CIN : L17120MH1984PLC033553

Date: 05th September, 2023

To,
The Manager
Listing Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Script code: 533204

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Symbol: GBGLOBAL

Sub: Notice of 39th Annual General Meeting and Annual Report for the Financial Year 2022-23

This is to inform you that the Company has decided to convene the 39th Annual General Meeting ('**AGM**') of the Members of the Company on Friday, 29th September, 2023 at 11.30 a.m. (IST) at the registered office of the Company situated at 10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West), Mumbai – 400 058.

Pursuant to Section 108 of the Companies Act, 20213 and Regulation 30, 34 and 53 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the 39th AGM and the Annual Report of the Company for the Financial Year 2022-23 are enclosed herewith for your records.

The Notice along with the Annual Report is being dispatched electronically to the Members whose email-IDs are registered with the Company.

The Notice along with the Annual Report are also available on the website of the Company at www.gbglobal.in under the Investors Section.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

CIN : L17120MH1984PLC033553

For GB GLOBAL LIMITED
(Formerly Mandhana Industries Limited)

VIJAY THAKORDAS THAKKAR
Digitally signed by VIJAY THAKORDAS THAKKAR
Date: 2023.09.05 18:51:52 +05'30'

Vijay Thakkar
Managing Director
DIN: 00189355

Date: 05th September, 2023
Place: Mumbai

Encl: As above

GB GLOBAL LIMITED

(Formerly known as Mandhana Industries Limited)

CIN: L17120MH1984PLC033553

Regd. & Corp. Office.: *10th Floor, Dev Plaza Opp. Andheri Fire Station S. V. Road, Andheri West Mumbai – 400 058*

Tel.: *91-22-43539191 /* ***Fax:*** *91-22-43539392 /* ***E-mail:*** *cs@gbglobal.in /* ***Website:*** *www.gbglobal.in*

NOTICE OF 39TH ANNUAL GENERAL MEETING

(Pursuant to Section 101 of the Companies Act, 2013)

NOTICE is hereby given that the **39th Annual General Meeting** (**'AGM'**) of the Members of **GB GLOBAL LIMITED** (**'the Company'**) will be held on **Friday, 29th Day of September, 2023 at 11.30 a.m.** (IST) at the registered office address of the Company situated at 10th Floor, Dev Plaza Opp. Andheri Fire Station S. V. Road, Andheri West, Mumbai – 400 058, to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon:**

"**RESOLVED THAT** pursuant to the provisions of Section 134 and Section 137 of the Companies Act, 2013 and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), the balance-sheet as at 31 March, 2023, and profit and loss account ending on that date along with the Cash Flow Statement as at 31 March, 2023 as placed before the Board and initiated by the Chairperson for the purpose of identification be and are hereby considered and approved.

RESOLVED FURTHER THAT Chairperson or, any two Directors along with KMP of the Company be and is hereby authorized to sign the Annual Standalone and Consolidated Financial Statement of the Company comprising of Balance Sheet as at 31 March,2023,

Statement of Profit and Loss for the year ended on that date along with the Cash Flow Statement as at 31 March, 2023 and the Explanatory Notes annexed to, or forming part of any document referred above and the same be submitted to the Statutory Auditor of the Company M/s Bhuta Shah & Co LLP for their report thereon.

2. To consider appointment of Mr. Dev Thakkar (DIN: 07698270) who retires by rotation and being eligible, offers himself for re-appointment:

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

"**RESOLVED THAT** pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013 along with the relevant rules made thereunder and Articles of Association of the Company, Mr. Dev Thakkar (DIN: 07698270) Director, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

3. To regularize and appoint Mr. Aayush Agrawal (DIN: 09101979) as a Non-Executive Independent Director of the Company:

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, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of Nomination and Remuneration Committee and that of the Board of Directors, Mr. Aayush Agrawal (DIN:09101979), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 14th August, 2023, by the Board of Directors of the Company and who in terms of Section 161 of the Companies Act, 2013 hold the office till the conclusion of the ensuing Annual General Meeting, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five years, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel of the Company be and is hereby authorized to sign the requisite forms / documents and to do all such

acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any one of the Board of Director of the Company be and is hereby authorized to issue certified true copy of the resolution as may be required from time to time."

