CIN : L17120MH1984PLC033553
Regd. Office: Plot No. C-3, M.I.D.C., Tarapur Industrial Area, Boisar, Dist. Palghar 401 506

Date: 19th September, 2022

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 37th Annual General Meeting and Annual Report for the Financial Year 2020-21

This is to inform you that the Company has decided to convene the 37th Annual General Meeting (AGM) of the Members of the Company on Wednesday, 28th September 2022 at 02.00 p.m. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Pursuant to Regulation 30, 34 and 53 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the 37th AGM and the Annual Report of the Company for the Financial Year 2020-21 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,
For GB GLOBAL LIMITED
(Formerly Mandhana Industries Limited)

VIJAY THAKORDAS THAKKAR
Digitally signed by VIJAY THAKORDAS THAKKAR
Date: 2022.09.19 16:44:58 +05'30'

Vijay Thakkar
Managing Director
DIN: 07698270

Date: 19th September, 2022
Place: Mumbai

Encl: as above

GB GLOBAL LIMITED

(Formerly known as Mandhana Industries Limited)

CIN: L17120MH1984PLC033553

Regd. Office.: *Plot No. C-3, M.I.D.C., Tarapur Industrial Area, Boisar, Dist. Palghar-401 506*
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 37TH ANNUAL GENERAL MEETING

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

SHORTER NOTICE is hereby given that the **37th Annual General Meeting** ('**AGM**') of the Members of **GB GLOBAL LIMITED** ('the Company') will be held on **Wednesday, 28th Day of September, 2022 at 02.00 p.m.** (IST) through Video Conference ('**VC**') / Other Audio-Visual Means ('**OAVM**') ("hereinafter referred to as '**electronic mode**') and in accordance with the relevant circulars issued by the Ministry of Corporate affairs ('**MCA**'), to transact the following business as mentioned below.

The Members to take note of the Final Order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') for the approval of the Resolution Plan pursuant to the provisions of the Insolvency and Bankruptcy Code, 2016 ('Code'):

The Members of the Company are hereby informed that the Hon'ble NCLT vide order dated 19th May, 2021 approved the Resolution Plan ('**Approved Resolution Plan**') submitted by Dev Land & Housing Private Limited ('**DLH'/ 'Successful Resolution Applicant**'), pursuant to the applicable provisions of the Code.

In terms of Section 31(1) of the Code, the Approved Resolution Plan is binding on the Company and its employees, members, creditors, stakeholders including the Central Government, any State Government or any local authority to whom a debt in respect of the payment of dues arising under any law for the time being in force.

Further, pursuant to the Approved Resolution Plan, the paid-up share capital of the Company is reduced from ₹3,31,42,950/- (Indian Rupees Three Crores Thirty-One Lakhs Forty-Two Thousand Nine Hundred and Fifty only) in the ratio of 100:1 to ₹3,31,430/- (Indian Rupees Three Lakh Thirty-One Thousand Four Hundred and Thirty only) and further issue and allotment of 5,00,00,000 (Five Crores) equity shares of ₹10/- (Indian Rupees Ten only) each amounting to ₹50,00,00,000/- (Indian Rupees Fifty Crore only).

Therefore, the paid-up share capital of the Company stands at ₹50,03,31,430 (Indian Rupees Fifty Crore Three Lakhs Thirty-One Thousand Four Hundred and Thirty only) consisting of 5,00,33,143 (Five Crores Thirty-Three Thousand One Hundred and Forty-Three) equity shares of face Value of ₹10/- (Indian Rupees Ten only) each fully paid.

Thereafter, the Indian Bank (one of the members of the CoC) filed an appeal before the Hon'ble National Company Law Appellate Tribunal ('**NCLAT**') against the order of the Hon'ble NCLT. The Hon'ble NCLAT vide order dated 20th September, 2021 passed an interim order of status quo ('**NCLAT Status Quo Order**') on the implementation of the Approved Resolution Plan and as a result of the same, the Company was unable to conduct its 37th AGM of the Company for the Financial Year ('**F. Y.**') 2020-21 within the stipulated time period.

The Hon'ble NCLAT vide final order dated 06th May, 2022 ('**NCLAT Final Order**') dismissed the said appeal filed by the Indian Bank and the interim order of status quo on the implementation of the Approved Resolution Plan stands cancelled. Therefore, in connection with the same, the Company is conducting its 37th AGM of the Company for the F. Y. 2020-21 on 28th September, 2022.

