

July 19, 2019

**BSE Limited**  
25<sup>th</sup> Floor, P. J. Towers,  
Dalal Street,  
MUMBAI – 400 001  
(Company Code: 505714)

**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E),  
MUMBAI – 400 051  
(Company Code: GABRIEL)

**Sub: Notice of 57<sup>th</sup> Annual General Meeting**

Dear Sirs,

Pursuant to the provisions of Regulation 30 of SEBI (LODR) Regulations, 2015, please find attached the Notice of 57<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Tuesday, August 13, 2019.

We request you to take the above information on record and kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

**For Gabriel India Limited**

  
**Nileshe Jain**  
**Company Secretary**



Encl : a/a

Email id: [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in)



## **GABRIEL**

**GABRIEL INDIA LIMITED**

29th Milestone, Pune Nashik Highway  
Village Kuruli, Taluka Khed  
Pune - 410 501  
Maharashtra, India

### **NOTICE**

**NOTICE is hereby given that the fifty seventh Annual General Meeting of the Members of GABRIEL INDIA LIMITED will be held at the Auditorium, Gabriel India Limited, 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune 410 501, Maharashtra on Tuesday, August 13, 2019 at 2.30 p.m. to transact the following businesses:**

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, Reports of Board of Directors, and Auditors thereon.
2. To declare final dividend for the financial year 2018-2019.
3. To appoint a Director in place of Mr. Jagdish Kumar (DIN: 00318558), who retires by rotation and being eligible offers himself for re-appointment.

#### **SPECIAL BUSINESS**

4. To Consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

**"RESOLVED** that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Pradipta Sen (DIN: 00051758), who was appointed as an Independent non-executive Director of the Company and who is eligible for being re-appointed as an Independent Director and as recommended by Nomination and remuneration committee and approved by the Board of Directors, the consent be and is hereby accorded to reappoint Mr. Pradipta Sen (DIN: 00051758), as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of three consecutive years commencing from September 18, 2019 to September 17, 2022.

**RESOLVED FURTHER THAT** the Managing Director and the Company Secretary of the Company be and is hereby authorised, individually, to take such steps as may be necessary, desirable or expedient to give effect to this resolution including filing of necessary forms / returns with the Ministry of Corporate Affairs / Stock Exchanges / other authorities concerned."

5. To Consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

**"RESOLVED** that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Aditya Vij (DIN: 03200194), who was appointed as an Independent non-executive Director of the Company and who is eligible for being re-appointed as an Independent Director and as recommended by Nomination and remuneration committee and approved by the Board of Directors, the consent be and is hereby accorded to reappoint Mr. Aditya Vij (DIN: 03200194) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of three consecutive years commencing from March 31, 2020 to March 30, 2023.

**RESOLVED FURTHER THAT** the Managing Director and the Company Secretary of the Company be and is hereby authorised, individually, to take such steps as may be necessary, desirable or expedient to give effect to this resolution including filing of necessary forms / returns with the Ministry of Corporate Affairs / Stock Exchanges / other authorities concerned."

## Notes:

1. A Member entitled to attend and vote at the Annual General Meeting ("AGM") may appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company. The instrument appointing a Proxy, in order to be effective, must be duly filled, stamped and signed and must reach the Registered Office of the Company not less than forty-eight hours before the commencement of the Annual General Meeting. A Proxy Form for AGM is enclosed in the Annual Report.
2. A person can act as a proxy on behalf of Members of not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate Members are requested to send to the Company a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote on their behalf at the AGM.
4. Members are requested to bring their attendance slip duly filled and signed mentioning therein details of their DP ID and Client ID/ Folio No. The attendance slip for AGM is enclosed in the Annual Report.
5. 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 at the AGM.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, August 07, 2019 to Tuesday, August 13, 2019 (both days inclusive).
7. Dividend, as may be declared by the members at the meeting, will be paid to those members whose names stand on the Company's Register of Members as on Tuesday August 06, 2019. In respect of shares held in dematerialized form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories as at the end of business on August 06, 2019.
8. Members please be informed that respective bank details and address, as registered with the Company furnished by them or by NSDL / CDSL to the Company for shares held in the Physical certificate form and in the dematerialized form respectively, will be printed on their dividend warrants as a measure of protection to Members against fraudulent encashment.

Members holding shares in dematerialized form may note that bank particulars registered against their respective depository account will be used by the Company for the payment of dividend. The Company or its Registrar and Transfer Agents, Karvy Computershare Private Limited ("Karvy") cannot act on any request received directly from the members holding shares

in dematerialized form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.