4. To regularize and appoint Mr. Akshat Agrawal (DIN: 09107481) as a Non-Executive Independent Director of the Company:

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, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of Nomination and Remuneration Committee and that of the Board of Directors, Mr. Akshat Agrawal (DIN: 09107481), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 14th August, 2023, by the Board of Directors of the Company and who in terms of Section 161 of the Companies Act, 2013 hold the office till the conclusion of the ensuing Annual General Meeting, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five years, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel of the Company be and is hereby authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any one of the Board of Director of the Company be and is hereby authorized to issue certified true copy of the resolution as may be required from time to time."

5. To regularize and appoint Mr. Dinesh Tarfe (DIN: 10104238) as a Non-Executive Director of the Company:

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 152 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of Nomination and Remuneration Committee and that of the Board of Directors, Mr. Dinesh Tarfe (DIN: 10104238), who was appointed as an Additional Director in the capacity of Non-Executive Director with effect from 18th April, 2023, by the Board of Directors of the Company and who in terms of Section 161 of the Act hold the office till the conclusion of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as a Non-Executive Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel of the Company be and is hereby authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any one of the Board of Director of the Company be and is hereby authorized to issue certified true copy of the resolution as may be required from time to time."

6. To consider and approve the alteration of Memorandum of Association of the Company:

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 the Section 13 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 read with the relevant rules, consent of the shareholders of the Company be and is hereby accorded to amend the amend the following Clause III (B) of the Memorandum of Association of the Company as under:

By Modifying sub clause (25) & sub clause (29):

"To purchase, take on lease or in exchange, hire or otherwise acquire any real and personal property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business and in particular any land, building, easements, machinery, plant and stock-in-trade. To invest and deal with the surplus monies for the Company in such manner as may from- time to time be determined with or without security. To give consultancy services regarding construction, sell, purchase or otherwise in respect of properties including moveable and Immoveable properties and to collect professional fees for the same. To acquire and undertake the whole or any part of the business, property and liabilities of any person firm or

company carrying on or proposing to carry on, possessed of property suitable for the purposes of this Company, or which is capable of being conducted so as directly or in-directly to benefit the Company. To carry on any business or branch of a business which this Company is authorised to carry on by means or through the agency of any subsidiary company or companies and to enter into any arrangements with such subsidiary company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business. To complete liaison, management and coordination with the Society and/or Tenant/Occupants and/or occupants on the said Land and/or Hutments Occupants and/or Other Structures for obtaining all required information and documents like; including but not limited to Land, tenancy details, previous correspondence with Competent Authority, past/ongoing/likely disputes, plans, lease deeds, water bills, electricity bills, rent receipts, current carpet area, FSI, area statements, etc., to facilitate the preliminary diligence with respect to the said Project and/or Land. To complete negotiation and successful conclusion of commercials with all the occupants on the said Land and/or Hutments Occupants and/or Other Structures and/or members of the Society. To pay or enter into bond or agreement or other arrangement for payment of all costs, expenses and liabilities or obligation incurred or sustained in or in respect of promotion, flotation, registration and establishment of the company or in connection with inauguration of the offices and branch offices or agencies of the company and in performing the opening or other inaugural ceremony or pay or adjust in underwriting commission, brokerage, printing, development or such other expenses as the directors of the company may consider as preliminary expenses".

"To Consultant not limited to the duration of the contract or at any time thereafter, make use or directly or indirectly disclose to any person or persons any data, technical details, information or design relating to the Project; or any kind of pricing data, supply sources, techniques, computerized data, maps, methods, product design information, market information, technical information, benchmarks, performance standards and other confidential and/or Proprietary Information to any third party, To invest and deal with the moneys of the Company in any investments, moveable or immoveable, in such manner as may from time to time seem expedient and be determined, subject to the provisions of the Companies Act, 2013.To remunerate any person or firm or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any shares in the company's capital or any debentures, debenture stocks or other securities of the company or in or about the formation or promotion of this company or the acquisition of property by this company or the conduct of its business.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel of the Company be and is hereby authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any one of the Board of Director of the Company be and is hereby authorized to issue certified true copy of the resolution as may be required from time to time."

