

GSL SECURITIES LTD.

1/25 & 1/26, TARDEO AIR CONDITIONED MARKET SOCIETY, TARDEO ROAD MUMBAI 400034.
TEL : 022 - 23516166 EMAIL: gslsecuritiesltd@gmail.com WEBSITE : www.gslsecurities.com
CIN NO. L65990MH1994PLC077417

22nd November, 2019

To,
BSE Limited
Corporate Relationship Dept,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Ref: Script Code- 530469

Sub.: Notice of Extra Ordinary General Meeting dt. 23rd December, 2019

Dear Sir/Madam,

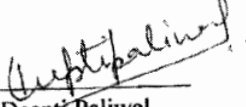
With reference to the above mentioned subject please find enclosed the Notice of Extra- Ordinary General Meeting pursuant to Section 108 of The Companies Act, 2013 read with the rule 20 of the Companies (Management and Administration) Rule, 2014 as amended and Regulation 30 of SEBI (LODR) Regulation, 2015.

Kindly take the same on your record.

Thanking you.

Yours faithfully,

For GSL Securities Limited


Deeptri Paliwal
Company Secretary

Encl: As above

GSL SECURITIES LIMITED

CIN: L65990MH1994PLC077417

**Registered Office: 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road,
Mumbai- 400034.**

NOTICE

NOTICE is hereby given that the Extra Ordinary General Meeting of the members of the Company will be held at the registered office of the company situated at 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai- 400034 on Monday 23rd December, 2019 at 12.00 p.m. to transact the following Business:

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Section 139 (8) and other applicable provisions, if any, of the Companies Act, 2013, M/s. Baxi & Associates, Chartered Accountants (Firm Registration No. 122552W be and is hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. Vijay R. Tater & Co., Chartered Accountants, Mumbai, the present Auditor, to hold the office of the Company until the conclusion of the ensuing Annual General Meeting at a remuneration of Rs. 25,000/- plus Goods & Services Tax.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby severally authorized to do all acts, deeds and things necessary in order to give effect to the above resolution.”

Place: Mumbai
Date: 01.11.2019

For GSL Securities Limited



Sant Kumar Bagrodia
Designation: Managing Director
DIN: 00246168

Notes:-

1. **A member entitled to attend and vote at the Extra-Ordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the 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 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 business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means.** Instructions and other information relating to e-voting are given in this Notice under Note No. 13.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. In terms of Section 139 of the Companies Act, 2013, M/s. Baxi & Associates (FRN: 122552W), Chartered Accountants are appointed as Statutory Auditors of the Company.
5. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificate to RTA for consideration into single folio.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting and at the venue of EGM.
8. The members holding shares in the dematerialized mode are requested to intimate all changes with respect to their address, bank details, mandate, nomination, power of attorney, etc. to their depository participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to members.
9. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a Green Initiative in Corporate Governance and allowed Companies to share documents with its shareholders through an electronic mode. A recent amendment to the Listing Agreement with the Stock Exchanges permits companies to send soft copies of the Notice of Extra-Ordinary General Meeting to all those shareholders who have registered their email addresses for the said purpose. Hence Members are requested to register their e-mail addresses with the Company by sending their details relating to name, folio no./DP Id/Client Id to the company's email ID.
10. Members are requested to address all correspondence, to the registrar and share transfer agents, Purva Sharegistry (India) Private Limited, Shiv Shakti Industrial Estate, Gala No 9, Sitaram Mills Compound, JR Boricha Marg, Mahalaxmi, Mumbai- 400011.
11. Members/Proxies/authorised representatives are requested to bring their attendance slip along with their copy of Notice of Extra-Ordinary General Meeting at the meeting.
12. The route map showing directions to reach the venue of Extra-Ordinary General Meeting is annexed.

13. Information and other instructions relating to e-voting are as under:

- 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 the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extra-Ordinary General Meeting 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 EGM (“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 EGM 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 EGM may also attend the EGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on December 20, 2019 9.00 A.M. and ends on December 22, 2019 5.00 P.M. During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of December 16, 2019 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 PDF file viz; “remote e-voting.pdf” 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 “GSL 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 Shareholders 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 to shivharijalancs@gmail.com with a copy marked to evoting@nsdl.co.in

- B. In case a Member receives physical copy of the Notice of EGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i). Initial password is provided as below/at the bottom of the Attendance Slip for the EGM

<u>EVEN (Remote e-voting Event Number)</u>	<u>USER ID</u>	<u>PASSWORD/PIN</u>
112620	**	**

- (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 December 16, 2019.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. December 16, 2019 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or busicomp@vsnl.com.
- 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 EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
- 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 EGM through ballot paper.
- XIII. Mr. Shivhari Jalan, Whole time Practicing Company Secretary has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the EGM, 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 EGM but have not cast their votes by availing the remote e-voting facility.