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the FY ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon:**

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

   "RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To Appoint M/s. Bhuta Shah & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company and fix their remuneration:**

*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 provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory enactment or modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, M/s. Bhuta Shah & Co. LLP, Chartered Accountants having Firm Registration No. 101474W/W100100 be and is hereby appointed as the Statutory Auditors of the Company for a term of 5 (five) consecutive years starting from financial year 2021-22 until the conclusion of the 42nd Annual General Meeting of the Company, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors plus applicable Taxes and re-imbursement of travelling and out of pocket expenses, if any, incurred by them for audit purpose."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."

SPECIAL BUSINESS:

3. **Appointment of Mr. Dev Thakkar (DIN: 07698270) as a Non-Executive & Non-Independent Director, liable to retire by rotation:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof, for the time being in force), Mr. Dev Thakkar (DIN: 07698270), who was appointed by the Board of Directors, as an Additional Director of the Company with effect from 05th June, 2021 and who holds office up to the date of this Annual

General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Article of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company;// and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive & Non-Independent Director of the Company and Chairman of the Company liable to retire by rotation.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

4. **Appointment of Mr. Vijay Thakkar (DIN: 00189355) as an Executive & Non-Independent Director and Managing Director, liable to retire by rotation:**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof, for the time being in force), Mr. Vijay Thakkar (DIN: 00189355), who was appointed by the Board of Directors, as an Additional Director of the Company with effect from 05th June, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Article of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Executive & Non-Independent Director of the Company and Managing Director of the Company for a period of 5 (Five) years upon such terms & conditions of appointment including the payment of remuneration, perquisites & other benefits and including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his

appointment, as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (including its Nomination & Remuneration Committee of the Board) to alter and vary the terms & conditions of the said Appointment in such manner as may be agreed to between the Board of Directors and Mr. Vijay Thakkar.

RESOLVED FURTHER THAT the Board of Directors (including the Nomination & Remuneration Committee and Audit Committee of the Board) be and is hereby authorized to vary the remuneration of Mr. Vijay Thakkar from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

5. **Appointment of Mr. Paresh Jain (DIN: 05159799) as an Independent Director:**

*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 provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') and Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modifications or re-enactment thereof, for the time being in force), Mr. Paresh Jain (DIN: 05159799), who was appointed as an Additional Director of the Company with effect from 05th June, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Article of the Articles of Association of the Company and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company,

not liable to retire by rotation, to hold office for a term of five years, i.e., from 05th June, 2021 to 04th June, 2026 (both days inclusive).

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

6. **Appointment of Mr. Shailesh Vora (DIN: 01381931) as an Independent Director:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') and Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modifications or re-enactment thereof, for the time being in force), Mr. Shailesh Vora (DIN: 01381931), who was appointed by the Board of Directors, as an Additional Director of the Company with effect from 05th June, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Article of the Articles of Association of the Company and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years, i.e., from 05th June, 2021 to 04th June, 2026 (both days inclusive).

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

7. **Appointment of Mrs. Tanam Thakkar (DIN: 00284512) as Non-Executive & Non-Independent Woman Director, liable to retire by rotation:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof, for the time being in force), Mrs. Tanam Thakkar (DIN: 00284512), who was appointed by the Board of Directors, as an Additional Director of the Company with effect from 05th June, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Article of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive & Non-Independent Woman Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

8. **Appointment of Mr. Harsh Somaiya (DIN: 06360600) as an Executive & Non-Independent Director and Chief Executive Officer, liable to retire by rotation:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 203 and any other applicable provisions, if any, and Schedule V of the Companies Act, 2013 ('Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(including any statutory modifications or re-enactment thereof, for the time being in force), Mr. Harsh Somaiya (DIN: 06360600), who was appointed by the Board of Directors, as an Additional Director of the Company with effect from 05th June, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the applicable Article of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Executive & Non-Independent Director and Chief Executive Officer of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

9. Shifting of Registered Office of the Company:

*To consider and if thought fit, to pass with or without modification(s), the following resolutionas a **Special Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 12 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), the consent of members be and is hereby accorded for shifting of registered office of the Company from its present location at Plot No.C-3, M.I.D.C, Tarapur Industrial Area, Boisar – 401506 to **10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West), Mumbai – 400 058** which is under the jurisdiction of Registrar of Companies, Mumbai.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

10. Change in place of keeping registers and records of the Company:

*To consider and if thought fit, to pass with or without modification(s), the following resolutionas a **Special Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company be and is hereby accorded to keep and maintain the Registers as prescribed under Section 88 of the Act and copies of Annual Returns as required under Section 92 of the Act, together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, 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**.