7. To consider and approve the related party transactions:

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 Section 188 of the Companies Act, 2013, read with rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, the consent of the Company be and is hereby accorded to the Board Directors of the Company (hereinafter referred to as "**The Board**" which term shall be deemed to include any committees thereof) to enter into contracts/arrangement/transactions with any of related party(ies) of the Company (entered/ to be entered individually with a related party or entered/ to be entered with all the related parties taken together with) during any given Financial Year for an amount of Rs. 60,00,00,0000/- (Indian Rupees Sixty Crores Only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any one of the Board of Director of the Company be and is hereby authorized to issue certified true copy of the resolution as may be required from time to time."

8. To consider and approve the unanimous approval for making Loan/Investment:

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 Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s) ; (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s)

; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 60,00,00,000 (Indian Rupees Sixty Crores Only) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT any Board of Directors of the Company be and is hereby authorized to sign the requisite forms / documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any one of the Board of Director of the Company be and is hereby authorized to issue certified true copy of the resolution as may be required from time to time."

For GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)

Sd/-
Vijay Thakkar
Managing Director
DIN: 00189355

Registered Office:
10th Floor, Dev Plaza Opp. Andheri Fire Station
S. V. Road, Andheri West, Mumbai – 400 058

Date: 05th September, 2023

NOTES:

1. An explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 ('**the Act**') is annexed hereto.

2. The relevant details, pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations'**) and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of this Annual General Meeting ('**the AGM**') are also annexed hereto.

3. In accordance with the MCA Circulars and applicable provisions of the Act read with Rules made thereunder and Listing Regulations, the AGM of the Company is being held at the registered office of the Company and the route map of the venue along with the landmark is annexed hereto. Further, the Securities and Exchange Board of India ('**SEBI**') vide its circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 has granted relaxation in respect of sending physical copies of annual report to the members.

4. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. A person can act as proxy on behalf of Members not exceeding fifty (50) 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 proxy for any other person or shareholder.

   The proxy form duly complete must be returned so as to reach the registered office of the Company not less than 48 hours before the time of commencement of the aforesaid meeting.

5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

6. The Members/Proxies should fill the Attendance Slip for attending the Meeting.

7. Proxies registers are open for inspection during the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the meeting. Inspection shall be allowed between 11.00 a.m. and 5.00 p.m.

8. In terms of the provisions of Section 152 of the Act, Mr. Dev Thakkar, Director of the Company be re-appointed due to retire by rotation at the Meeting. Mr. Vijay Thakkar, Managing Director, Ms. Tanam Thakkar, Women Director, and Mr. Harsh Somaiya, Director & CEO being related to Mr. Dev Thakkar, may be deemed to be interested in the resolution set out at Item No. 2 of the Notice. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their

relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 2 of the Notice.

9. The Members can join the AGM physically, members should come 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

10. The attendance of the Members attending the AGM through physically will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

11. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations, and the MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means system from a place other than venue of the AGM ('remote e-voting'), as the authorized agency. In addition, the facility for voting through electronic voting system will also be made available at the Meeting ('e-voting at the AGM") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through e-voting facility. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions given below as mentioned below.

12. The process and instructions for remote e-voting are provided in the subsequent pages. Such remote e-voting facility is in addition to voting that will take place at the AGM being held through electronic mode.

13. Members joining the meeting through physically, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM physically but shall not be entitled to cast their vote again.

