, 2013, the Board of Directors at its meeting held on 14th March, 2017 designated Mr. Banka, as an Independent Director based on the declarations received from Mr. Banka.

The Board recommends to appoint Mr. Dhiraj Ramakant Banka as an Independent Director for a consecutive period of five years upto 13th March, 2022. The Board feels that presence of Mr. Banka on the Board would be of immense benefit to the Company and therefore recommends Resolution No. 5 for approval of the Members of the Company.

Except Mr. Dhiraj Ramakant Banka, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Item No. 6

Mr. Nandanandan Mishra (DIN: 00031342), aged 75 years, an ex-Chief Commissioner of Income Tax, belongs to the 1966 cadre of the Indian Revenue Service having about 40 years of rich experience in various critical portfolios in public sector administration, was appointed as an Additional Director by the Board of Directors with effect from 14th March, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013 and Article 155 of the Articles of Association of the Company.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Mishra holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a request in writing from a Member of the Company proposing his candidature for appointment as a Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. Pursuant to Section 149 of the Companies Act, 2013, the Board of Directors at its meeting held on 14th March, 2017 designated Mr. Nandanandan Mishra, as an Independent Director based on the declarations received from him.

The Board recommends to appoint Mr. Nandanandan Mishra as an Independent Director for a consecutive period of five years upto 13th March, 2022. The Board feels that presence of Mr. Nandanandan Mishra on the Board would be of immense benefit to the Company and therefore recommends Resolution No. 6 for approval of the Members of the Company.

Except Mr. Nandanandan Mishra, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

Item No. 7

Mr. Arun Kumar Newar (DIN: 07778968), aged 64 years, a renowned businessman having wide experience of over 40 years in the field of accounting, finance and business, was appointed as an Additional Director by the Board of Directors with effect from 30th March, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013 and Article 155 of the Articles of Association of the Company.

Pursuant to Section 161 of the Companies Act, 2013 Mr. Newar holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a request in writing from a Member of the Company proposing his candidature for appointment as a Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. Pursuant to Section 149 of the Companies Act, 2013, the Board of Directors at its meeting held on 30th March, 2017 had designated Mr. Arun Kumar Newar, as an Independent Director based on the declarations received from him.

The Board recommends to appoint Mr. Arun Kumar Newar as an Independent Director for a consecutive period of five years upto 29th March, 2022. The Board feels that presence of Mr. Arun Kumar Newar on the Board would be of immense benefit to the Company and therefore recommends Resolution No. 7 for approval of the Members of the Company.

Except Mr. Arun Kumar Newar, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

Item No. 8

The Board of Directors at its meeting held on 30th March, 2017, had appointed Mr. Santosh Kumar Poddar (DIN: 00055786), as the Managing Director of the Company, for a period of three years, without any remuneration. As the Managing Director of the Company, Mr. Santosh Kumar Poddar shall be responsible to give direction to the Management team of the Company in accomplishment of its business plan.

His appointment as the Managing Director is considered desirable in the interest of the Company and the Board of Directors, accordingly, recommend the Resolution mentioned in Item No 8 of the Notice for your approval.

Mr. Santosh Kumar Poddar holds 476 (Four Hundred Seventy Six) Equity Shares of the Company.

The Board recommends passing of the Special Resolution proposed at item no. 8 of the Notice.

Except Mr. Santosh Kumar Poddar, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8.

By Order of the Board of Directors
For **Ganges Securities Limited**

Santosh Kumar Poddar
Managing Director
DIN- 00055786

Place : Kolkata
Date : 30th May, 2017

Particulars of Directors seeking appointment/re-appointment at the Annual General Meeting

Name	Mrs Nandini Nopany	
Date of birth	11.05.1947	
Brief profile covering experience	Mrs Nandini Nopany is an eminent industrialist and philanthropist. She looks after the overall management of the Company and is the driving force of the Company. She has 35 years of experience in managing industries.	
Date of appointment	02.08.2016	
Inter-se relationship	Mrs. Nandini Nopany is the mother of Mr. Chandra Shekhar Nopany	
Shareholding	7,01,730 Equity Shares	
	Name of Company(ies)	Committee Memberships, if any with position
Other Directorships	Modern Diagen Services Limited	
	Nilgiri Plantations Limited	
	Shital Commercial Limited	
	Ronson Traders Limited	
	Uttam Commercial Limited	
	Uttar Pradesh Trading Co Limited	▪ Audit Committee, Member
	Centre Stage Creations Private Limited	
	Cinnatolliah Tea Limited	
	Avadh Sugar & Energy Limited	

