



To,
The Board Members
GLOBALSPACE TECHNOLOGIES LIMITED

SR. NO.: BM- 07/2020-2021

NOTICE IS HEREBY GIVEN THAT THE MEETING OF BOARD OF DIRECTORS OF GLOBALSPACE TECHNOLOGIES LIMITED WILL BE HELD ON WEDNESDAY, FEBRUARY 10, 2021 AT 3:45 P.M. THROUGH VIDEO CONFERENCING TO TRANSACT FOLLOWING BUSINESSES:

AGENDA:

1. To grant leave of absence, if any.
2. To take note of Minutes of Board Meeting of the Company held on, Wednesday December 02, 2020.
3. To take note of minutes of Audit Committee Meeting of the Company held on, Wednesday, December 02, 2020.
4. To take note of Internal Audit Report of Link Intime (India) Pvt. Ltd. (RTA) pursuant to vide circular SEBI/HO/MIRSD/DOP1/CIR/ P/2018/73 dated April 20, 2018.
5. To take note of various listing compliances under SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.
6. To consider and approve the Un-audited Financial Results for the quarter ended December 31, 2020 and to take note of Limited review report thereon pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
7. To take note of CEO & CFO Certificate pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements), 2015.
8. To consider and evaluate the performance of Independent Directors, excluding the Directors being evaluated.
9. To consider and evaluate the performance of Committees, Board and Individual Directors.
10. To take note of related party transactions for the quarter ended December 31, 2020.
11. To approve repetitive contracts / transactions or provide Omnibus approval for contracts / for Financial Year 2021-22.

12. To review the Compliances as per the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”) such as Digital database and the List of Designated Person.
13. To approve and recommend the appointment of an Additional Non- Executive Independent Director of the Company on the recommendation of Nomination and Remuneration Committee.
14. To Consider, approve and adopt revised code of conduct pursuant to recent amendment in SEBI (Prohibition of insider Trading) Regulation, 2015 vide amendment in the Regulation dated October 28, 2020 and vide notification dated October 8, 2020.
15. To discuss any other business with the permission of the Chairman.

The members of the Board are requested to take note that a facility to attend the meeting vide video-conferencing shall be made available if any member of this Board is to attend the meeting through video-conferencing. In case any member of this Board wishes to attend the meeting through video-conferencing facility, then such member is hereby requested to intimate the Company Secretary of the Company 3 days before the date of the meeting in order to enable the company to make requisite arrangement.

You are requested to make it convenient to attend the Meeting.

For **Globalspace Technologies Limited**



Swati Arora

Company Secretary

Membership No: A44529

Add: 301, Sairaj Sadan, Plot no. 36,

Sector - 01, Sanpada, Navi Mumbai 400705

Date: February 2, 2021

Place: Navi Mumbai

E-mail Id: cs@globalspace.in

Contact No.: +91-9988721478

Notes:

1. Due to ongoing Coronavirus Pandemic, Board Members and other personnel of the Company faced with restriction with regards to free movement. Therefore, in accordance with the relaxation granted by Ministry of Corporate Affairs vide Circular dated March 19, 2020 read with the Companies (Meetings of Board and its Powers) Amendment Rules, 2020, (“the Rules”) the Company decided to transact the matters which were not allowed through Video Conferencing prior to the commencement of the rules by availing the Exemption. *Pursuant to the Amendment in the Companies (Meetings of Board and its Powers) Amendment Rules, 2020, the matters mentioned in*

Rule 4 (1) of the Companies (Meetings of Board and its Powers) Amendment Rules, 2020, not allowed to be transacted through video conferencing are now allowed due to out-break of COVID-19 and consequent lock down.

2. All the recordings of the proceedings of the Meeting, through Electronic Mode, shall be deemed to be made at Chairman place.
3. The Meeting through Video Conferencing will be held in accordance with the Section 173 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendments, modifications or re-enactments thereto), Secretarial Standards -1("Secretarial Standard on Board Meeting"), relevant MCA circulars and notifications.
4. For any issues, problems, including technical issues which may arise before, during or after the Meeting, kindly mail us at cs@globalspace.in or contact Ms. Swati Arora, Contact No. +91-9988721478
5. All Board Members are requested to updated their E-mail IDs with the Company before dispatch of Notice.
6. Members participating in the Meeting through video conferencing shall be counted for the purpose of Quorum unless they are to be excluded for any items of business under the provisions of the Act or any other law.

