



Globe

GLOBE INTERNATIONAL CARRIERS LTD.

Formerly known as Globe International Carriers Pvt. Ltd.

Regd. Office: 301-306, Prakash Deep Complex, Near Mayank Trade Centre, Station Road, Jaipur- 302006
Tel: 0141- 2361794, 2368794, 4083700 (10 lines)
Email: info@gicl.co | Website: www.gicl.co
CIN: L60232RJ2010PLC031380

Date: 28th August, 2025

To
The Manager - Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G-Block, Bandra Kurla Complex, Bandra (E),
Mumbai - 400051, Maharashtra, India

Symbol: GICL

ISIN: INE947T01014

Subject: Outcome of Board Meeting held on 28th August, 2025

Dear Sir/Madam,

With reference to the captioned subject and in accordance with Regulations 30, 42 and other applicable provisions read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the meeting of Board of Directors of the Company was duly held and convened on Thursday, 28th August, 2025 wherein the following businesses were transacted:

1. Sub-division of equity shares from face value of ₹10/- each to face value of ₹5/- each and consequent Alteration of Memorandum of Association of the Company:

Considered, approved and recommended ordinary resolution for alteration of the capital of the Company by sub-division/split of existing equity share of the Company from One equity share having face value of Rs. 10/- (Rupees Ten only) each, fully paid-up, into 2 (Two) equity shares having face value of Rs. 5/- (Rupees Five only) each, fully paid-up and subsequent alteration of the Capital Clause (Clause V) of the Memorandum of Association of the Company (MoA) on account of sub-division/split of equity shares of the Company.

2. Issue of Bonus Shares in the ratio of 1:1:

Considered, approved and recommended ordinary resolution for Issue of bonus equity shares in the ratio of 1:1 i.e., 1 (One) bonus equity shares of Rs. 5/- each for every 1 (One) equity share of Rs. 5/- each fully paid-up held by the shareholders of the Company as on the record date.

The record date for the purpose of the above sub-division/split of Equity Shares shall be decided after obtaining approval of the shareholders in the Annual General Meeting and will be intimated in due course. Details in terms of SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, is attached as "**Annexure - A**". As per the details provided in the annexure, for every 1 (One) equity share of face value Rs. 10/- each held by the shareholders, they will be eventually holding 4 (Four) equity shares of face value of Rs. 5/- each fully paid-up, post completion of the corporate actions.

3. Approved the re-appointment of Statutory Auditor:

The Board after considering the recommendation of Audit Committee approved the re-appointment of M/s Gourisaria Goyal And Co., Chartered Accountants (Firm Registration No. 016681C) as the Statutory Auditors of the company for a second term of 5 (Five) consecutive years from the conclusion of Fifteenth (15th) Annual General Meeting ('AGM') until the conclusion of Twentieth (20th) AGM of the Company to be held in the year

BRANCHES: PAN INDIA
NATIONAL STOCK EXCHANGE (SME) LISTED ENTITY)
India's Leading ISO 9001:2015 Certified Logistics Company



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2030, subject to the approval of Shareholders at the ensuing AGM of the company at such remuneration as may be determined by the Board of Directors in consultation with the Auditors.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 ('SEBI Circular'), are given in "**Annexure - B**" to this letter.

4. Appointment of Secretarial Auditors:

The Board has approved the appointment of M/s CSM & Co., a Peer reviewed firm of the Practising Company Secretaries to act as Secretarial Auditor of the Company for 5 (Five) consecutive years i.e. from 2025-26 till 2029-30.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 ('SEBI Circular'), are given in "**Annexure - C**" to this letter.

5. Re-appointment of a Director retiring by rotation:

The Board of Directors has decided that Mr. Shubham Agrawal (DIN: 06909889) Director of the Company, who is liable to retire by rotation and being eligible, to recommend his re-appointment in ensuing Annual General Meeting.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 ('SEBI Circular'), are given in "**Annexure - D**" to this letter.

6. Alteration in the Object Clause of the Memorandum of Association of the Company:

Considered, approved and recommended special resolution resolution Alteration in the Object Clause of the Memorandum of Association of the Company

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 ('SEBI Circular'), are given in "**Annexure - E**" to this letter.

7. Approval of Directors' Report for FY 2024-25:

The Board of Directors has approved the Directors' Report of the Company for the financial year ended 31st March, 2025, along with its annexures and approved appointment of Manish Sancheti, Practicing Company Secretaries to act as Scrutinizer for the purpose of conducting the e-voting process in a fair and transparent manner.

Company is seeking approval of the shareholders at the ensuing AGM, inter alia, for:

- 1) Consideration and adoption of the Annual Audited Financial Statements (Standalone & Consolidated) of the Company for the financial period ended 31st March, 2025 together with the reports of directors and auditors thereon;

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- 2) Re-appointment of a Director retiring by rotation, Mr. Shubham Agrawal (DIN: 06909889) who is retiring by rotation;
- 3) Re-appointment of Statutory Auditor of the company for second (2nd) term of 5 (Five) Years;
- 4) Appointment of Secretarial Auditor of the company for First (1st) term of 5 (Five) Years;
- 5) Sub-Division/Split of Equity Shares and Consequent Amendment in the Memorandum of Association;
- 6) Issue of Bonus Shares;
- 7) Alteration in the Memorandum of Association of the Company by amendment in Object Clause.