14. The Company has appointed Ms. Jigna Pranav Chabhadia, Practicing Chartered Accountant, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

15. Institutional investors and corporate Members are encouraged to attend physically and vote at the AGM through e-voting. Institutional investors and corporate Members (i.e., other than individuals, HUF's, NRI's etc.) intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through physically or to vote through e-voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by email at **cajignaparekh@gmail.com** with a copy marked to **evoting@nsdl.co.in**. Institutional shareholders (i.e., other than individuals, HUF's, NRI's etc.) can also upload their Board Resolution

/Power of Attorney/Authority Letter etc. by clicking on 'Upload Board Resolution/Authority Letter' displayed under 'e-Voting' tab in their login.

16. 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.

17. The Register of Members and Share Transfer books will remain closed from Friday, 22nd September, 2023 to Friday, 29th September, 2023 (both days inclusive).

18. In line with the MCA and SEBI Circulars, the Notice of the AGM along with the Integrated Annual Report 2021-22 is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/ Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited ('**RTA' / 'LIIPL' / 'Link Intime'**). Members may please note that this Notice and Annual Report 2022-23 will be available on the Company's website viz. www.gbglobal.in and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

19. To support the 'Green Initiative', Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's RTA at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 or at **rnt.helpdesk@ linkintime.co.in**.

20. Members holding shares in dematerialized form are requested to intimate all other changes pertaining to their bank details, National Electronic Clearing Service ('**NECS'**), Electronic Clearing Service ('**ECS'**), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant ('**DP'**). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's RTA to provide efficient and better services. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.

21. SEBI has mandated the submission of Permanent Account Number ('**PAN**') by every participant in securities market. Members holding shares in physical form are requested to submit their PAN details to the RTA. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DP.

22. Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our RTA.

23. The following documents will be available for inspection by the Members electronically during the AGM. Members seeking to inspect such documents can send an email to cs@gbglobal.in.

    a. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act.
    b. All such documents referred to in the accompanying Notice of the AGM

24. As per the provisions of Section 72 of the Act read with the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI Circulars, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 which can be obtained from the RTA or the Secretarial Department of the Company at its Corporate office. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

25. Members holding shares in physical form, in identical order of names in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates along with the requisite KYC details for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form. The share certificates will be returned to the Members after making requisite changes, thereon. Members are requested to use the share transfer Form SH-4 for this purpose.

26. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
27. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its RTA or the concerned Depository Participant(s), as the case may be:

    a. the change in the residential status on return to India for permanent settlement, and
    b. the particulars of the NRE account with a Bank in India, if not furnished earlier.

28. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

a. **For shares held in electronic form:** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.
b. **For shares held in physical form:** to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated 03rd November, 2021, as per instructions mentioned in the form.

29. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form is available on the website of the RTA at www.linkintime.co.in. It may be noted that any service request can be processed only after the folio is KYC Compliant.

30. SEBI vide its notification dated 24th January, 2022 has amended Regulation 40 of the Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them.

31. Members are requested to note that, dividends if not encashed for a consecutive period of 7 (seven) years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('**IEPF'**). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in and send a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5.

32. In case of any queries regarding the Annual Report 2022-23, the Members may write to cs@gbglobal.in to receive an email response.

33. Any Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her/its queries to the Company at least seven working days prior to the

Meeting, so that the required information can be made available at the Meeting.

34. The management of the Company have decided to consider the shareholders post reduction and post capital infusion for the purpose of sending annual reports through mail, e-voting cut off and the notice of 39thAnnual General meeting of the Company for the Financial Year ended 2022-23 scheduled to be held on 29thSeptember, 2023.

35. Based on the shareholding of the Members, whose names appear in the Register of Members/ List of beneficial owners, as maintained by the company pursuant to section 88 of the Companies Act, 2013, a member shall be entitled to vote by way of remote voting or during the AGM. However, a person who is name is not registered in the Registrar of member as mentioned above, should treat this Notice for information purpose only. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company.

36. The remote e-voting period commences on 26th September, 2023 (9.00 a.m.) (IST) and ends on 28th September, 2023 (5.00 p.m.) (IST).

37. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote by remote e-voting. The remote e- voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM physically facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e- voting at the AGM. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

38. The EVEN number for voting on AGM is **126312**.

39. Instructions for shareholders to vote electronically:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 26th September, 2023 at 09:00 A.M. and ends on 28th September, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September,2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22nd September, 2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	i. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp ii. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	iii. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cajignaparekh@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board

Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. 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 www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Prajakta Pawle at evoting@nsdl.co.in and prajaktap@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@gbglobal.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@gbglobal.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

Note: Brief profiles of the aforesaid director, who is proposed to be re-appointed or regularized as Directors, as required under Secretarial Standard on General Meeting ('SS 2') issued by the Institute of Company Secretaries of India and applicable regulation of Listing Regulations is provided in the "Annexure-A" to the Notice.

For GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)

Sd/-
Vijay Thakkar
Managing Director
DIN: 00189355

Registered Office:
10th Floor, Dev Plaza Opp. Andheri Fire Station
S. V. Road, Andheri West, Mumbai – 400 058

Date: 05th September, 2023

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESSES

(Pursuant to Section 102 of the Companies Act, 2013)

The Explanatory Statement pursuant to Section 102 of the Act, given hereunder sets out all material facts relating to the special business mentioned at Item Nos. 3 to 8 of the accompanying Notice.

ITEM NO. 3:
To Regularize and Appoint Mr. Aayush Agrawal (DIN: 09101979) as a Non-executive Independent Director of the company:

Board of directors of the Company though resolution passed on 14th August, 2023 has appointed as Additional Director of the Company and Mr. Aayush Agrawal holds office of the Director till the conclusion of Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Aayush Agrawal as Non-executive Independent Director of the Company.

The Board recommends the resolution set forth in Item no. 3 for the approval of the members.

Except as stated in this report, none of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

ITEM NO. 4:
To Regularize and Appoint Mr. Akshat Agrawal (DIN: 09107481) as a Non-executive Independent Director of the company:

Board of directors of the Company though resolution passed on 14th August, 2023 has appointed as Additional Director of the Company and Mr. Akshat Agrawal holds office of the Director till the conclusion of Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Aayush Agrawal as Non-executive Independent Director of the Company.

The Board recommends the resolution set forth in Item no. 4 for the approval of the members.

Except as stated in this report, none of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

ITEM NO. 5:
To Regularize and Appoint Mr. Dinesh Tarfe (DIN: 10104238) as a Non-executive Director of the company:

Board of directors of the Company though resolution passed on 18th April, 2023 has appointed as Additional Director of the Company and Mr. Dinesh Tarfe holds office of the Director till the conclusion of Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Dinesh Tarfe as Non-executive Director of the Company.

The Board recommends the resolution set forth in Item no. 5 for the approval of the members.

Except as stated in this report, none of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

ITEM NO. 6:
To consider and approve the alteration of Memorandum of Association of the Company:

In order to alter the object clause of the Memorandum of Association comprehensive and concise and to include activities of consultancy services regarding sell and purchase of properties including moveable and Immoveable properties and to collect professional fees for the same from time to time, it is proposed to modify the object clause of the Memorandum of Association of the Company.

The Board at its meeting held on 05th September, 2023 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

The Board recommends the resolution set forth in Item no. 6 for the approval of the members.

Except as stated in this report, none of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

ITEM NO. 7:
To consider and approve the related party transactions

As per the provisions of section 188 of the Companies Act, 2013, read with rules made thereunder, the Board in their meeting held on 05th September, 2023 approved the related party transactions for an amount up to INR 60,00,00,000/- (Indian Rupees Sixty Crores only) for the transaction(s) related to purchase, sale, loans, interest, remuneration / professional charges, rentals, reimbursement of expenses etc. proposed to be entered into by the company with related parties.

The Board recommends the resolution set forth in Item no. 7 for the approval of the members.

