

GLOBE COMMERCIALS LIMITED

CIN: - L52110MH1985PLC293393

Registered Office: - 04, Prathmesh Leela CHS Ltd, new MHB Colony, Gorai Rd, Near Sai Lee Hospital, Mumbai - 400091

E-mail:- globecommercialtd@gmail.com; Website: www.globecommercial.com; Tel No:022-28684836

NOTICE OF POSTAL BALLOT

Dear Members,

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read together with Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, whereby the Company seeks approval of the Members, for the business appended below, to be passed by way of Postal Ballot/e-voting.

The proposed resolutions and statement pursuant to Section 102 of the Companies Act 2013 stating the material facts and the reasons for the proposal are appended below and a Postal Ballot Form is enclosed for your consideration. In compliance with Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company is pleased to provide Electronic Voting (hereinafter referred as "e-voting") facility as an alternative for the Members holding shares in demat form and physical form which would enable them to cast their votes electronically, instead of dispatching the physical Postal Ballot form through post. The Company has engaged the services of Central Depository Services (India) Ltd,(CDSL) to provide e-voting facility to its members. It may be noted that e-voting is optional. In case a member has voted through e-voting facility, he/she is not required to send the physical Postal Ballot form. In case a member votes through e-voting facility as well as sends his/her vote through physical vote, the vote cast through e-voting shall only be considered and the voting through physical Postal Ballot shall not be considered by the scrutinizer.

The Board of Directors of the Company has appointed Mr. Alok Jain, representative of M/s. Jain Alok and Associates, Practicing Company Secretaries, as Scrutinizer for conducting the Postal ballot including e-voting in a fair and transparent manner as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner. Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 18:00 Hours (IST) on **20th October, 2020**(Tuesday).

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The result of postal ballot (including e-voting) shall be declared on or before **22nd October, 2020** (Thursday) and communicated to the Stock Exchanges and would also be displayed on the Company's website at **globecommercialtd@gmail.com**

PROPOSED RESOLUTION:

ITEM NO. 1. TO GIVE LOAN OR TO PROVIDE GUARANTEE / SECURITY IN CONNECTION WITH THE LOAN MADE TO ANY PERSON OR OTHER BODY

CORPORATE OR TO MAKE INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of Section 186 read with the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution) to give loan or to provide guarantee /security in connection with a loan or to make investment /acquire by way of subscription, purchase or otherwise the securities of any person or other body corporate up to maximum amount of Rs.100 Crore (Rupees One Hundred Crore only) outstanding at any point of time notwithstanding that the aggregate amount of all the loans / guarantees / securities / investments so far made together with the proposed loans / guarantees / securities / investments to be made, exceeds the prescribed limits under the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and actions in respect of the above loans, guarantees, securities and investments including the amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard in order to give effect to the aforesaid resolution.”

**For & Behalf of the Board of Directors of
Globe Commercial Limited**

**Sd/-
Prasad MeghshyamBagwe
Managing Director
DIN: 07408988**

Place:Mumbai

Date:14thAugust, 2020

NOTES:

1. The Special Business as mentioned above requires the consent of the members through Postal Ballot.
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts of the proposed ordinary and special resolutions for the items is annexed hereto.

