



GOWRA LEASING & FINANCE LIMITED

CIN: (L65910TG1993PLC015349)

Registered Office: No.501, 5th Floor, Gowra Grand, Behind Gowra Plaza, 1-8-384 & 385, S.P. Road, Begumpet, Secunderabad – 500003, Telangana State, Phone: + 91- 040 - 2784 3086, 2784 3091
Website: www.gowraleasing.com, Email: gflf@gowra.net

NOTICE OF AGM, E-VOTING AND BOOK CLOSURE

NOTICE is hereby given that the 25th Annual General Meeting (AGM) of **Gowra Leasing & Finance Limited** is scheduled to be held on Thursday, September 20, 2018, 11:30 AM at Hotel, Taj Tristar,” Seven Hills” ,1-4-40, S.D. Road, Secunderabad – 500003, to transact the business as set out in the Notice of the said Annual General Meeting.

Pursuant to Section 101 and 136 of the Companies Act, 2013, read with Rule 18 of the Companies (Management and Administration) Rules, 2014, the Annual Report of the Company for the financial year 2017-18 along with the Notice of 25th AGM have been sent by e-mail to the members, who have registered their respective e-mail address either with the Company or with the concerned Depository. The physical copies to the Notice and Annual Report to other members have been sent in the permitted mode on August 24, 2018.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to members to cast their vote on all the resolutions set in the Notice convening 25th AGM. The members may cast their vote electronically through electronic voting system of Karvy Computershare Private Limited (KCPL) from a place other than venue of AGM (remote e-voting). All members are informed that:

1. The Ordinary and the Special Business as stated in the Notice of 25th AGM may be transacted through voting by electronic means;
2. The remote e-voting shall commence on September 17, 2018 at 9.00 am (IST) and end on September 19, 2018 at 5.00 pm (IST);
3. The cut-off date for determining the eligibility to vote by electronic means or at the AGM is September 10, 2018;
4. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. September 10, 2018, may obtain the login ID and password by sending a request at evoting@karvy.com. However, if a person is already registered with KCPL for e-voting then existing user ID and password can be used for casting vote;

Members may note that: -

- a) The remote e-voting module shall be disabled by KCPL after the aforesaid date and time for voting.

- b) Once the vote on a resolution is cast by the members, they shall not be allowed to change it subsequently;
- c) The facility for voting through ballot paper shall be made available at the AGM for the members who have not cast their vote by remote e-voting;
- d) 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; and
- e) 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 shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper;

The Annual Report along with the Notice of AGM is available on the Company's Website www.gowraleasing.com and also available on the website of the KCPL <https://evoting.karvy.com>. The shareholders, who wish to receive physical copies of the annual report, may e-mail their request to the Company at gfl@gowra.net.

The Company has appointed Mr. G. Raghu Babu, Partner, M/s. R & A Associates, Company Secretary in Practice, Hyderabad (Membership no. F4448 & Certificate of Practice no. 2820) or due to his pre-occupation, Mr. P. Surya Prakash, Senior Associate, R&A Associates, Company Secretaries, Hyderabad (Membership no. 18803 & Certificate of Practice no. 11142) as the Scrutinizer to scrutinize the Poll at AGM and remote e-voting process in a fair and transparent manner.

For detailed instructions pertaining to e-voting, members may please refer to the section "E-voting instructions" in Notice of the Annual General Meeting. In case of queries or grievances pertaining to e-voting procedure, members may contact Mr. V Raghunath (040-67161606) or Toll Free No. 1800-3454-001 for any grievances connected with the voting by electronic means. Members may also write to the Compliance Officer at gfl@gowra.net or the Registered Office of the Company.

NOTICE IS FURTHER given pursuant to Regulation 42 of the SEBI(Listing Obligation and disclosure Requirement) Regulations, 2015 and Section 91 of the Companies Act, 2013 including the rules made thereunder that the Registrar of Members and Share Transfer Books of the Company will remain closed from Tuesday, 11th September, 2018 to Thursday, 20th September, 2018 (both days inclusive) for the said AGM of the Company and to determine the names of the members who will be entitled to receive final dividend, if approved at the AGM.

For Gowra Leasing & Finance Limited

Sd/-

Place: Secunderabad
Date: August 25, 2018

(Gowra Srinivas)
Managing Director
(DIN: 00286986)