Except as stated in this report, none of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

ITEM NO. 8:
To consider and approve the unanimous approval of for making loan/Investment

As per provisions of section 186 of the Companies Act, 2013 the Board of Directors of a company could give any loan, guarantee, Investment or provide security in connection with a loan to any other body corporate or person and acquire securities by way of subscription, purchase or otherwise to any person or body corporate to the extent of sixty percent paid up share capital, free reserves and securities premium or one hundred per cent reserves and securities premium account whichever is higher and for giving any loan or providing guarantee and security in excess of limit specified above.

The Board at its meeting held on 05th September, 2023 approved to give loan and guarantee to any person and make investments by acquiring securities by way of purchase or subscription or otherwise from time to time for an amount not exceeding Rs. 60,00,00,000/- (Indian Rupees Sixty Crores Only) for inter-corporate loans and investment.

The Board recommends the resolution set forth in Item no. 8 for the approval of the members.

Except as stated in this report, none of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

For GB GLOBAL LIMITED
(Formerly known as Mandhana Industries Limited)

Sd/-
Vijay Thakkar
Managing Director
DIN: 00189355

Registered Office:
10th Floor, Dev Plaza Opp. Andheri Fire Station,
S. V. Road, Andheri West, Mumbai – 400 058

Date: 05th September, 2023

ANNEXURE- A

Profile of the Director seeking appointment at the Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing of Listing Obligations and Disclosures Requirements) Regulations, 2015 along with Secretarial Standard on General Meetings (SS-2)]

Name of the Director	Mr. Dev Thakkar
DIN	07698270
Date of Birth	08-05-1994
Age	29 years
Qualifications	Bachelor's Degree in Business Management and a degree in Real Estate Business Management from University of Westminster, London.
Experience and Expertise	Mr. Dev Thakkar is a real estate developer and an entrepreneur with vast experience and knowledge of the industry. He has coupled business acumen with international exposure to put to use powerful and very successful strategies. He brings to the Company a variety of construction site experience, including insights of inspection codes and standards, identifying and developing new strategies to leverage new construction innovations.
Date of first appointment on the Board	05/06/2021
Shareholding	Nil
Relationship with other Directors, Manager and KMP	Related to Mr. Vijay Thakkar, Mrs. Tanam Thakkar and Mr. Harsh Somaiya
Number of Board meetings attended during the financial year (2022-23)	6
Directorship held in other Companies	**Public Companies:** 1. Manas Properties Limited **Private Companies:** 1. Palghar Rolling Mills Private Limited 2. FLowline Developers Private Limited
Chairmanships /Membership of Committees in other Companies*	**Chairmanship / Membership of Committees of other Board:** 1. Membership – Stakeholders Relationship Committee – Manas Properties Limited

***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**	
Terms & Conditions	Liable to retire by rotation
Remuneration Last Drawn	NIL
Remuneration sought to be paid	NIL
Information as required pursuant to NSE Circular No. NSE/CML/2018/24 dated June 20, 2018	Mr. Dev Thakkar is not debarred from holding the office of director pursuant to any SEBI order or any other authority.
Listed Entities from which Director has resigned as Director in past 3 years.	NIL

Name of the Director	Mr. Aayush Prashant Agrawal
DIN	09101979
Date of Birth	28-12-1998
Age	24 Years
Qualifications	Bachelor's degree in Chemical Engineering from the University of Manchester and two post-graduate degrees in Finance and Risk Assessment from the University College London (UCL).
Experience and Expertise	Mr. Aayush Agrawal possess a bachelor's degree in Chemical Engineering from the University of Manchester and two post-graduate degrees in Finance and Risk Assessment from the University College London (UCL). As a young entrepreneur and Promoter & Director of Epic Yarns Private Limited, he also holds internships at Ernst and Young, India, and Deloitte and a part-time job at Rudolffwolf Investments, London, thereby having a wonderful work experience in the finance sector.
Date of first appointment on the Board	14/08/2023
Shareholding	NIL
Relationship with other Directors, Manager and KMP	Not related to any Directors & KMP of the Company.
Number of Board meetings attended during the financial year (2022-23)	Not Applicable
Directorship held in other	**Private Companies:**