The Board Meeting commenced at **13:30** hrs. on 28th August, 2025 and concluded at **15:00** hrs. on the same day.

This information is also available on the website of the company at <https://www.gicl.co>.

This is for your information and records.

You are requested to kindly take the above on record and oblige.

Thanking you,
For Globe International Carriers Limited

Annu Khandelwal
Company Secretary & Compliance Officer

Annexure-A

1) Split / ~~consolidation~~ of shares:

Sr. No.	Particulars	Details																				
A	Split / consolidation ratio	Sub-division of 1 (one) equity share of face value of ₹10/- (Rupees Ten) each fully paid-up into 2 (two) equity shares of face value of ₹5/- (Rupees Five) each fully paid-up.																				
B	Rationale behind the split / consolidation	The Corporate actions are proposed to enable higher participation from public shareholders.																				
C	Pre and post share capital - authorized, paid-up and Subscribed	Details given below:																				
<table><tr><th rowspan="2">Type of Capital</th><th colspan="3">Pre Sub-division</th><th colspan="3">Post Sub-division</th></tr><tr><th>No. of equity shares</th><th>Face Value (in Rs.)</th><th>Total Share Capital (in Rs.)</th><th>No. of equity shares</th><th>Face Value (in Rs.)</th><th>Total Share Capital (in Rs.)</th></tr><tr><td>Authorised Share Capital (To be increased pursuant to postal ballot notice dated on 06/08/2025)</td><td>6,00,00,000</td><td>10</td><td>60,00,00,000</td><td>12,00,00,000</td><td>5</td><td>60,00,00,000</td></tr></table>			Type of Capital	Pre Sub-division			Post Sub-division			No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	Authorised Share Capital (To be increased pursuant to postal ballot notice dated on 06/08/2025)	6,00,00,000	10	60,00,00,000	12,00,00,000	5	60,00,00,000
Type of Capital	Pre Sub-division			Post Sub-division																		
	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)																
Authorised Share Capital (To be increased pursuant to postal ballot notice dated on 06/08/2025)	6,00,00,000	10	60,00,00,000	12,00,00,000	5	60,00,00,000																
<table><tr><th rowspan="2">Type of Capital</th><th colspan="3">Pre Sub-division</th><th colspan="3">Post Sub-division</th></tr><tr><th>No. of equity shares</th><th>Face Value (in Rs.)</th><th>Total Share Capital (in Rs.)</th><th>No. of equity shares</th><th>Face Value (in Rs.)</th><th>Total Share Capital (in Rs.)</th></tr><tr><td>Issued, Subscribed and Paid-up Share Capital</td><td>2,79,88,647</td><td>10</td><td>27,98,86,470</td><td>5,59,77,294</td><td>5</td><td>27,98,86,470</td></tr></table>			Type of Capital	Pre Sub-division			Post Sub-division			No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	Issued, Subscribed and Paid-up Share Capital	2,79,88,647	10	27,98,86,470	5,59,77,294	5	27,98,86,470
Type of Capital	Pre Sub-division			Post Sub-division																		
	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)																
Issued, Subscribed and Paid-up Share Capital	2,79,88,647	10	27,98,86,470	5,59,77,294	5	27,98,86,470																
D	Expected time of completion	The Company will complete corporate action on or before Monday, 27 th October, 2025, subject to necessary approvals.																				
E	Class of shares which are consolidated or subdivided	Equity shares (There is only one class of equity shares that have been issued by the Company).																				
F	Number of shares of each class pre and post-split or consolidation	Not applicable since there is only one class of equity shares																				
G	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	Not applicable																				

2) Bonus issue:

Sr. No.	Particulars	Details
A	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Equity shares
B	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.);	Bonus Issue
C	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	5,59,77,294 equity shares of Re. 5/- each fully paid-up.
D	Whether bonus is out of free reserves created out of profits or share premium account;	Surplus, free reserves created out of profits and share premium account
E	Bonus ratio	1 (One) bonus equity shares of Rs. 5/- (Rupees Five) each for every 1 (One) equity share of Rs. 5/- (Rupees Five) each fully paid-up.
F	Details of share capital - pre and post bonus issue (after giving effect to split adjustment)	Details given below.

Type of Capital	Pre Bonus			Post Bonus		
	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)
Authorised Share Capital (To be increased pursuant to postal ballot notice dated on 06/08/2025)	12,00,00,000	5	60,00,00,000	12,00,00,000	5	60,00,00,000

Type of Capital	Pre Bonus			Post Bonus		
	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)
Issued, Subscribed and Paid-up Share Capital	5,59,77,294	5	27,98,86,470	11,19,54,588	5	55,97,72,940

G	Free reserves and / or share premium required for implementing the bonus issue	Rs. 27,98,86,470
H	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available.	As per Audited Balance Sheet dated 31st March 2025 Reserves and Surplus of Rs. 1505.22 lacs are available for Capitalization along with Securities Premium of Rs 1888.11 lacs
I	Whether the aforesaid figures are audited	Yes
J	Estimated date by which such bonus shares would be credited/dispatched	The Company will complete corporate action on or before Monday, 27 th October, 2025, subject to necessary approvals.

