



Gujarat State Financial Corporation

(Established under State Financial Corporations Act, 1951)

SECRETARIAL CELL

1st Floor, Udyog Bhavan, Sector-11, GH-4, Gandhinagar – 382 010

Phone No.: 23256766 Fax : 23252204 Email: sec-cell-gsfc@gujarat.gov.in

GSFC/SEC.CELL/C-3/001625

September 3, 2015

Through courier&

Email: cm1ist@nse.co.in

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

Dear Sirs,

Sub: **Notice of 55th Annual General Meeting, Book closure and E-voting.**

Ref: **Stock Code GUJSTATFIN**

Dear Sirs,

1. **Notice of Annual General Meeting:**

Pursuant to **Clause 31** of the Listing Agreement, notice is hereby given that **55th Annual General Meeting of the members of the Corporation will be held on Friday, the 30th October, 2015 at 4.00 PM in the Office of the Chairman at Head Office at Udyog Bhavan, Block No. 10, 1st Floor, Sector 11, Gandhinagar 382 010** to transact the business listed in the Notice, copy of which was already forwarded to you through e-mail and also enclosed herewith.

2. **Notice of Book Closure:-**

Further, pursuant to Regulation 12 of GSFC General Regulation and **Clause 16** of the Listing Agreement, notice is hereby given that the **Register of Members and Share Transfer Books will remain closed for five days from 26.10.2015 to 30.10.2015 (both days inclusive)** for the purpose of Annual General Meeting.



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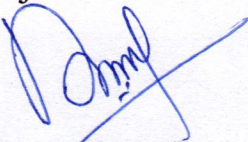
3. Notice of E-voting:-

Pursuant to Clause 35B read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, remote e-voting facility through Central Depository Services (India) Ltd., is offered to the members of the Corporation. Pursuant to Regulation 28-B of GSFC General Regulations, Corporation has fixed 24th April, 2015 as **cut-off date** to record the entitlement of shareholders to cast their votes electronically at the 55th AGM. The voting period begins on **10.00 Hours of Tuesday, 27th October, 2015 and ends on 17.00 Hours of Thursday, 29th October, 2015**. Corporation has appointed CS Pragnesh M Joshi, Practicing Company Secretary, Ahmedabad (Membership No. FCS 7238 & Certificate of Practice No. 7743) as Scrutinizer for e-voting and poll at Annual General Meeting. Copies of notice after dispatch of Annual Reports, as required under Clause 35-B, will be submitted to the Exchange in due course.

Please note that Board of Directors has not recommended dividend for the year 2014-15. Copies of the Annual Report for FY 2014-15 and notice will be forwarded to you along with dispatch of the same to members of the Corporation.

Thanking you,

Yours faithfully,
for Gujarat State Financial Corporation



Secretary (Board)

Encl: As above

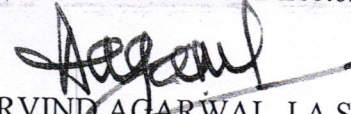


NOTICE

Notice under Regulation No. 23 of General Regulations of the Corporation is hereby given that the 55th Annual General Meeting of the shareholders of the Corporation will be held on **Friday, the 30th October, 2015 at 4.00 p.m. in the Office of the Chairman at Head Office at Udyog Bhavan, Block No. 10, 1st Floor, Sector – 11, Gandhinagar 382 010** to transact the following business:

- (i) To receive, consider and adopt the audited financial statements of the Corporation for the Financial Year ended 31st March 2015 including the Balance Sheet as at March 31, 2015, Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
- (ii) To re-appoint M/s. Manubhai & Shah, Chartered Accountants, Ahmedabad, as Statutory Auditors of the Corporation to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting as recommended by RBI and to fix their remuneration.

By order of the Board of Directors


(ARVIND AGARWAL, I.A.S.)
MANAGING DIRECTOR

Place : Gandhinagar
Date : 22-08-2015

NOTES:

1. Pursuant to Regulation 28-B of GSFC General Regulations, a shareholder shall be entitled for one vote for each share held by him for the whole period of six months prior to the date of 55th Annual General Meeting.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE CORPORATION.