RESOLVED FURTHER THAT any of the Director and/or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters, and things as may be required to give effect of the resolution including filings of requisite e-forms with Registrar of Companies, Mumbai."

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

Komal Jhawar
Company Secretary & Compliance Oficer
Membership No.: A59271

Registered Office:
Plot No. C-3, M.I.D.C.
Tarapur Industrial Area,
Boisar, Dist. Palghar - 401 506

Date: 19th September, 2022

NOTES:

1. Pursuant to the applicable Regulation of the Listing Regulations, the Members are informed that the related party transactions were made pursuant to the Approved Resolution Plan.

2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the MCA General Circular No. 20/2020 dated 05th May, 2020 in relation to clarification on holding of AGM through electronic mode read with General Circulars Nos. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 19/2021 dated 08th December, 2021 and Circular No. 2/2022 dated 05th May, 2022 in relation to 'Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19' and General Circular No.02/2021 dated 13th January, 2021 (collectively referred to as **'MCA Circulars'**) and all other relevant circulars issued from time to time and the Securities and Exchange Board of India ('**SEBI'**) vide its circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - COVID-19 pandemic' and Circular Nos. SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 (collectively referred to as '**SEBI Circulars'**) permitted that the physical attendance of the Members to the Annual General Meeting ('AGM'/'the Meeting') venue is not required and the AGM be held through video conferencing (VC) or other audio visual means (OAVM) ("together referred as electronic mode"). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. Hence, the 37th AGM of the Company is being convened and conducted through electronic mode on Wednesday, 28th September, 2022 at 02:00 p.m. IST.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since, this AGM is being held pursuant to the MCA Circular No. 14/2020 dated April 08, 2020 through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The relevant Explanatory Statement pursuant to section 102 of the Act in respect of the business under Item Nos. 3 to 10 of the Notice set out above and the relevant details of the Directors seeking appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2') are annexed hereto. Requisite declarations have been received from the Directors seeking appointment and the relevant details as required under Listing Regulations, of persons seeking appointment as Director's forms part of this notice.

5. The Members can join the AGM through electronic mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through electronic mode will be made available to at least 1,000 Members on a first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoter/ Promoter Group, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

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

7. 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.

8. 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.

9. Members joining the meeting through electronic mode, 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 through electronic mode but shall not be entitled to cast their vote again.

10. The Company has appointed Jigna Chabhadia, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

11. Institutional investors and corporate members are encouraged to attend and vote at the AGM through electronic mode. 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 electronic mode or to vote through remote 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.

12. 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.

13. The Register of Members and Share Transfer books will remain closed from Thursday, 22nd September, 2022 to Wednesday, 28th September, 2022 (both days inclusive).

14. In line with the MCA and SEBI Circulars, the Notice of the AGM along with the Integrated Annual Report 2020-21 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 2020-21 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.

15. The Members are informed that the List of Shareholders is considered as per the Approved Resolution Plan i.e., taking into account of Reduction of Share Capital and Preferential Allotment.

16. 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.

17. 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.

18. 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 submittheir PAN details to the RTA. Members holding shares in electronic form are, therefore, requested to submittheir PAN details to their DP.

19. 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.

20. 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 and the Explanatory Statement.

21. 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.

22. 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.

23. 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.

24. 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.

25. 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.

26. 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. It may be noted that any service request can be processed only after the folio is KYC Compliant.

27. 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.

28. 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.

29. In case of any queries regarding the Annual Report 2020-21, the Members may write to cs@gbglobal.in to receive an email response.

30. 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.

31. Based on the shareholding of the Members, whose names appear in the Register of Members/ List of beneficial owners, received from National Securities Depository Limited ('**NSDL**') / Central Depository Services Limited ('**CDSL**') as on close of the business hours on Wednesday, 21st September, 2022 ('cut- off date'), a member shall be entitled to vote by way of remote voting or during the AGM. However, a person who is not a member as on the cut-off date 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.

32. The remote e-voting period commences on Sunday, 25th September, 2022 (9.00 a.m.) (IST) and ends on Tuesday, 27th September, 2022 (5.00 p.m.) (IST).

33. 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 through electric mode 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.

34. The EVEN number for voting on AGM is **122572.**

35. Instructions for shareholders to vote electronically:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

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 and joining virtual meeting 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 or joining virtual meeting & voting during the meeting. ii. 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 iii. 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 or joining virtual meeting & voting during the meeting. iv. 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. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e., NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
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 or joining virtual meeting & voting during the meeting.

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 toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

B. Login Method for e-Voting and joining virtual meeting 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***

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.**

5. 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.

6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

7. Now, you will have to click on "Login" button.

8. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
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.
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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at pallavid@nsdl.co.in.

