



GEECEE VENTURES LIMITED

209 - 210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400 021. India
Phone : 91-22-4019 8600 • Fax : 91-22-4019 8650 • CIN-L24249MH1984PLC032170
E-mail : gcvl@gcvl.in • Website : www.geeceeventures.com

September 01, 2023

To
The Listing and Compliance
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Fax No. 91-22-22722039/41/61
Email: corp.relations@bseindia.com
Re: BSE – Scrip Code: 532764

To
The Listing Department
The National Stock Exchange of India Ltd
“Exchange Plaza”
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Fax No. 91-22-26598237/38
cm1ist@nse.co.in cmtrade@nse.co.in
NSE: GEECEE

Dear Sir/Madam,

Sub: No Objection Certificate (NOC) received from RBI for proposed merger of GeeCee Fincap Limited with GeeCee Ventures Limited

In furtherance to our outcome dated May 26, 2023 with regards to In-principle approval received from the Board of Directors for the proposed merger of GeeCee Fincap Limited (“Transferor Company”) with GeeCee Ventures Limited (“Transferee Company”), under Section 233 of the Companies Act, 2013 and Rules made thereunder, we would like to update you that we had made an application to the Reserve Bank of India (RBI) on June 02, 2023 for providing its NOC for the proposed merger. Thus pursuant to the said application and on making submissions to RBI the Transferor Company – GeeCee Fincap Limited has received No Objection Certificate for the proposed merger.

In accordance with Clause 4 of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, on (i) Scheme of Arrangement by Listed Entities and (ii) Relaxation under Sub-rule (7) of rule 19 of the Securities Contracts (Regulation) Rules, 1957 dated 23rd November, 2021 the Company will / shall not be required to obtain (NOC) 'No Objection Letter' from the Stock Exchanges on which equity shares of the Company are listed and thus this intimation is only for your information.

Please take the same on your records.

Thank you,

Yours Faithfully,
For **GeeCee Ventures Limited**

Dipyanti Jaiswar
Company Secretary
Place: Mumbai
Encl: As Above.



भारतीय रिज़र्व बैंक
RESERVE BANK OF INDIA



DoS.CO.RSG No. S4215 /02.13.001/2022-23

August 31,2023

Registered Post

The Chairman
GEECEE Fincap Limited
209-10, Arcadia Building, 2nd floor
195, Nariman Point, Mumbai-400021

Madam/Dear Sir,

Re: Request for seeking No Objection Certificate for proposed merger of GeeCee Fincap Limited with GeeCee Ventures Limited

Please refer to your letter dated June 02,2023 and subsequent correspondence on captioned subject. In this regard, it is advised that RBI has No Objection to the proposed scheme wherein GeeCee Fincap Limited shall merge with GeeCee Ventures Limited

2. Further, the Certificate of Registration (CoR) issued to GeeCee Fincap Limited is non-transferable and will stand cancelled from the Effective Date of scheme.

3. All regulatory or other proceedings of like nature or cause of actions against the transferor company pending and/or arising, before, on, or after, the appointed date shall not abate or be discontinued or be in any way prejudicially affected by reason of anything contained in this scheme but shall be initiated, continued and enforced by or against the transferee company in the manner and to the same extent as would or might have been initiated, continued and enforced against the transferor company without any further act, instrument, deed, matter or thing being made, done or executed. The transferee company will have all such regulatory or other proceedings initiated by or against the transferor company referred to in this clause, transferred in its name and to have the same continued, prosecuted and enforced by or against the transferee company, to the exclusion of the transferor company. The Scheme of Arrangement shall include this clause.

पर्यवेक्षणविभाग (विनियामकसेवासमूह), 3रीमंजिल, मुम्बईसेंट्रलरेल्वेस्टेशनकेसामने, भायखला, मुंबई - 400008
Department of Supervision (Regulatory Services Group), 3rd Floor, Opp. Mumbai Central Railway Station, Byculla, Mumbai 400008
फोनTel: (91-22) 23084121; फैक्सFax: (91-22) 23022011 ई-मेलe-mail : rsgdos@rbi.org.in

हिन्दीआसानहै, इसकाप्रयोगबढ़ाइए

Caution: RBI never sends mails, SMS or makes calls asking for personal information like bank account details, passwords etc. It never keeps or offers funds to anyone. Please do not respond in any manner to such offers.



भारतीय रिज़र्व बैंक
RESERVE BANK OF INDIA



5. In this regard, you are advised to submit the following documents to the Bank within fifteen days of Effective Date of Scheme:

- (i) Surrender of Original CoR of GeeCee Fincap Limited for cancellation upon merger
- (ii) Copy of NCLT order approving Composite Scheme of Merger & Arrangement
- (iii) Amalgamated audited/ provisional financials of resulting company

6. It may further be noted that "In terms of Section 45-IA of the Reserve Bank of India Act 1934, no company can commence or carry on the business of Non-Banking Financial Company without obtaining a Certificate of Registration (CoR) from RBI. Undertaking NBF business without obtaining Certificate of Registration attracts the penal provisions of Section 58-B (4-A) of the Act, which read as under:

"If any person contravenes the provisions of sub-section (1) of Section 45-IA, he shall be punishable with imprisonment for a term which shall not be less than one year but which may extend to five and fine which shall not be less than one lakh rupees, but which may extend to five lakh rupees."

Yours faithfully,

(Awadhesh Kumar Kureel)

General Manager