

GULBARGA CEMENT LIMITED

NOTICE

Notice is hereby given that the Ninth Annual General Meeting of the Company will be held on Wednesday, the 16th day of March, 2016 at 4.30 p.m at the Registered Office of the Company at Adventz Centre, 2nd & 3rd Floor, No. 28, Cubbon Road, Bangalore 560 001, to transact the following business :

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st December, 2015 and the Reports of the Board of Directors' and the Auditors thereon.
2. To appoint a Director in place of Mr. Roberto Callieri who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Nabil Paul Francis who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Matteo Maconi who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Statutory Auditors.

To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution.

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 M/s. S.R Batliboi & Associates LLP, Chartered Accountants having Registration No. 101049W with the Institute of Chartered Accountants of India be and are hereby appointed as statutory auditors of the Company for the financial year 2016 to hold the office from the conclusion of this annual general meeting until the conclusion of the next annual general meeting of the Company on a remuneration of Rs. 2 lakh in addition to service tax and reimbursement of out of pocket expenses incurred by them in connection with the audit of accounts of the Company."

By the Order of the Board of Directors



L.R. Neelakanta
Company Secretary

Date : 15.02.2016

Registered Office :

Adventz Centre
2nd & 3rd Floor, No. 28
Cubbon Road
Bangalore 560 001

NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.**
2. The Proxy form should be deposited at the Registered Office of the Company at Adventz Centre, 2nd & 3rd Floor, No. 28, Cubbon Road, Bangalore 560 001, not less than 48 hours before the commencement of the meeting.
3. Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorising their representatives to attend and vote on their behalf at the Meeting.
4. Relevant documents referred to in accompanying Notice and in the Explanatory Statements are opened for inspection by the members at the Company's Registered Office on all working days of the Company during the business hours up to the date of the meeting.

By the Order of the Board of Directors


L.R. Neelakanta
Company Secretary

Date : 15.02.2016

Registered Office :

Adventz Centre
2nd & 3rd Floor, No. 28
Cubbon Road
Bangalore 560 001

GULBARGA CEMENT LIMITED

Regd. Office: # Adventz Centre, 2nd & 3rd, No. 28, Cubbon Road, Bengaluru, Karnataka
- 560 001

PROXY FORM

No. of Shares held	Regd. Folio No.
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I/We,
of
Being a Member/Members of M/s. GULBARGA CEMENT LIMITED hereby appoint
..... of
..... or failing him
.....Of.....
as my / our proxy to vote for me / us on my / our behalf at the Ninth Annual General Meeting of the Company to be held on Wednesday, the 16th March, 2016 at 4.30 p.m. and at every adjournment thereof.

Place:

Date:

Affix Rs. 1/- Revenue Stamp

Note: This Proxy Form duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting. A proxy need not be a member.