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 and joining virtual meeting 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.

4. 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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@gbglobal.in. The same will be replied by the company suitably.

6. Members who may want to express their views or ask questions at the AGM may mail the Company at cs@gbglobal.in to register as speakers, by mentioning their name, demat account number/folio number, email ID and mobile number. The Company will subsequently communicate the link for participation at the AGM to all such registered members.

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

Komal Jhawar
Company Secretary & Compliance Officer
Membership No.: A59271

Registered Office:
Plot No. C-3, M.I.D.C.
Tarapur Industrial Area,
Boisar, Dist. Palghar - 401 506

Date: 19th September, 2022

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 9 of the accompanying Notice.

IN RESPECT OF ITEM NO. 1 -

Pursuant to the Approved Resolution Plan, the office of the Erstwhile Directors on the Board of the Company deemed to be resigned and consequently the new Board was reconstituted.

The Monitoring Committee (constituted as per the terms of the Approved Resolution Plan) in their meeting held on 05th June, 2021 appointed Mr. Dev Thakkar (DIN: 07698270) as an Additional Director in the capacity of Non-Executive & Non - Independent Director and Chairman of the Company, liable to retire by rotation, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and the applicable Article of the Articles of Association of the Company, Mr. Dev Thakkar shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received a notice in writing from a Member, proposing his candidature for the office of Director. Mr. Dev Thakkar, once appointed will be liable to retire by rotation. The profile and specific areas of expertise of Mr. Dev Thakkar are provided as Annexure to this Notice.

Mr. Dev Thakkar has given his declaration to the Board that he is not restrained from acting as a Director by virtue of any Order passed by the SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a Director.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Dev Thakkar on the Board of the Company and accordingly the Board recommends the appointment of Mr. Dev Thakkar as a Non-Executive & Non-Independent Director and Chairman of the Company set forth at Item No. 1 of the accompanying Notice for approval by the Members.

Except Mr. Vijay Thakkar, Mrs. Tanam Thakkar and Mr. Harsh Somaiya, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, concerned or interested, financially or otherwise, in the said resolution.

IN RESPECT OF ITEM NO. 2 –

Pursuant to the Approved Resolution Plan, the office of the Erstwhile Directors on the Board of the Company deemed to be resigned and consequently the new Board was reconstituted.

The Monitoring Committee (constituted as per the terms of the Approved Resolution Plan) in their meeting held on 05th June, 2021 appointed Mr. Vijay Thakkar (DIN: 00189355) as an Additional Director in the capacity of Executive Director and Managing Director of the Company, liable to retire by rotation, subject to approval of the Members for a period of 5 years on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and Audit Committee of the Board.

Pursuant to the provisions of Section 161(1) of the Act and the applicable Article of the Articles of Association of the Company, Mr. Vijay Thakkar shall hold office up to the date of this AGM and is eligible to be appointed as a Director and Managing Director. The Company has, in terms of Section 160(1) of the Act, received a notice in writing from a Member, proposing his candidature for the office of Director. Mr. Vijay Thakkar, once appointed will be liable to retire by rotation. The profile and specific areas of expertise of Mr. Vijay Thakkar are provided as Annexure to this Notice.

The said appointment is done in accordance with Schedule V to the Companies Act, 2013 and provisions contained under Article of Association of the Company.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolutions is annexed hereto as "**Annexure-A"**.

The Company has received consent in writing to act as a Managing Director from Mr. Vijay Thakkar that he satisfies all the conditions set out in Schedule V to the Act and as also conditions set out under Section 196 of the Act for being eligible for his appointment. He is also eligible to be appointed as a Director in terms of Section 164 of the Act.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Vijay Thakkar on the Board of the Company and accordingly the Board recommends the appointment of Mr. Vijay Thakkar as a Managing Director of the Company set forth at Item No. 2 of the accompanying Notice for approval by the Members.

Except Mr. Harsh Somaiya, Mrs. Tanam Thakkar and Mr. Dev Thakkar, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, concerned or interested, financially or otherwise, in the said resolution.

IN RESPECT OF ITEM NO. 3 & 4 –

Pursuant to the Approved Resolution Plan, the office of the Erstwhile Directors on the Board of the Company deemed to be resigned and consequently the new Board was reconstituted.

Pursuant to Section 149 of the Act and Listing Regulations, the Board of a listed entity is required to appoint prescribed number of Independent Directors.