3) Reclassification of Authorized Share Capital:

Existing Authorized Share Capital Structure	Proposed Authorized Share Capital Structure
Authorised Share Capital of the Company is Rs. 60,00,00,000 (Rupees Sixty Crore only) divided into 6,00,00,000 (Six Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each	Authorised Share Capital of the Company is Rs. 60,00,00,000 (Rupees Sixty Crore only) divided into 12,00,00,000 (Twelve Crore) Equity Shares of Rs. 5/- (Rupees Five only) each

Annexure-B

Details required under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 for reappointment of Statutory Auditor:

Sr. No.	Particulars	Details of Statutory Auditor
1.	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Re-appointment for his second term for 5 years.
2.	Date of appointment / re-appointment / Cessation (as applicable)	23 rd September,2025 (i.e Date of ensuing Annual General Meeting of the Company)
3.	Term of Appointment / re-appointment	5 (Five) Years
4.	Brief profile (in case of appointment)	Not Applicable
5.	Disclosure of relationships between directors (in case of appointment of a Director)	Not Applicable

Annexure-C

Details required under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 for appointment of Secretarial Auditor:

Sr. No.	Particulars	Details of Secretarial Auditor
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of M/s CSM & Co., Peer Reviewed Firm (bearing No. 6668/2025) of Company Secretaries in Practice (Firm registration number: P2025RJ105300), as Secretarial Auditors of the Company.
2.	Date of appointment / re-appointment / Cessation (as applicable)	The Board at its meeting held on 28 th August, 2025, approved the appointment of M/s CSM & Co. as Secretarial Auditors, for an audit period of five consecutive years commencing from FY 2025-26 till FY 2029-2030, subject to approval of the shareholders.
3.	Term of Appointment / re-appointment	5 (Five) Years
4.	Brief profile (in case of appointment)	<p>M/s CSM & Co. is a firm of Practicing Company Secretaries based in Jaipur. Renowned for its commitment to quality and precision, the firm has been peer-reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices.</p> <p>M/s CSM & Co. has 3 partners and focused on providing comprehensive professional services in corporate law, SEBI regulations, FEMA compliance, and allied fields, delivering strategic solutions to ensure regulatory adherence and operational efficiency.</p> <p>The firm provides its services to various prominent companies and their expertise has earned the trust of industry leaders across sectors like banking, manufacturing, pharmaceuticals, and public utilities.</p>
5.	Disclosure of relationships between directors (in case of appointment of a Director)	Not applicable

Annexure-D

Details required under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 for appointment / reappointment of Director:

Sr. No.	Particulars	Details of Director
1.	Name and Designation	Mr. Shubham Agrawal (DIN: 06909889) Director (Non-Executive non Independent)
2.	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Recommendation for re-appointment of Mr. Shubham Agrawal (DIN: 06909889) as Non- Executive Non Independent Director, who retires by rotation in the 15 th Annual General Meeting, subject to approval of Shareholders.
3.	Date of appointment / re-appointment / Cessation (as applicable)	23 rd September, 2025 (i.e Date of ensuing Annual General Meeting of the Company)
4.	Term of Appointment / re-appointment	Reappointment as Non-Executive non Independent Liable to retire by rotation.
5.	Brief profile (in case of appointment)	Not Applicable
6.	Disclosure of relationships between directors (in case of appointment of a Director)	Son of Mr. Subhash Agrawal, Managing Director and Mrs. Surekha Agarwal Whole-Time Director of the Company. Brother of Mrs. Saloni Agrawal, Chief Financial Officer of the Company.
7.	Information as required under Circular No. NSE/CML/ 2018/02 dated 20 th June, 2018 issued by the NSE	Mr. Shubham Agrawal (DIN: 06909889) is not debarred from holding the office of Director by virtue of any Order by any regulatory authority.

Summary of amendment in the Memorandum of Association of the Company

Sr. No.	Change / Alteration
1.	<p>Amend the Main Objects under the Objects Clause of the Memorandum of Association of the company. by the insertion of "Clauses 5" after the existing "Clause 4" to the Main Object Clause (III)(A) of the Memorandum of the Company:</p> <p>5. To carry on the business of generation, production, development, purchase, transmission, distribution, trading, sale and supply of electrical power and energy from renewable sources, particularly solar energy, and other non-conventional sources such as wind, hydro, biomass, tidal and similar sources; to establish, install, operate, maintain, manage and deal in solar power plants, solar parks, rooftop solar systems, solar farms, and related infrastructure; to manufacture, procure, import, export, buy, sell or lease solar modules, inverters, batteries, storage systems, and other equipment or materials used in solar energy generation and distribution; and to enter into agreements, partnerships or contracts with central or state governments, local authorities, private entities or individuals for the purpose of generation, transmission and supply of solar power or for implementation of solar energy projects, and to undertake all connected and ancillary activities.</p>