9. Members holding shares in physical certificate form are requested to notify / send the following to the Company's Registrars and Share Transfer Agents, Karvy Fintech Private Limited (Unit: Gabriel India Limited) at Karvy Selenium Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad 500032 (Tel. 040 23312454 / 23320751 / 752 / 251 ; Fax : 040 23311968, 23323049, email : einward.ris@karvy.com) to facilitate better servicing :
  - a. Any change in their address / mandate / bank details,
  - b. Particulars of their bank account, in case the same have not been furnished earlier, and
  - c. Share certificates held in multiple accounts in identical names or joint accounts in the same order of names, for consolidation of such shareholdings into a single account.

Members holding shares in dematerialized form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts.

10. Members holding shares in physical certificate form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact Company or Karvy Fintech Private Limited for assistance in this regard.
11. Members seeking any information with regard to the Financial Accounts are requested to write to the Company on or before Tuesday, August 06, 2019, to the attention of the Company secretary at [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in), so as to enable the Company to keep the information ready.
12. Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013, the Company has transferred the unpaid or unclaimed amount of final dividend for the financial year 2010-2011 and Interim Dividend for the financial year 2011-2012 to the Investor Education and Protection Fund established by the Central Government on September 27, 2018 and January 19, 2019 respectively.

Members who have not encashed their dividend warrants for the financial year ended March 31, 2012 or any subsequent years are requested to lodge their claim with the Company's Share Transfer Agents, Karvy Fintech Private Limited.

Further, Section 124(6) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 requires that all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in name of IEPF and be credited to Demat Account



of the Authority. Accordingly, the Company has transferred such shares relevant to unpaid or unclaimed final dividend for the financial year 2010-2011 and Interim Dividend for the financial year 2011-2012 to the Demat Account of the Authority. Members are informed that they can recover their shares by approaching IEPF Authority.

13. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on August 08, 2018 (date of the last Annual General Meeting) on the website of the IEPF ([www.iepf.gov.in](http://www.iepf.gov.in)) as also on the website of the Company ([www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/)).

14. Members who hold shares in physical certificate form can nominate a person in respect of all the shares held by them singly or jointly, by providing details to the Share Transfer Agent of the Company in the prescribed form.

Members holding shares in dematerialized form may contact their respective Depository Participant(s) for recording nomination in respect of their shares.

15. The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

16. To promote green initiative, members holding shares in demat form are requested to register their e-mail addresses through their Depository Participant and members holding the shares in physical form may register their e-mail addresses through the Registrar & Transfer Agent, by providing the details as per the below mentioned format, for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.

Name of the Shareholder(s):

Client Id & DP Id. / Folio No. :

Email address:

Mobile No.(optional):

17. Explanatory statement pursuant to Section 102 of the Companies Act, 2013, with respect to the special business set out in the Item No. 4 to 5 above and additional particulars of Directors retiring by rotation and eligible for appointment / re-appointment pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as SEBI (LODR) Regulations, 2015) are mentioned in the Annexure A & B.

18. Members may also note that the Notice of the AGM and the Annual Report for FY 2018-19 will also be available on the Company's website : [www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/) for their download.

19. All documents referred to in the Notice will be available for inspection at the Company's Registered Office during normal business hours on working days upto the date of the AGM.

20. Facility for voting (through electronic means and by Poll):

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and SEBI (LODR) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the AGM, by electronic means from a place other than venue of the AGM ("remote e-voting") and the business may be transacted through such voting. Members are requested to note that remote e-voting is optional.

The facility for voting by poll shall also be made available at the AGM and members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the AGM.

The members who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again.

The cut-off date for determining the eligibility to vote by remote e-voting or in the AGM shall be Tuesday, August 06, 2019.

The facility of casting vote through remote e-voting shall be provided by Karvy Fintech Private Limited through their e-voting platform. In this regard, your Demat Account / Folio Number has been enrolled by the Company for your participation in remote e-voting on resolution(s) placed by the Company on e-voting system. The instructions for e-voting are mentioned in this Notice.

The Notice of the AGM of the Company inter-alia indicating the process and manner of e-voting along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://evoting.karvy.com> or <http://www.anandgroupindia.com/gabrielindia/investor>.