Accordingly, the Monitoring Committee (constituted as per the terms of the Approved Resolution Plan) in their meeting held on 05th June, 2021 appointed Mr. Paresh Jain (DIN: 05159799) and Mr. Shailesh Vora (DIN: 01381931) as Additional Directors to hold office as Independent Directors of the Company, not liable to retire by rotation, for a term of five years i.e., from 05th June, 2021 to 04th June, 2026 subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and applicable Article of the Articles of Association of the Company, Mr. Paresh Jain and Mr. Shailesh Vora shall hold office up to the date of this AGM and are eligible to be appointed as Directors. The Company has in terms of Section 160(1) of the Act, received in writing notices from a Member, proposing their candidature for the office of Director. The profile and specific areas of expertise of Mr. Paresh Jain and Mr. Shailesh Vora are provided as Annexure to this Notice.

Mr. Paresh Jain and Mr. Shailesh Vora has given their declaration to the Board that they meets the criteria of independence as provided under Section 149(6) read with read with Schedule IV of the Act and Regulation 16(1)(b) of the Listing Regulations, is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act and have given their consent to act a director.

In line with the Company's remuneration policy for Independent Directors, Mr. Paresh Jain and Mr. Shailesh Vora will be entitled to receive remuneration by way of sitting fees for attending meetings of the Board and Committees thereof as approved by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings and such other remuneration as may be approved by the Board from time to time, subject to applicable taxes, if any.

In the opinion of the Board, Mr. Paresh Jain and Mr. Shailesh Vora are persons of integrity, possesses the relevant expertise / experience and fulfills the conditions specified in the Act and the Listing Regulations for appointment as Independent Directors.

Given their experience, the Board considers it desirable and in the interest of the Company to have

Mr. Paresh Jain and Mr. Shailesh Vora on the Board of the Company and accordingly the Board recommends the appointment of Mr. Paresh Jain and Mr. Shailesh Vora as Independent Directors as set forth at Item Nos. 3 and 4 of the accompanying Notice for approval by the Members.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, concerned or interested, financially or otherwise, in the said resolution.

IN RESPECT OF ITEM NO. 5 -

Pursuant to the Approved Resolution Plan, the office of the Erstwhile Directors on the Board of the Company deemed to be resigned and consequently the new Board was reconstituted.

The Monitoring Committee (constituted as per the terms of the Approved Resolution Plan) in their meeting held on 05th June, 2021 appointed Mrs. Tanam Thakkar (DIN: 00284512) as an Additional Director in the capacity of Non-Executive & Non - Independent Director of the Company, liable to retire by rotation, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and the applicable Article of the Articles of Association of the Company, Mrs. Tanam Thakkar shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received a notice in writing from a Member, proposing her candidature for the office of Director. Mrs. Tanam Thakkar, once appointed will be liable to retire by rotation. The profile and specific areas of expertise of Mrs. Tanam Thakkar are provided as Annexure to this Notice.

Mrs. Tanam Thakkar has given her declaration to the Board that she is not restrained from acting as a Director by virtue of any Order passed by the SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent to act as a Director.

Given her experience, the Board considers it desirable and in the interest of the Company to have Mrs. Tanam Thakkar on the Board of the Company and accordingly the Board recommends the appointment of Mrs. Tanam Thakkar as a Non-Executive & Non-Independent Woman Director of the Company as proposed in Item No. 5 of the accompanying Notice for approval by the Members.

Except Mr. Vijay Thakkar, Mr. Dev Thakkar and Mr. Harsh Somaiya, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, concerned or interested, financially or otherwise, in the said resolution.

IN RESPECT OF ITEM NO. 6 -

Pursuant to the Approved Resolution Plan, the office of the Erstwhile Directors on the Board of the Company deemed to be resigned and consequently the new Board was reconstituted.

The Monitoring Committee (constituted as per the terms of the Approved Resolution Plan) in their meeting held on 05th June, 2021 appointed Mr. Harsh Somaiya (DIN: 06360600) as an Additional Director in the capacity of Executive & Non - Independent Director and Chief Executive Officer of the Company, liable to retire by rotation, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and the applicable Article of the Articles of Association of the Company, Mr. Harsh Somaiya shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received a notice in writing from a Member, proposing his candidature for the office of Director. Mr. Harsh Somaiya, once appointed will be liable to retire by rotation. The profile and specific areas of expertise of Mr. Harsh Somaiya are provided as Annexure to this Notice.

Mr. Harsh Somaiya has given his declaration to the Board that he is not restrained from acting as a Director by virtue of any Order passed by the SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a Director.

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Harsh Somaiya on the Board of the Company and accordingly the Board recommends the appointment of Mr. Harsh Somaiya as Executive & Non - Independent Director and Chief Executive Officer of the Company proposed in Item No. 6 of the accompanying Notice for approval by the Members.