3. The ISIN of the Equity Shares of Rs.10/- each is **INE804Q01013**.
4. The Company has appointed Mr. Alok Jain, representative of M/s. Jain Alok & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the postal ballot/e-voting process in a fair and transparent manner.
5. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members / List of Beneficial Owners as received from the Registrar and Transfer Agents (RTA) i.e. Skyline Financial Services Pvt. Ltd as on the close of business hours on September 11, 2020 and will be considered for the purpose of voting.
6. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Members as on September 11, 2020.
7. The dispatch of the Postal Ballot Notice and the Explanatory Statement shall be announced through an advertisement in at least 1 (one) English newspaper and at least 1 (one) Marathi newspaper, each with wide circulation in Mumbai, where the registered office of the Company is situated, and published on the Company website.
8. In accordance with the provisions of Section 101 and other applicable provisions of the Companies Act, 2013, read with Rules 18 and 22 of the Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice is being sent by permitted mode (i.e. through registered or speed post or through courier), along with a postage prepaid self-addressed Business Reply Envelope.
9. In compliance with the SEBI (LODR) Regulations, 2015 and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with related rules, the Company is pleased to provide e-voting facility to all its member, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the service of CDSL purpose of providing e-voting facility to all its Members. Please note that e-voting is an alternate mode to cast their votes and is optional.
10. Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot forms will be treated as invalid. The instructions for electronic voting are annexed to this Notice.
11. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to globecommercialtd@gmail.com. The Registrar and Share Transfer Agent of the Company/Company shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member.
12. A Member cannot exercise his/her vote by proxy on postal ballot.

13. Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed, in the enclosed self- addressed Business Reply Envelope to the Scrutinizer, so that it reaches Scrutinizer not later than close of working hours (i.e.18:00 Hours (IST)) on **20thOctober, 2020(Tuesday)**. The postage will be borne by the Company. However, envelopes containing postal ballots, if sent by courier or registered/ speed post at the expenses of the Members will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the self-addressed Business Reply Envelope.
14. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 18:00 Hours (IST) on **20th October, 2020 (Tuesday)** to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the Member.
15. In case of joint- holding, the Postal Ballot Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named Member.
16. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Forms shall be rejected.
17. The Scrutinizer will submit his report to the Chairman or any other Director of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The result of postal ballot (including e-voting) shall be declared by the chairman or any other Director on or before **22ndOctober, 2020(Thursday)** at the registered office of the Company and will also be displayed on the website of the Company i.e.globecommercialtd@gmail.com besides being communicated to the Stock Exchanges on the said date.
18. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
19. The date of declaration of results of the postal ballot shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
20. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during the office hours on all working days from the date of dispatch of the notice till **20thOctober, 2020 (Tuesday)**.

21. VOTING THROUGH ELECTRONIC MEANS

Pursuant to the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, Globe Commercials Limited (“the Company”) is offering e-Voting facility to its members to enable them to cast their votes electronically on the items/resolutions mentioned in this notice. The Company has engaged the

services of Central Depository Services (India) Ltd as the Authorized Agency to provide e-Voting facilities. The e-Voting particulars are set out below:

The e-Voting facility will be available during the following voting period:

- Commencement of e-Voting: **21st September, 2020 (Monday) at 9:00 a.m.**
- End of e-Voting: **20th October, 2020 (Tuesday) at 5:00 p.m.**
- The cut-off date for the purpose of e-Voting is **September 11, 2020.**

The e-voting module shall be disabled by CDSL for voting thereafter.

Instructions for E- Voting:

The instructions for shareholders voting electronically are as under:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on Shareholders.
- (iii) Now Enter your User ID which is:
 - a. **For CDSL:** 16 digits beneficiary ID,
 - b. **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter **Folio Number** registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any Company, then your existing password is to be used.
- (vi) If you are a **first time user** follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).
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- (vii) After entering these details appropriately, click on **“SUBMIT”** tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach **‘Password Creation’** menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the **EVSN** for the Globe Commercials Limited.
- (xi) On the voting page, you will see **“RESOLUTION DESCRIPTION”** and against the same the option **“YES/NO”** for voting. Select the option **YES** or **NO** as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the **“RESOLUTIONS FILE LINK”** if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on **“SUBMIT”**. A confirmation box will be displayed. If you wish to confirm your vote, click on **“OK”**, else to change your vote, click on **“CANCEL”** and accordingly modify your vote.
- (xiv) Once you **“CONFIRM”** your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on **“Click here to print”** option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then Enter the **User ID** and the image verification code and click on **Forgot Password** & enter the details as prompted by the system.
- (xvii) Note for Non – Individual Shareholders and Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate and Custodians respectively.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cslindia.com.
- After receiving the login details they have to create a compliance user, using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cslindia.com.