The remote e-voting period commences on Saturday, August 10, 2019 at 9.00 a.m. and ends on Monday, August 12, 2019 at 5.00 p.m. During this period, the members of the Company, holding shares either in physical certificate form or in dematerialized form, as on the aforesaid cut-off date, may opt for remote e-voting. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

Any person, who acquired the shares of the Company and becomes member of the Company after dispatch of AGM Notice and holding shares as on the aforesaid cut-off date may obtain the login ID and password by sending a request at E-mail ID: einward.ris@karvy.com.

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 aforesaid cut-off date.

The Company has appointed Ms. Savita Jyoti, Practicing Company Secretary as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

The instructions for E-Voting are as under:

- i. To use the following URL for E-voting: <https://evoting.karvy.com>
- ii. Enter the login credentials i.e. user id and password mentioned in E-voting instructions. Your Folio No. /DP ID Client ID will be your user ID.

User – ID	For Members holding shares in Demat Form:-
	a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID
Password	b) For CDSL :- 16 digits beneficiary ID
	For Members holding shares in Physical Form:-
Captcha	• Event no. followed by Folio Number registered with the Company
	In case of shareholders who have not registered their email addresses, their User-Id and Password are mentioned in E-voting instructions.
	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security Reasons

- iii. After entering the details appropriately, click on LOGIN.
- iv. You will reach the Password change menu where in you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one uppercase (A-Z), one lowercase (a-z), one numeric value (0-9) and a special character.

The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the EVENT i.e., Gabriel India Limited.
- vii. On the voting page, the number of shares as held by the shareholder as on the Cut-off Date will appear. If you desire to cast all the votes assenting / dissenting to the Resolution then enter all shares and click "FOR" / "AGAINST" as the case may be. You are not required to cast all your votes in the same manner. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as mentioned herein above.

You may also choose the option "ABSTAIN" in case you wish to abstain from voting. If you do not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- viii. Shareholders holding multiple folios/ demat account shall choose the voting process separately for each folios/ demat account.
- ix. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed.
- x. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.
- xi. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPEG) of the relevant Board 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 savitajyoti@yahoo.com.
- xii. Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
- xiii. The Portal will remain open for voting from: Saturday, August 10, 2019 at 9.00 a.m. and ends on Monday, August 12, 2019 at 5.00 p.m. E-Voting shall not be allowed beyond said time.
- xiv. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. S.V. Raju of Karvy Fintech Private Limited at 040- 67161500 or at 1800 345 4001 (toll free).

The scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unlock the votes through remote e-voting in the



presence of at least two witnesses, not in the employment of the Company and make, not later than three days from the conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson of the Company or a person authorized by her in writing who shall countersign the same.

The scrutinizer shall submit her report to the Chairperson or a person authorized by her, who shall declare the result of the voting. The results declared along with the scrutinizer's report shall be placed on the Company's website [www.anandgroupindia/gabrielindia/](http://www.anandgroupindia/gabrielindia/) and on the website of Karvy: <https://evoting.karvy.com>, and shall also be communicated to the stock exchanges. The

resolution shall be deemed to be passed at the Annual General Meeting of the Company Scheduled to be held on Tuesday, August 13, 2019.

**Registered Office:** **By Order of the Board of Directors**  
29th Milestone, Pune-Nashik Highway,  
Village Kuruli, Taluka Khed,  
Pune - 410 501, Maharashtra, India

**Nilesh Jain**  
*Company Secretary*

Place: New Delhi  
Date: May 16, 2019

## ANNEXURE A

### EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013.

#### ITEM NO. 4

##### **Re-appointment of Mr. Pradipta Sen as an independent Director for the second term of three years from September 18, 2019 to September 17, 2022.**

Mr. Pradipta Sen, aged 60, was appointed as an Independent Non-executive director w.e.f September 18, 2014 for the term of 5 years. Since he will complete his initial term as an Independent non-executive director of the company on September 17, 2019, he is eligible for the re-appointment for one more term as per relevant statutory provision.

As per the relevant provisions of Sections 149, 150, 152, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, an Independent director is eligible for the re-appointment for the 2nd term subject to the approval of shareholders by passing special resolution upon completing the initial term.

Mr. Pradipta Sen is not dis-qualified from being re-appointed as director in terms of Section 164 of the Act and has consented to act as an Independent non-executive director of the Company.

The Company has received a notice in writing pursuant to provision of Section 160 of the Act and the rules made thereunder, regarding candidature of Mr. Pradipta Sen for the office of Director.