XV. The Scrutinizer shall after the conclusion of voting at the general meeting, 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 three days of the conclusion of the EGM 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 along with the report of the Scrutinizer shall be placed on the website of company and NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.

GSL SECURITIES LIMITED
CIN: L65990MH1994PLC077417

Registered Office: 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road,
Mumbai- 400034.

(Pursuant to Section 102 (1) of the companies Act, 2013)

Item No. 1

(i) Information and Facts about proposed Resolutions:

M/s. Vijay R. Tater & Co., Chartered Accountants, have resigned as the Statutory Auditors of the Company vide their letter dated 15.10.2019.

The Board has proposed M/s. Baxi & Associates, Chartered Accountants having address at A-403, Sonal Classic, Bhardawadi Lane, J.P. Road, Andheri (W), Mumbai- 400058 be appointed as the Statutory Auditors of the Company to fill-up the casual vacancy caused due to resignation of M/s Vijay R. Tater & Co., Chartered Accountants, to hold office till the conclusion of the ensuing Annual General Meeting.

Appointment of the Statutory Auditor to fill the casual vacancy caused by the resignation of the existing Auditors requires approval of the members by way of an Ordinary Resolution. Hence, this resolution is being placed before the members for approval.

The proposed fess to be paid to M/s. Baxi & Associates is Rs. 25,000/- plus Goods & Services Tax along with certification charges of Rs. 2000/- per quarter.

Brief profile of Statutory Auditor is given here under:

Sr. No.	Particular	Details
1	Name of Firm	Baxi & Associates
2	Year of Establishment	August 2002
3	Partners	Abhay Baxi- B.Com, FCA Dipti Baxi- B.Com (Hons), FCA
4	Number of Staff	Qualified C.A-1 Experienced Employee -3 Article Assistants -3
5	Address	A/403 Sonal Classic Bldg, Bhardawadi Lane, Off J.P Road, Andheri (W), Mumbai- 400058
6	Contact nos.	26781209/ 26771289/ 9820380408 Abhaybaxi@yahoo.com Abhaybaxi11@gmail.com
7	Peer Reviewd by ICAI	NO.011201 Valid Till 29.07.2022

8	Academic Qualification of Partners	Abhay Baxi- FCA Dipti Baxi- FCA
9.	Work Experience	Taxation and Audit Matters

The Directors recommend the aforesaid resolution for the approval by the members as an Ordinary Resolution.

i) **The nature of concern or interest, financial or otherwise in respect of proposed Resolution:-**

- Directors: Nil
- Other Key Managerial Personnel: Nil
- Relatives of Directors and Key Managerial Personnel: Nil