(xix) Mr. Alok Jain, M/s Jain Alok & Associates, Company Secretaries, New Delhi has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1. - TO GIVE LOAN / GUARANTEE OR TO PROVIDE SECURITY IN CONNECTION WITH THE LOAN MADE TO ANY PERSON OR OTHER BODY CORPORATE OR TO MAKE INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013

As per the provisions of section 186 read with the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013, no Company shall directly or indirectly, without prior approval by means of special resolution passed by way of postal ballot, give any loan to any person or other body corporate, give any guarantee or provide any security in connection with a loan to any person or other body corporate and acquire by way of subscription, purchase or otherwise the securities of any person or other body corporate exceeding sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more. In order to support its business activities, the Company may be required to give loans / guarantee and / or provide security in connection with a loan to any person or other body corporate and to make investment or acquire by way of subscription, purchase or otherwise the securities of any person or other body corporate in excess of the limits prescribed under the Companies Act, 2013 and rules made thereunder. It is therefore necessary to obtain approval of the shareholders by means of a Special Resolution, authorizing the Board to exercise aforesaid powers, up to maximum amount of Rs.100 crore (Rupees One Hundred Crore only) outstanding at any point of time notwithstanding that the aggregate amount of all the loans / guarantees / securities / investments so far made together with the proposed loans / guarantees/ securities / investments to be made, exceeds the prescribed limits under the Companies Act, 2013. The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No. 1 of the accompanying Notice for the approval of members of the Company as Special Resolution.

None of the Directors, key managerial personnel of the Company or their relatives are in any way, concerned or interested financially or otherwise in the resolution except to the extent of their shareholding, if any.

**For & Behalf of the Board of Directors of
Globe Commercial Limited**

**Sd/-
Prasad Meghshyam Bagwe
Managing Director
DIN: 07408988**

**Place: Mumbai
Date: 14th August, 2020**

GLOBE COMMERCIALS LIMITED

CIN: - L52110MH1985PLC293393

Registered Office: - 04, Prathmesh Leela CHS Ltd, new MHB Colony, Gorai Rd, Near Sai Lee Hospital, Mumbai - 400091

E-mail:- globecommercialtd@gmail.com; Website: www.globecommercial.com; Tel No:022-28684836

POSTAL BALLOT FORM

Postal Ballot No.:

1 Name and registered address of the Shareholder(s) :

2 Name of the Joint Holder(s) if any :

3 Registered Folio no. / DP ID No. / Client ID No. :

4 Number of Shares held :

I/We hereby exercise my/our vote in respect of the Ordinary Resolution(s)/ Special Resolution(s) to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my/ our assent or dissent to the said Resolution(s) by placing a tick (✓) mark in the appropriate column below:

S. No.	Particulars	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	To give loan or to provide guarantee / security in connection with the loan made to any person or other body corporate or to make investment under Section 186 of the Companies Act, 2013			

Place:

Date:

Signature of the Shareholder

Note:

1. Please read carefully the instructions overleaf before exercising your vote.
2. For e-voting please refer the instructions for Electronic Voting (E-Voting) printed overleaf.
3. Please note that the last date for receipt of Postal Ballot Forms by the Scrutinizer is **20/10/2020**.

ELECTRONIC VOTING PARTICULARS

(1) EVSN	(2) USER ID.	(3) PAN or Sequence Number

Notes:

- (1) Where Bank Account Number is not registered with the Depositories or Company please enter your User Id. as mentioned in column (2) above
- (2) The e-Voting period starts from 09.00 A.M. on 21/09/2020 and ends at 5.00 P.M. on 20/10/2020, the e-voting module shall be disabled by CDSL for voting thereafter.