Mr. Pradipta Sen has a vast experience. He was the president for India, Middle East and Africa region of Emerson, a Fortune 500 company into manufacturing products and engineering services. Prior to this, he was the president of Emerson India for a decade, where he was instrumental in establishing and growing company's sales and presence. Prior to joining Emerson, he spent 16 years with

General Electric in leadership roles. He served as a board member of various Emerson subsidiary companies.

Brief resume of Mr. Pradipta Sen as stipulated in SEBI (LODR) Regulations, 2015 is attached and forms part of this Notice.

The Nomination and Remuneration Committee at its Meeting held on May 16, 2019 on the basis of performance evaluation of Independent Directors and taking into the business knowledge, acumen, experience and the substantial contribution made by Mr. Pradipta Sen during his tenure, has recommended to the Board that continued association of Mr. Pradipta Sen as an Independent Director of the Company would be beneficial to the Company.

The Board recommends the resolution set out at Item No. 4 for the approval of members to be passed as a Special Resolution.

Except Mr. Pradipta Sen, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested financially or otherwise in the said resolution.

#### ITEM NO. 5

##### **Re-appointment of Mr. Aditya Vij as an independent Director for the second term of three years March 31, 2020 to March 30, 2023.**

Mr. Aditya Vij, aged 60, was appointed as an Independent Non-executive director w.e.f March 31, 2015 for the term of 5 years. Since he will complete his initial term as an Independent non-executive director of the company on March 30, 2020, he is eligible for the re-appointment for one more term as per relevant statutory provision.

As per the relevant provisions of Sections 149, 150, 152, the Companies (Appointment and Qualification of Directors) Rules,



2014, Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, an Independent director is eligible for the re-appointment for the 2nd term subject to the approval of shareholder by passing special resolution upon completing the initial term.

Mr. Aditya Vij is not dis-qualified from being re-appointed as director in terms of Section 164 of the Act and has consented to act as an Independent non-executive director of the Company.

The Company has received a notice in writing pursuant to provision of Section 160 of the Act and the rules made thereunder, regarding candidature of Mr. Aditya Vij for the office of Director.

Mr. Aditya Vij is operating Partner of Kedaara Capital Advisors LLP, a Private Equity Firm focused on India. He has a rich management experience spanning three decades in the corporate world with a proven track record of developing and turning around businesses in various leadership positions. He served as the Chief Executive Officer at Fortis Healthcare Limited (from 2011-2014) and as the Chairman of the Board of Fortis Malar Hospitals Limited. He joined Fortis Healthcare from Punj Lloyd where he held the position of Group President - Defense, a role in which he was responsible for setting up the Defense and Nuclear Power verticals for the Group. Prior to Punj Lloyd, Mr. Aditya Vij had a distinguished innings of 18 years with General Motors, across five countries in Europe and Asia. He

served as an Executive Director of Sales, Marketing and After-Sales at General Motors Europe AG. One of his significant achievements at GM was the turnaround of the India business into a profitable entity, the successful launch of the Chevrolet brand in India, the expansion of production capacity at the car manufacturing plants several-fold, the establishment of an Engineering and R&D Centre for Global competitiveness and the setting up of a shared services centre for GM Units worldwide.

Brief resume of Mr. Aditya Vij as stipulated in SEBI (LODR) Regulations, 2015 is attached and forms part of this Notice.

The Nomination and Remuneration Committee at its Meeting held on May 16, 2019 on the basis of performance evaluation of Independent Directors and taking into the business knowledge, acumen, experience and the substantial contribution made by Mr. Aditya Vij during his tenure, has recommended to the Board that continued association of Mr. Aditya Vij as an Independent Directors of the Company would be beneficial to the Company.

The Board recommends the resolution set out at Item No. 5 for the approval of members to be passed as a Special Resolution.

Except Mr. Aditya Vij, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested financially or otherwise in the said resolution.



## ANNEXURE B

Details of Director seeking appointment/re-appointment at the ensuing Annual General Meeting as required under Regulation 36 of SEBI (LODR) Regulations, 2015.