Except Mr. Vijay Thakkar, Mrs. Tanam Thakkar and Mr. Dev Thakkar, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

IN RESPECT OF ITEM NO. 7 –

The Registered office address of the Company is presently situated at Plot No.C-3, M.I.D.C, Tarapur Industrial Area, Boisar – 401 506. With a view to improve the operational efficiency of the Company, the Board of Directors is proposing for shifting of registered office of the Company at **10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West), Mumbai – 400 058**.

In accordance with the provisions of section 12 of the Companies Act, 2013 except on the authority of a special resolution passed by the members of the Company, the registered office address of the Company shall not be changed, outside the local limits of the city, town or village where such office is situated.

The Board recommends the Special Resolution set forth at Item No. 7 of the accompanying Notice for approval by the Members.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

IN RESPECT OF ITEM NO. 8 –

Pursuant to Section 94 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, certain documents such as the Registers prescribed under Section 88 of the Act and copies of Annual Returns as required under Section 92 of the Act, together with the copies of certain other registers, certificates, documents, etc. are required to be kept and maintained at the Registered Office of the Company. However, these documents can be kept at any other place in India in which more than one-tenth of the total Members entered in the Register of Members reside, if approved by a Special Resolution passed at a general meeting of the Company.

Pursuant to the shifting of the registered office from Plot No.C-3, M.I.D.C, Tarapur Industrial Area, Boisar – 401 506 to **10th Floor, Dev Plaza, Opp. Andheri Fire Station S. V. Road, Andheri (West), Mumbai – 400 058**, subject to the approval of the Members of the Company in the ensuing AGM, approval of the Members is sought by way of a Special Resolution for keeping and maintaining the Registers as mentioned above together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, at the Registered Office of the Company.

The Board recommends the Special Resolution set forth at Item No. 9 of the accompanying Notice for approval by the Members.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Note: Brief profiles of the aforesaid directors, who are proposed to be 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-B" to the Notice.

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

Komal Jhawar
Company Secretary & Compliance Officer
Membership No.: A59271

Registered Office:
Plot No. C-3, M.I.D.C.
Tarapur Industrial Area,
Boisar, Dist. Palghar - 401 506

Date: 19th September, 2022

Annexure - A

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013 IS AS UNDER:

a. General Information

1. **Nature of Industry:** Textile & Garments
2. **Date or expected date of commencement of commercial production:** The Company is in operation since 1984.
3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
4. **Financial performance based on given indicators:**

(Rs in Lakh)

Particulars	**Year ended 31st March, 2021**	**Year ended 31st March, 2020**
Income from Operations and other Income	6,909.26	26,687.70
Operating Profit (before interest, depreciation and tax)	(5,914.08)	(2,036.07)
Profit/(Loss) before Tax	(10,609.33)	(6,217.55)
Profit/(Loss) after Tax (inclusive of other Comprehensive Income)	(9,983.72)	(4,356.54)

(Note: Figures have been regrouped/recast wherever necessary)

5. **Foreign investments or collaborations, if any:** The Company has not made any Foreign Investments and neither entered into any collaborations during the last year.

b. Information about the appointee

Name	**Mr. Vijay Thakkar**
Background details	Mr. Vijay Thakkar has been long engaged in the business of real estate and construction. He bears the torch of thought-leadership for the entire organization through his dynamic personality that resonates through various levels, spanning across all departments. He continuously strives to improve on projects, processes and structures, while personally overseeing all the construction sites to find out areas of improvement that would add value to the final product and the satisfaction quotient for customers. Further, Mr. Vijay Thakkar was appointed on the Board of the Company with effect from 05th June, 2021.
Past Remuneration	First appointment in the Company with effect from 05th June, 2021 and hence not applicable.

Recognition or Awards	Not Available
Job profile and his suitability	Mr. Vijay Thakkar is entrusted with substantial powers of the management and is responsible for the general conduct and management of the business and affairs of the Company, subject to the superintendence, control and supervision of the Board of Directors of the Company. Also, to perform the duties of directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and regulations as may be applicable to the Company. Further, the Company believes that the knowledge and experience of Mr. Vijay Thakkar will be of immense benefit to the Company.
Remuneration proposed	Mr. Vijay Thakkar has agreed to not take any remuneration from the Company for the said period of 5 years for which he is appointed.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Not Applicable
Pecuniary relationship directly or indirectly with the Company or relationship with the Director, Manager and Managerial Personnel, if any	He does not have any pecuniary relationship with the Company or relationships with any other managerial personnel and Directors except that with Mrs. Tanam Thakkar, Mr. Dev Thakkar and Mr. Harsh Somaiya.

c. Other Information

1. Reasons of loss or inadequacy of profits:

The Company is passing a Special Resolution pursuant to the proviso to the sub-section (1) of Section 197 of the Act read with Schedule V to the Act and inadequacy of profit is mainly due to lower manufacturing capacity utilization due to the stressed financial condition of the Company.

