

24th August, 2020

National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
MUMBAI- 400051

BSE Limited,
Floor 25, P J Towers
Dalal Street,
Mumbai- 400001

Dear Sirs,

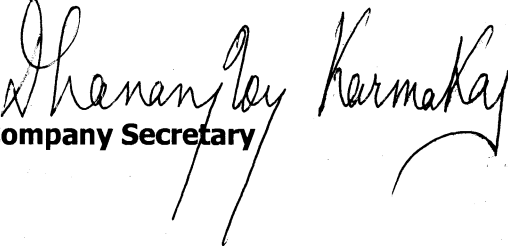
Sub: Newspaper Advertisement of Public Notice

Pursuant to the provisions of Regulation 30 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit copy of newspaper advertisement published on 22nd August, 2020 in newspapers viz. Financial Express (in English) and Ekdin (in Bengali) inter alia informing about the dispatch of Postal Ballot Notice through e-mail dated 21st August, 2020.

This is for your information and record.

Thanking You,

Yours Faithfully,
For Gillanders Arbuthnot and Company Limited


Company Secretary

Encl: a/a




GILLANDERS ARBUTHNOT AND COMPANY LIMITED
Registered Office: C-4, Gillander House, Netaji Subhas Road, Kolkata - 700031
CIN : LS1909WB1955PLC008194
Phone: 033-2230-2331/5 Lines, Fax: 033-2230-4385,
Website: www.gillandersarbuthnot.com;
E-mail: secretarial@gillandersarbuthnot.com

NOTICE TO MEMBERS

Notice is hereby given that pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read together with the Companies (Management and Administration) Rules, 2014 ('the Rules'), Secretarial Standard on General Meetings (SS-2) and Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and General Circular No. 22/2020 dated 15th June, 2020 ('the MCA Circulars') and any other applicable laws and regulations, the Company is seeking approval of the Members by way of Postal Ballot (only through remote e-voting) for the business as set out in the Postal Ballot Notice ('Notice') dated 14th August, 2020 together with the Explanatory Statement as annexed to the Notice.

The Company is pleased to offer to its Members the facility to cast their vote by electronic means through e-voting facility provided by Central Depository Services (India) Limited ('CDSL') in compliance with the Sections 108 and 110 of the Act read with the Rules framed thereunder and Regulation 44 of the Listing Regulations.

The Company has on 21st August, 2020 sent the Notice by e-mail only to those Members who have registered their e-mail addresses with the Company or with their respective depository participants. In view of the current scenario of COVID-19 pandemic and in compliance with the MCA Circulars, hard copy of Notice along with Postal Ballot Forms and pre-paid business-reply envelope will not be sent to the Members for this Postal Ballot and Members are requested to communicate their assent or dissent through the remote e-voting system only.

Members holding shares in dematerialized form and who have not registered their e-mail addresses are requested to update / register the same with their respective Depository Participant(s) and members holding shares in physical form are requested to update / register their e-mail addresses as detailed in the Notice.

The e-voting period commences Saturday, 22nd August, 2020 at 9:00 AM and ends on Sunday, 20th September, 2020 at 5:00 P.M. During this period, Members of the Company, holding shares as on 14th August, 2020 ('the cut-off date') may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and the voting shall not be allowed beyond the said date and time. Once the vote on the Special Resolution is exercised and confirmed by the Members, he or she shall not be allowed to modify it subsequently. Recipient of the Notice, who was not a Member as on cut-off date, should treat the Notice for information purpose only.

The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut-off date.

The Notice is also placed on the website of the Company www.gillandersarbuthnot.com. The Notice can also be accessed at the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Postal Ballot Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

The Board of Directors has appointed CS Deepak Kumar Khaitan, Practising Company Secretary, (FCS No.5615), and / or CS Shrutti Sarghania, Practising Company Secretary, (ACS No.49832), as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner.

The results of voting conducted through Postal Ballot (through remote e-voting process) will be announced on or before Tuesday, 22nd September, 2020. The said results along with the Scrutinizer's Report will be placed on the Company's website at www.gillandersarbuthnot.com and on the website of CDSL at www.evotingindia.com and will also be intimated to the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited, in accordance with the provisions of SEBI Listing Regulations. The Company may also display the results of the postal ballot at its registered office.

The last date specified by the Company for remote e-voting shall be the date on which the Resolution shall be deemed to have been passed, if approved.

In case of any grievances / clarifications in connection with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futures, Marolli Nagar Compound, N M Joshi Marg, Lower Parlat (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533 or the undersigned at secretarial@gillandersarbuthnot.com.

For Gillanders Arbuthnot And Company Limited
Dhananjay Karmakar
Company Secretary

Place : Kolkata
Date : 21st August, 2020