### Mr. Jagdish Kumar

Name of Director	Jagdish Kumar
Date of Birth	16.01.1964
Date of Appointment	03.11.2015
Expertise in Functional Area	Finance
Qualifications	Commerce graduate and PGDM from Indian Institute of Management, Bangalore with specialization in Finance.
List of other Listed Companies in which Directorships held	Nil
List of other Listed Companies in which Memberships/ Chairmanships of Board Committees held	Nil
Shareholding in the Company	Nil

### Mr. Pradipta Sen

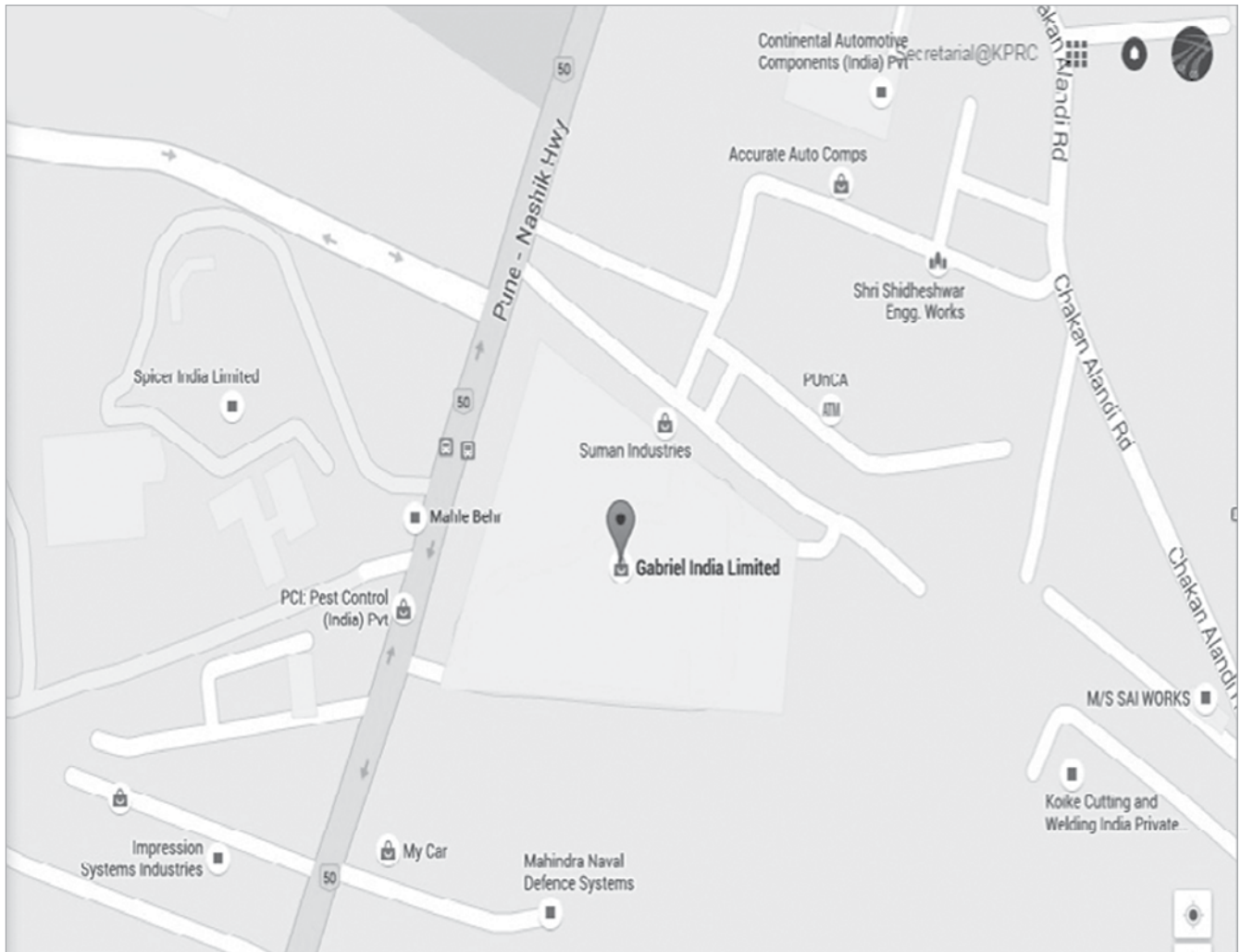
Name of Director	Pradipta Sen
Date of Birth	07.10.1958
Date of re-appointment	18.09.2019
Expertise in Functional Area	Technical Expertise & Corporate Strategy
Qualifications	B.E. from BITS, Pilani
List of other Listed Companies in which Directorships held	Nil
List of other Listed Companies in which Memberships/ Chairmanships of Board Committees held	Nil
Shareholding in the Company	Nil