Name	Mr Chandra Shekhar Nopany	
Date of birth	19.09.1965	
Brief profile covering experience	Mr. Chandra Shekhar Nopany is a Member of the Institute of Chartered Accountants of India and Masters in Science of Industrial Administration from Carnegie Mellon University, Pittsburgh, USA. 1989. He is an eminent industrialist having vast experience in diverse fields like sugar, tea, shipping, textiles, fertilizers and chemicals, etc. He is the past President of Indian Chambers of Commerce and the present member of the Executive Committee of FICCI.	
Date of appointment	14.03.2017	
Inter-se relationship	Mr. Chandra Shekhar Nopany is the son of Mrs. Nandini Nopany.	
Shareholding	34,261 Equity Shares	
	Name of Company(ies)	Committee Memberships, if any with position
Other Directorships	Avadh Sugar & Energy Limited	-
	SIL Investments Limited	<ul style="list-style-type: none"> Stakeholders' Relationship Committee, Chairman Corporate Social Responsibility Committee, Chairman
	Yashovardhan Investment & Trading Company Limited	-
	Ronson Traders Limited	<ul style="list-style-type: none"> Stakeholders' Relationship Committee, Chairman
	New India Retailing & Investment Limited	-
	Sutlej Textiles and Industries Limited	-
	Chambal Fertilisers and Chemicals Limited	<ul style="list-style-type: none"> Nomination and Remuneration Committee, Member Corporate Social Responsibility Committee, Member
	Magadh Sugar & Energy Limited	<ul style="list-style-type: none"> Corporate Social Responsibility Committee, Chairman
	Palash Securities Limited	-
Name	Mr. Dhiraj Ramakant Banka	
Date of birth	16.07.1975	
Brief profile covering experience	Mr Dhiraj Ramakant Banka, is a Commerce graduate and has over 15 years of experience in fields of finance, accounts, export and administration.	
Date of appointment	14.03.2017	
Inter-se relationship	None	
Shareholding	NIL	
	Name of Company(ies)	Committee Memberships, if any with position
Other Directorships	None	None
Name	Mr. Arun Kumar Newar	
Date of birth	10.01.1952	
Brief profile covering experience	Mr. Arun Kumar Newar, a graduate in Commerce, is a renowned businessman having wide experience of over 40 years in the field of accounting, finance and business administration.	
Date of appointment	30.03.2017	
Inter-se relationship	None	
Shareholding	NIL	
	Name of Company(ies)	Committee Memberships, if any with position
Other Directorships	Palash Securities Limited	<ul style="list-style-type: none"> Stakeholders' Relationship Committee, Chairman Audit Committee, Member

Name	Mr. Nandanandan Mishra	
Date of birth	20.10.1942	
Inter-se relationship	None	
Brief profile covering experience	Mr. Nandanandan Mishra, is an ex-Chief Commissioner of Income Tax, belonging to the 1966 cadre of the Indian Revenue Service and has about 40 years of rich experience in various critical portfolios in public sector administration. During his last tenure, he was the Director General of Income Tax (Administration) and was responsible for streamlining long term strategic plan in relation to internal inspection, reviewing tax payer service programmes and managing delinquent accounts. He has participated in various Committees in the Government and has successfully piloted a restructuring plan for the Income Tax Department in India, which is considered as a key innovation in Civil Service management in India.	
Date of appointment	14.03.2017	
Shareholding	NIL	
	Name of Company(ies)	Committee Memberships, if any with position
Other Directorships	Lux Industries Limited	<ul style="list-style-type: none"> Audit Committee, Chairman Nomination & Remuneration Committee, Chairman Stakeholders' Relationship Committee, Member
	Adhunik Metaliks Limited	<ul style="list-style-type: none"> Audit Committee, Chairperson Nomination & Remuneration Committee, Member Stakeholders' Relationship Committee, Member
	Viaan Industries Limited	<ul style="list-style-type: none"> Audit Committee, Chairperson Nomination & Remuneration Committee, Member Stakeholders' Relationship Committee, Member
	United Credit Limited	<ul style="list-style-type: none"> Audit Committee, Member Nomination & Remuneration Committee, Member
	Mideast Integrated Steels Limited	<ul style="list-style-type: none"> Audit Committee, Member Nomination & Remuneration Committee, Member Stakeholders' Relationship Committee, Chairman Corporate Social Responsibility Committee, Member
	Cinnatollah Tea Limited.	-
	Medirad Tech India Limited.	-
Name	Mr. Santosh Kumar Poddar	
Date of birth	15.04.1951	
Brief profile covering experience	Mr. Santosh Kumar Poddar, is a qualified Company Secretary and has completed his Degree in Commerce from Calcutta University and a known person in field of Finance & Accounts and general administration. He possesses rich experience of about 40 years especially in finance, banking operations, cost management, accounting and overall administration in corporate sector.	
Date of appointment	30.03.2017	
Inter-se relationship	None	
Shareholding	NIL	
	Name of Company(ies)	Committee Memberships, if any with position
Other Directorships	Manavta Holdings Limited	<ul style="list-style-type: none"> Audit Committee, Member Nomination & Remuneration Committee, Member