Companies	1. Ashwell Minerals Private Limited 2. EPIC Yarns Private Limited 3. Greenback Accessories Private Limited 4. EPIC Weavers Private Limited 5. LA Serenita Resorts & Hospitality Private Limited
Chairmanships /Membership of Committees in other Companies* ***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**	NIL
Terms & Conditions	Not Liable to retire by rotation
Remuneration Last Drawn	Not Applicable
Remuneration sought to be paid	Not Applicable
Information as required pursuant to NSE Circular No. NSE/CML/2018/24 dated June 20, 2018	Mr. Aayush Agrawal is not debarred from holding the office of director pursuant to any SEBI order or any other authority.
Listed Entities from which Director has resigned as Director in past 3 years.	NIL

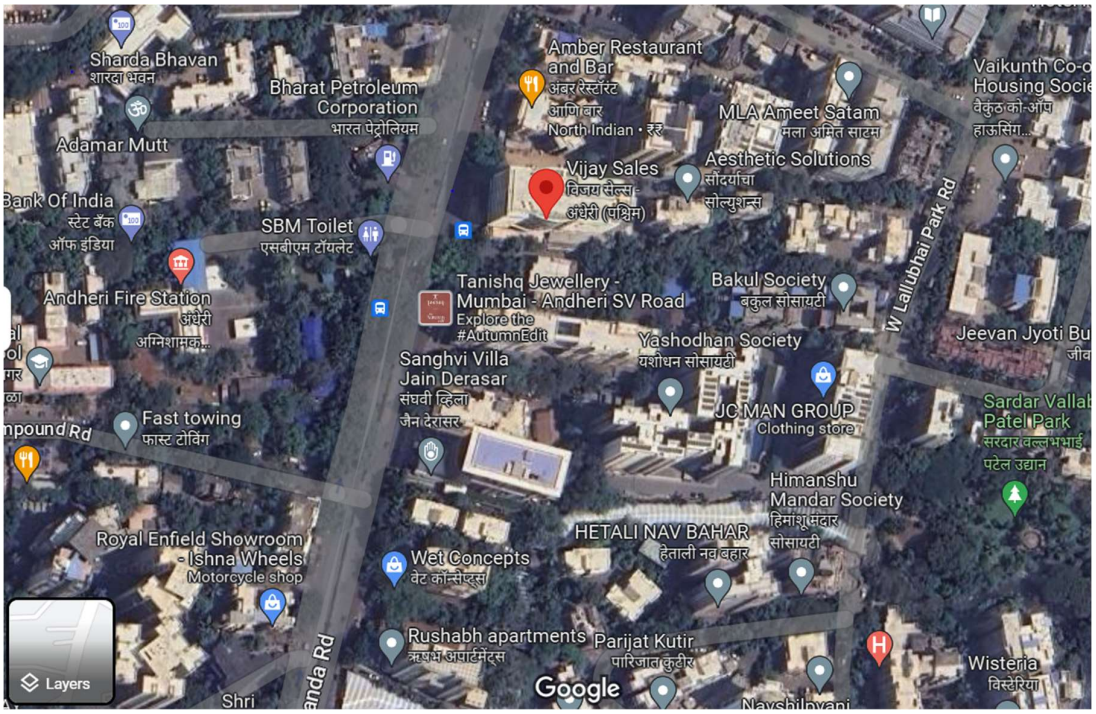
Name of the Director	Mr. Akshat Prashant Agrawal
DIN	09107481
Date of Birth	19-06-2001
Age	22 Years
Qualifications	Degree of Computer Science
Experience and Expertise	Mr. Akshat Agrawal completed his undergraduate degree in computer science from Kings College London, he joined Epic Yarns Pvt. Ltd. as Director. His exceptional vision and leadership have allowed the Company to expand into the home furnishings segment and turn the company into a fabric powerhouse. Establishing customer relations with companies like D'décor, Shahni Exports etc his vision has led the company to become the most popular name in the blended yarn segment.
Date of first appointment on the Board	14/08/2023
Shareholding	Nil