3. **No proxy shall be valid unless it is duly stamped and unless it together with the power of attorney or other authority, if any, under which it is signed or a copy of that power of authority certified by a notary public or Magistrate, is deposited at the Head Office of the Corporation not less than 7 clear days before the date fixed for the meeting.**
4. Pursuant to Regulation 12 of the GSFC General Regulations, the Register of Members and Share Transfer Books will **remain closed from 26.10.2015 to 30.10.2015 (both days inclusive).**
5. Shareholders seeking any information with regard to accounts are requested to write to the Corporation at least 10 days before the meeting so as to enable the management to keep the information ready.
6. Members are requested to bring their copy of Annual Report at the meeting.
7. Members holding the shares in physical mode are requested to notify immediately the change of their address and e-mail id to the R & T Agent of the Corporation. Incase shares held in dematerialized form, the information regarding change of address and e-mail id should be given to their respective Depository Participant.
8. **Voting through electronic means:**

In terms of Clause 35B of the Listing Agreement read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015, the Corporation is pleased to provide e-voting facility to the members in respect of business to be transacted at the 55th Annual General Meeting to be held on **Friday, the 30th October, 2015 at 4.00 p.m.** The facility of casting votes by the members using electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services India Ltd (CDSL).

The Corporation has engaged the services of CDSL to provide e-voting. The e-voting facility is available at the link www.evotingindia.com.

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.

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.

The e-voting facility will be available during the following voting period:

Commencement of e-voting	10.00 Hours of Tuesday, 27 th October, 2015
End of e-voting period	17.00 Hours of Thursday, 29 th October, 2015

E-voting shall not be allowed beyond 17.00 hours on 29th October, 2015. The e-voting module shall be disabled by CDSL for voting thereafter. During the e-voting period, shareholders of the Corporation holding shares either in physical form or in dematerialized form, as on the Cut-off-Date may cast their votes electronically. The **Cut-off-Date for the purpose of e-voting is 24th April, 2015.**

Instructions for E-voting:

Members are requested to follow the below mentioned instructions to cast their vote through e-voting:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on Shareholders.
- (iii) Now Enter your User ID
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Alpha-numeric DP ID followed by 8 digits Client ID
 - c. Members holding shares in physical form should enter Folio Number registered with the Corporation.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and cast your vote earlier for any company, then your existing password is to be used.
- (vi) If you are a first time user, follow the steps given in the table 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 Corporation/Depository Participant are requested to use the 10 digits Sequence Number in the PAN Field. The Sequence Number is printed on the mailing address.
Date of Birth (DOB)	Enter the Date of Birth as recorded in your demat account or in the Corporation 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 Corproation 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 Corporation, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).
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- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will then directly reach the EVSN 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.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on EVSN of GUJARAT STATE FINANCIAL CORPORATION.
- (x) 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.
- (xi) Click on the "RESOLUTION FILE LINK" if you wish to view the entire set of Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xv) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- (xvi) Any person, who acquires shares of the Corporation and becomes a member of the Corporation after dispatch of the Notice of the AGM and holding share as on the cut-off-date i.e. 24th April, 2015, should follow the same procedure as mentioned above for e-voting. However, if a person is already registered with CDSL for e-voting then existing password can be used for casting vote.

(xvii) Note for Non-individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 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.
- 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.
- 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.

- (xviii) 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

- (xix) The results of e-voting will be announced by the Corporation on its website and also informed to the Stock Exchanges. Kindly note that once you have cast your vote, you cannot modify or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussions, if any.

- (xx) Mr. Pragnesh M Joshi, Practicing Company Secretary, Ahmedabad, Gujarat (Membership No. FCS 7238 & Certificate of Practice No. 7743) has been appointed as the Scrutinizer to scrutinize the e-voting, remote e-voting and poll process in the AGM in a fair and transparent manner.

- (xxi) 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"/Polling Paper" for all those members who are present at the AGM but have not cast their vote by availing the facility of e-voting.

(xxii) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast in the meeting and thereafter unblock the votes cast through e-voting in the presence of at least two witnesses who are not in the employment of the Corporation and shall make, not later than three 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.

(xxiii) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Corporation at www.gsfc.gujarat.gov.in and on the website of CDSL 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 Ltd., and NSE Limited.