	Ronson Traders Limited	<ul style="list-style-type: none"> Audit Committee, Member Nomination & Remuneration Committee, Member Stakeholders' Relationship Committee, Member
	Master Exchange & Finance Limited	<ul style="list-style-type: none"> Audit Committee, Member Nomination & Remuneration Committee, Member
	Nilgiri Plantations Limited	-
	Cinnatollah Tea Limited	-
	SIL Properties Limited	<ul style="list-style-type: none"> Audit Committee, Member
	Pollock Traders Pvt Limited	-
	RTM Investment & Trading Co. Limited	<ul style="list-style-type: none"> Audit Committee, Member Nomination & Remuneration Committee, Member
	G M B Investments Private Limited	-
	Birla Buildings Limited	-
	India Educational and Research Institutions Private Limited	-
	Shree Shyam Diagnostics & Research Institute Private Limited	-
	Samaj Electoral Trust Association	-

Route map of the venue of the Annual General Meeting



GANGES SECURITIES LIMITED
P.O. Hargaon, Dist. Sitapur (U.P.), Pin – 261 121

3rd Annual General Meeting
Friday, September 22, 2017
at 12.30 p.m.

GANGES SECURITIES LIMITED

CIN U74120UP2015PLC069869

Registered Office : P. O. Hargaon, Dist. Sitapur (U.P.), Pin - 261 121

Phone : (05862) 256220, Fax (05862) 256225, Email : birlasugar@birla-sugar.com, Website : www.birla-sugar.com

ATTENDANCE SLIP

I/We hereby record my / our presence at the Third Annual General Meeting of the Company being held on Friday, September 22, 2017 at 12.30 p.m., at the Registered Office of the Company at P.O. Hargaon, District Sitapur, Uttar Pradesh, Pin - 261 121.

.....
Name of the Proxy (in BLOCK LETTERS)

.....
Signature of the Shareholder / Proxy Present

Note : Please cut here and bring the Attendance Slip duly signed , to the meeting and hand it over at the entrance. Duplicate slips will not be issued at the venue of the Meeting.

ELECTRONIC VOTING PARTICULARS

EVEN NO	User ID	PASSWORD/PIN

3rd Annual General Meeting
Friday, September 22, 2017
at 12.30 p.m.

GANGES SECURITIES LIMITED

CIN U74120UP2015PLC069869

Registered Office : P. O. Hargaon, Dist. Sitapur (U.P.), Pin - 261 121

Phone : (05862) 256220, Fax (05862) 256225, Email : birlasugar@birla-sugar.com, Website : www.birla-sugar.com

Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules), 2014]

**PROXY FORM
FORM MGT 11**

I/We, being the member(s), 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 Third Annual General Meeting of the Company being held on Friday, September 22, 2017 at 12.30 p.m., at the Registered Office of the Company at P.O. Hargaon, District Sitapur, Uttar Pradesh, Pin - 261 121 or / and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolutions	Optional*	
		For	Against
1.	Adoption of Financial Statements		
2.	Appointment of a Director in place of Mrs. Nandini Nopany, who retires by rotation and being eligible, offers herself for re-appointment.		
3.	Ratification of appointment of M/s Agrawal, Subodh & Co., Chartered Accountants as Statutory Auditors of the Company.		
4.	Appointment of Mr. Chandra Shekhar Nopany as a Director.		
5.	Appointment of Mr. Dhiraj Ramakant Banka as an Independent Director.		
6.	Appointment of Mr. Nandanandan Mishra as an Independent Director.		
7.	Appointment of Mr. Arun Kumar Newar as an Independent Director.		
8.	Appointment of Mr. Santosh Kumar Poddar as the Managing Director of the Company.		

Signed this day of

Member's Folio No. / DP. ID. Client ID. No. Signature of Proxy holder(s)

Signature of Proxy holder(s)

Affix the
revenue
stamp of ₹ 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.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Third Annual General Meeting.
- *3. It is optional to put 'X' in the appropriate column against the Resolutions 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.
- Please complete all details including details of member(s) in above box before submission.