2. Steps taken or proposed to be taken for improvement:

Pursuant to the Approved Resolution Plan, the Board has been re-constituted and accordingly, the Company is in the process of initiating various steps.

3. Expected increase in productivity and profits in measurable terms:

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult to forecast the productivity and profitability in measurable terms.

d. Disclosures

1. Remuneration package of the managerial person:

Fully described in the proposed resolution of respective appointment as stated above.

2. Disclosures in the Board of Directors' report under the heading 'Corporate Governance' included in Annual Report 2020-21:

The requisite details are included in the Corporate Governance Report forming part of the Annual Report 2020-21 of the Company.

Annexure B

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. Paresh Jain	Mr. Shailesh Vora
DIN	05159799	01381931
Date of Birth	14/09/1984	25/09/1967
Age	36 Years	53 Years
Qualifications	Bachelor's degree in commerce and a Chartered Accountant	Bachelor's degree in commerce and a Chartered Accountant
Experience and Expertise	Mr. Paresh Jain holds an experience of more than 10 years in handling direct and indirect taxes of domestic and Multinational companies. He has worked with Ernst and Young, TR Chadha and Company and Dalal and Shah (now PWC) as part of their tax and regulatory practices. He has an extensive experience in providing corporate tax advisory and litigation services to various domestic and multinational companies.	A Senior Professional with more than 3 decades of expertise across almost all spectrum of Corporate & Retail Finance including Debt & Equity, Restructuring apart from Due Diligence & Audit, MIS, Budgeting & System Implementations etc. A qualified Independent Director and Resolution Professional. Result-oriented focusing on quality, costs, people and ethics. A strong team player with a strategic bent of mind and the ability to plan, execute & build.
Date of first appointment on the Board	05/06/2021	05/06/2021
Shareholding	Nil	Nil
Relationship with other Directors, Manager and KMP	Not Related to any Director, Manager or KMP	Not Related to any Director, Manager or KMP
Number of Board meetings attended during the financial year (2020-21)	Not Applicable	Not Applicable
Directorship held in other Companies	**Public Companies:** 1. Manas Properties Limited **Private Companies:** 1. Ariona Impex Private Limited	NIL

Chairmanships /Membership of Committees in other Companies* ***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**	**Chairmanship / Membership of Committees of other Board:** 1. Chairman – Audit Committee – Manas Properties Limited 2. Chairman – Stakeholders Relationship Committee – Manas Properties Limited	NIL
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	Terms and Conditions of appointment is as per the Approved Resolution Plan to perform the duties of Directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and other statues, rules and regulations as may be applicable to the Company. The details of remuneration sought to be paid is given in the explanatory statement annexed to this Notice.	Terms and Conditions of appointment is as per the Approved Resolution Plan to perform the duties of Directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and other statues, rules and regulations as may be applicable to the Company. The details of remuneration sought to be paid is given in the explanatory statement annexed to this Notice.
Justification for choosing the appointees for appointment as Independent Directors	NA	NA

Name of the Director	Mr. Vijay Thakkar	Mrs. Tanam Thakkar
DIN	00189355	00284512
Date of Birth	19-11-1969	25-12-1970
Age	52 Years	50 Years
Qualifications	B.Com	BA
Experience and Expertise	Mr. Vijay Thakkar has been long engaged in the business of real estate and construction. He bears the torch of thought-leadership for the entire organization through his dynamic personality that resonates through various levels, spanning across all departments. He continuously strives to improve on projects, processes and structures, while personally overseeing all the construction sites to find out areas of improvement that would add	Mrs. Tanam Thakkar, has joined hands with her husband Mr. Vijay Thakkar, founder of Dev Land & Housing Private Limited (DLH) and has played a vital role in laying the foundation of DLH. She has been instrumental in establishing the Company and bringing it to the position it is today. She overlooks design and interiors and all the projects and adds value to the final product and the satisfaction quotient for customers. Leading a group of skilled professionals, her flexible