Relationship with other Directors, Manager and KMP	Not related to any Directors & KMP of the Company.
Number of Board meetings attended during the financial year (2022-23)	Not Applicable
Directorship held in other Companies	**Private Companies:** 1. Ashwell Minerals Private Limited 2. EPIC Yarns Private Limited 3. EPIC Weavers Private Limited
Chairmanships /Membership of Committees in other Companies* ***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**	NIL
Terms & Conditions	Not Liable to retire by rotation
Remuneration Last Drawn	Not Applicable
Remuneration sought to be paid	Not Applicable
Information as required pursuant to NSE Circular No. NSE/CML/2018/24 dated June 20, 2018	Mr. Akshat Agrawal is not debarred from holding the office of director pursuant to any SEBI order or any other authority.
Listed Entities from which Director has resigned as Director in past 3 years.	NIL

Name of the Director	Mr. Dinesh Sahadev Tarfe
DIN	10104238
Date of Birth	06-02-1965
Age	58 Years
Qualifications	Bachelor in Arts
Experience and Expertise	
Date of first appointment on the Board	18/04/2023

Shareholding	Nil
Relationship with other Directors, Manager and KMP	Not related to any Directors & KMP of the Company.
Number of Board meetings attended during the financial year (2022-23)	Not Applicable
Directorship held in other Companies	**Private Companies:** Mars Realtors Private Limited
Chairmanships /Membership of Committees in other Companies* ***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**	NIL
Terms & Conditions	Liable to retire by rotation
Remuneration Last Drawn	Not Applicable
Remuneration sought to be paid	Not Applicable
Information as required pursuant to NSE Circular No. NSE/CML/2018/24 dated June 20, 2018	Mr. Dinesh Tarfe is not debarred from holding the office of director pursuant to any SEBI order or any other authority.
Listed Entities from which Director has resigned as Director in past 3 years.	NIL

ROUTE MAP OF VENUE OF THE AGM



Landmark: Andheri Fire station

Longitude: 72.832750
Latitude: 19.129410

FORM 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]

CIN: L17120MH1984PLC033553

Name of the Company: Gb Global Limited.

Registered Office: 10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West) Mumbai-400058.

Venue of the Meeting: 10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West) Mumbai-400058.

Date & Time: 29th September, 2023 at 11.30 a.m.

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/we, being the member(s) of ..... shares of Gb Global Limited, hereby appoint

1. Name: .....
   Email Id: .....
   Address: .....
   Signature: ..... or failing him/ her

2. Name: .....
   Email Id: .....
   Address: .....
   Signature: ..... or failing him/ her

3. Name: .....
   Email Id: .....
   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 39th Annual General Meeting/~~Extra Ordinary General Meeting~~ of the Company, to be held on Friday, September 29th, 2023 at 10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West) Mumbai-400058 at 11.30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Vote	
		For	Against
Ordinary Business			
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon.		
2.	To consider appointment of Mr. Dev Thakkar (DIN: 07698270) who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business			
3.	To regularize and appoint Mr. Aayush Agrawal (DIN: 09101979) as a Non-Executive Independent Director of the Company.		
4.	To regularize and appoint Mr. Akshat Agrawal (DIN: 09107481) as a Non-Executive Independent Director of the Company.		
5.	To regularize and appoint Mr. Dinesh Tarfe (DIN: 10104238) as a Non-Executive Director of the Company.		
6.	To consider and approve Alteration of Memorandum of Association of the Company.		
7.	To consider and approve the related party transactions.		
8.	To consider and approve the unanimous approval for making Loan/Investment.		

Signed this ……. day of ……. 2023

Affix Rs. 1/- Revenue Stamp

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Signature of Share holder

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Signature of Proxy Share holder (s)

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 member of the Company.
(3) A person appointed as Proxy shall act on behalf of not more than 50 (Fifty) Members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% 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 Proxy for any other person or Member.
(4) Please put a (✓) in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolution, your Proxy will be entitled to vote in the manner as he/ she think appropriate.