### Mr. Aditya Vij

Name of Director	Aditya Vij
Date of Birth	24.10.1958
Date of re-appointment	31.03.2020
Expertise in Functional Area	Finance & Administration
Qualifications	B. Com (Hons.) from Shri Ram College of Commerce, Fellow Chartered Accountant and MBA from IMD, Lausanne, Switzerland
List of other Listed Companies in which Directorships held	Nil
List of other Listed Companies in which Memberships/ Chairmanships of Board Committees held	Nil
Shareholding in the Company	Nil



## Road map of AGM Venue



# GABRIEL

GABRIEL INDIA LIMITED

CIN : L34101PN1961PLC015735

Regd. Office: - 29th Milestones, Pune-Nashik Highway, Village Kuruli,

Tal. Khed, Pune – 410501, India

Ph.No. +91 (2135) 610793, Fax No. +91 (2135) 610796,

Email Id: secretarial@gabriel.co.in, Website: www.anandgroupindia/gabrielindia/

## ATTENDANCE SLIP

57th Annual General Meeting Tuesday, August 13, 2019

Registered Folio no. / DP ID no. / Client ID no.

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Number of Shares held

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 57th Annual General Meeting of the Company at the Auditorium, 29th Milestone, Pune – Nashik Highway, Village – Kuruli, Taluka – Khed, Pune – 410 501, Maharashtra, India, on Tuesday, August 13, 2019, at Registered office of the company 02.30 pm.

\_\_\_\_\_  
Name of the member / proxy  
(in BLOCK letters)

\_\_\_\_\_  
Signature of the members / proxy

**Note:** Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM

### IMPORTANT COMMUNICATION TO MEMBERS

(A) The Ministry of Corporate Affairs has taken 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Reports can be sent by e-mail to its members. This will also ensure prompt receipt of communication and avoid loss of postal transit. These documents can also be downloaded by the members from the Company's website i.e. www.anandgroupindia/gabrielindia/. To support this green initiative of the Government in full measure, members who have not registered their e-mail address so far, are requested to register their e-mail address by sending e-mail to secretarial@gabriel.co.in with subject as 'E-mail for Green Initiative' mentioning their Folio No./ DP Id & Client Id. Members holding shares in electronic form may register/update their e-mail address with the Depository through their concerned Depository Participant(s).

(B) From April 1, 2019 SEBI has prohibited off market trades in physical mode.





# GABRIEL

GABRIEL INDIA LIMITED

CIN : L34101PN1961PLC015735

Regd. Office: - 29th Milestones, Pune-Nashik Highway, Village Kuruli,

Tal. Khed, Pune – 410501, India

Ph.No. +91 (2135) 610793, Fax No. +91 (2135) 610796,

Email Id: secretarial@gabriel.co.in, Website: www.anandgroupindia/gabrielindia/

## PROXY FORM

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

**57th Annual General Meeting Tuesday, August 13, 2019**

Name of the Member(s)	
Registered address	

Folio No. / Client ID

DP ID

I /We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

Name : \_\_\_\_\_

Email : \_\_\_\_\_

Address : \_\_\_\_\_

\_\_\_\_\_  
Signature \_\_\_\_\_ or failing him / her

Name : \_\_\_\_\_

Email : \_\_\_\_\_

Address : \_\_\_\_\_

\_\_\_\_\_  
Signature \_\_\_\_\_ or failing him / her

Name : \_\_\_\_\_

Email : \_\_\_\_\_

Address : \_\_\_\_\_

\_\_\_\_\_  
Signature \_\_\_\_\_ or failing him / her

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 57th Annual General Meeting of the Company to be held on Tuesday, August 13, 2019, at 02.30 p.m. at Auditorium, Gabriel India Limited, 29th Milestone, Pune – Nashik Highway, Village – Kuruli,



Taluka – Khed, Pune – 410 501, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolution(s)	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
<b>Ordinary Business:</b>				
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, Reports of Board of Directors and Auditors thereon.			
2	To declare final dividend for the financial year 2018-2019.			
3	To appoint a Director in place of Mr. Jagdish Kumar (DIN No.00318558), who retires by rotation and being eligible offers himself for re-appointment.			
<b>Special Business:</b>				
4	To re-appoint Mr. Pradipta Sen as an independent Director for the second term of three years from September 18, 2019 to September 17, 2022.			
5	To re-appoint Mr. Aditya Vij as an independent Director for the second term of three years from March 31, 2020 to March 30, 2023.			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019.

Affix revenue  
stamp of not  
less than  
Re. 1/-

\_\_\_\_\_  
Signature of the member

\_\_\_\_\_  
Signature of the proxy holder(s)

**Notes :**

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain Column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he /she may deem appropriate.