	value to the final product and the satisfaction quotient for customers. Further, Mr. Vijay Thakkar was appointed on the Board of the Company with effect from 05th June, 2021.	attitude renders the momentum that percolates from the top to the roots earning DLH the trust, the credibility, and the brand status in the real estate industry it enjoys today. She is also involved in identifying and evaluating new business opportunities.
Date of first appointment on the Board	05/06/2021	05/06/2021
Shareholding	Nil	Nil
Relationship with other Directors, Manager and KMP	Related to Mr. Dev Thakkar, Mrs. Tanam Thakkar and Mr. Harsh Somaiya	Related to Mr. Vijay Thakkar, Mr. Dev Thakkar and Mr. Harsh Somaiya
Number of Board meetings attended during the financial year (2020-21)	Not Applicable	Not Applicable
Directorship held in other Companies	**Public Companies:** 1. Manas Properties Limited **Private Companies:** 1. Videv Realtors Private Limited 2. Bloomcraft Apparels Private Limited 3. Florita Buildcon Private Limited 4. Mars Realtors Private Limited 5.Flamingo Realtors Private Limited 6. Antique Realtors Private Limited 7.Dev Land & Housing Private Limited 8. Bluerays Realtors Private Limited 9. Bluepearl Homes Private Limited 10. Devland Infracon Private Limited 11. Growassests Estate Private Limited 12. Clear Vision Publicity Private Limited 13. Seven Hills Private Limited 14. Veera Desai Real Estate Private Limited 15. Bluepearl Structure Private Limited 16. Rosestate Real Estate Private Limited 17. Flowline Developers Private Limited	**Public Companies:** 1. Manas Properties Limited **Private Companies:** 1. Flamingo Realtors Private Limited 2. Antique Realtors Private Limited 3. Dev Land & Housing Private Limited 4. Bluepearl Structure Private Limited 5. Clear Vision Publicity Private Limited
Chairmanships /Membership of Committees in other Companies*	NIL	**Chairmanship / Membership of Committees of other Board:** 1. Membership – Audit Committee – Manas Properties Limited

***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**		2. Membership – Stakeholders Relationship Committee – Manas Properties Limited
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	Terms and Conditions of appointment is as per the Approved Resolution Plan to perform the duties of Directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and other statues, rules and regulations as may be applicable to the Company.	Terms and Conditions of appointment is as per the Approved Resolution Plan to perform the duties of Directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and other statues, rules and regulations as may be applicable to the Company.

Name of the Director	Mr. Dev Thakkar	Mr. Harsh Somaiya
DIN	07698270	06360600
Date of Birth	08-05-1994	03-04-1990
Age	27 Years	31 Years
Qualifications	Bachelor's Degree in Business Management and a degree in Real Estate Business Management from University of Westminster, London.	Bachelor's degree in Management Studies (BMS). International Baccalaureate
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.	Mr. Harsh has a vast experience in textile and he is the key person responsible for looking after the operations of Bloom craft Apparels Pvt Ltd (started in 2014). He has worked for expansion of menswear brand online through e-commerce platforms like amazon, flipkart etc. He has also looked after recruitment of staff and labour and has technical knowledge of design of line plan, utilities & floor plan of the factories.
Date of first appointment on the Board	05/06/2021	05/06/2021
Shareholding	Nil	Nil
Relationship with other Directors, Manager and KMP	Related to Mr. Vijay Thakkar, Mrs. Tanam Thakkar and Mr. Harsh Somaiya	Related to Mr. Vijay Thakkar, Mr. Dev Thakkar and Mrs. Tanam Thakkar

Number of Board meetings attended during the financial year (2020-21)	Not Applicable	Not Applicable
Directorship held in other Companies	**Public Companies:** 1. Manas Properties Limited **Private Companies:** 1. Palghar Rolling Mills Private Limited 2. FLowline Developers Private Limited	**Public Companies:** NIL **Private Companies:** 1. King of Good Taste Private Limited 2. Bloomcraft Apparels Private Limited 3. Six Pack Packaging Private Limited 4. Blue Door Kitchen Private Limited
Chairmanships /Membership of Committees in other Companies* ***Membership/Chairmanship of Audit and Stakeholders Relationship Committee only is provided**	**Chairmanship / Membership of Committees of other Board:** 1. Membership – Stakeholders Relationship Committee – Manas Properties Limited	NIL
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	Terms and Conditions of appointment is as per the Approved Resolution Plan to perform the duties of Directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and other statues, rules and regulations as may be applicable to the Company.	Terms and Conditions of appointment is as per the Approved Resolution Plan to perform the duties of Directors in accordance with the provisions of the Companies Act, 2013 and such other statues, rules and other statues, rules and regulations as may be applicable to the Company.