Place: Mumbai
Date: 01.11.2019

For GSL Securities Limited


Sant Kumar Bagrodia
Designation: Managing Director
DIN: 00246168

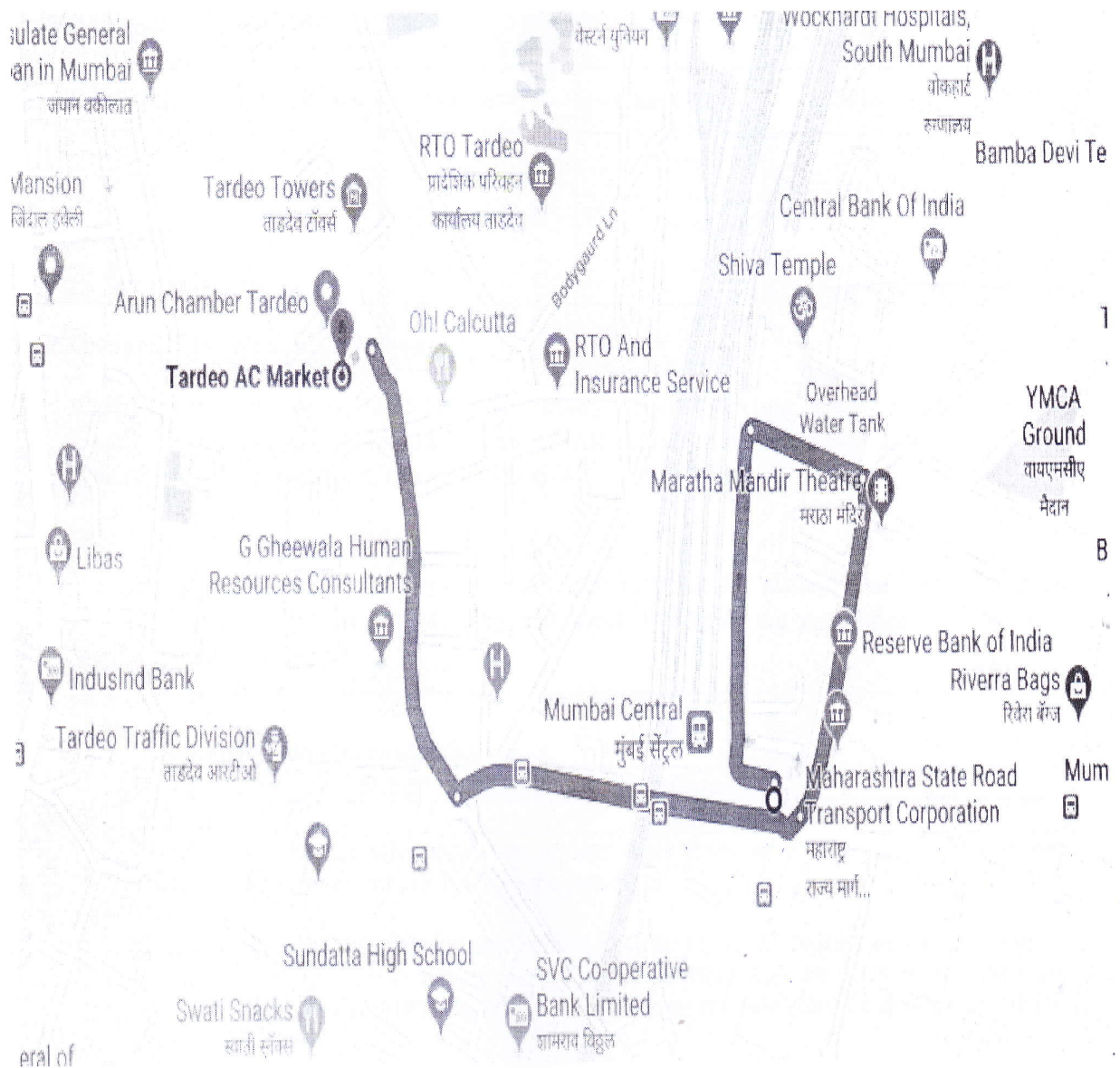
**ROUTE MAP OF THE VENUE OF THE
EXTRA ORDINARY GENERAL MEETING OF THE COMPANY**

EOGM Venue:

1/25 & 1/26, 1st Floor,
Tardeo Airconditioned Market Society,
Tardeo Road, Mumbai- 400034

Prominent Landmark:

Tardeo Towers



GSL SECURITIES LIMITED
CIN: L65990MH1994PLC077417

Registered Office: 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road,
Mumbai- 400034.

Tel No. 022-23516166, Email ID: gslsecuritiesltd@gmail.com
Website: www.gslsecurities.com

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall. Joint Shareholders may obtain additional attendance slips on request. (Folio No's, DP ID*, Client ID* & Name of the Shareholder/ Joint holder/s/ Proxy in BLOCK LETTERS to be furnished below)

Name of Shareholder/ Proxy	DP ID*	Client ID*	Folio	No. of shares held

Signature of the Shareholder/ Proxy: _____

I hereby record my presence at the Extra-Ordinary General Meeting of the company, held on Monday 23rd December, 2019 at 12.00 p.m. at 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai- 400034.

Notes:

1. Shareholders/ Proxy holders are requested to bring the Attendance Slip with them when they come to the Meeting and hand it over at the gate after affixing their signature on it.

Electronic Voting Particulars:-

EVEN (Electronic Voting Event Number)	*Default PAN
112620	USE YOUR PAN

* Only Shareholder who have not update their PAN with Company / Depository Participant shall use default PAN in the pan field.

Note: Please read the instructions printed at note 11 of the Notice of Extra-Ordinary General Meeting. The E-Voting period starts on December 20, 2019 (9.00 A.M.) and ends on December 22, 2019 (5.00 P.M.). The e-voting module shall be disable by NSDL for voting thereafter.

Form No. MGT-11
PROXY FORM

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

GSL SECURITIES LIMITED

Corporate Identification Number: L65990MH1994PLC077417
Regd. Office: 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society,
Tardeo Road, Mumbai- 400034

Extra-Ordinary General Meeting- December 23, 2019

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the holder (s) of _____ shares of the above named company, hereby appoint

1. Name: _____ E-mail Id: _____
Address: _____
Signature: _____, or failing him/ her
2. Name: _____ E-mail Id: _____
Address: _____
Signature: _____, or failing him/ her
3. Name: _____ E-mail Id: _____
Address: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Members of GSL SECURITIES LIMITED will be held at 1/25 & 1/26, 1st Floor, Tardeo Airconditioned Market Society, Tardeo Road, Mumbai- 400034 on Monday 23rd December, 2019 at 12.00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Particulars
	ORDINARY BUSINESS
1.	Appointment of M/s. Baxi & Associates, Chartered Accountants as Statutory Auditors to hold office until the conclusion of the ensuing Annual General Meeting.

Signed this _____ day of _____ 2019

Signature of shareholder: _____

Signature of Proxy holder(s) _____

Affix Revenue Stamp of Re. 1/-

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. A proxy need not be a member of the company.