NOTES TO AGENDA FOR THE MEETING OF BOARD OF DIRECTORS OF GLOBALSPACE TECHNOLOGIES LIMITED WILL BE HELD ON WEDNESDAY, FEBRUARY 10, 2021 AT 3:45 P.M. THROUGH VIDEO CONFERENCING TO TRANSACT FOLLOWING BUSINESSES:

Item No. 1:

To grant leave of absence, if any:

Leave of Absence may be granted to that member of the Board who conveys his/her inability to attend the meeting.

Formal letter or intimation via email by any member to Chairperson or Company Secretary, prior to the date of the Meeting will be taken into consideration. The Directors are requested to kindly consider the same.

Note : Pursuant to the provisions contained in Section 167(1)(b) of the Companies Act, 2013, the office of the Director shall become vacant in case he absents himself from all the Meetings of the Board of Directors held during a period of twelve months with or without seeking Leave of absence of the Board.

Item No. 2:

To take note of Minutes of Board Meeting of the Company held on, Wednesday December 02, 2020.

The draft Minutes of the previous Board Meeting held on, Wednesday December 02, 2020. will be duly circulated to all the Directors of the Company for their perusal and confirmation.

Further it is informed to the board that, the Institute of Company Secretaries of India (ICSI) issued Clarification/ Guidance on applicability of Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) in consonance with the relaxations granted by the Ministry of Corporate Affairs, where if Minutes cannot be signed both physically as well as digitally, the signed minutes may be circulated to all the directors once normalcy is restored.

Therefore, the signature on the Minutes dated Wednesday December 02, 2020 will be taken once normalcy is restored and will be circulated accordingly.

The Board is requested to take note of the same.

Item No. 3:

To take note of minutes of Audit Committee Meeting of the Company held on, Wednesday, December 02, 2020.

The draft Minutes of the previous Audit committee meeting held on Monday, November 9, 2020 will be duly circulated to all the members of Audit committee of the Company for their perusal and confirmation.

Further it is informed that the signature of Chairman of the Audit committee on Minutes dated Monday, November 9, 2020 will be taken once normalcy is restored and will be circulated accordingly.

The Board is requested to take note of the same.

Item No. 4:

To take note of Internal Audit Report of Link Intime (India) Pvt. Ltd. (RTA) pursuant to vide circular SEBI/HO/MIRSD/DOP1/CIR/ P/2018/73 dated April 20, 2018.

The members of the Board are hereby informed that SEBI/ HO/ MIRSD /DOP1/CIR/P/2018/73 dated April 20, 2018 mandated all the Registrar to an issue / share transfer agents (RTAs) acting on behalf of listed entities to conduct the Annual Internal Audit for the purpose strengthening the guidelines and Raising Industry Standards for RTA, issuer Companies and further it is required by issuer Companies (Globalspace Technologies Limited) to take note of actionable provided to RTA in Internal Audit Report of RTA.

Hence the Audit Report of RTA as on the year ended on March 31, 2020 shall be presented to the Company for noting the actions and recommendations made by internal auditor to the RTA.

The circular is primarily intended to plug the gaps / remove lack of clarity and establish a framework in various matters concerning payment of dividend / Interest / Redemption / Handling / Maintenance / Updation of Records / Transfer of Securities and proper due diligence in suitable cases and introduces internal audit of RTAs by an Independent Auditor.

The members of the Board are further informed that internal audit report of Link Intime (India) Pvt. Ltd received from Internal Auditor of the RTA shall be placed the Board of Director is requested to take note of the same and suggest its recommendation if any to RTA of the Company.

Item No. 5:

To take note of various listing compliances under SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

The Members of the Board required to take note of various compliances required for the listed Companies to be filed under SEBI (Listing Obligations and Disclosure Requirements), 2015.

The status of various intimations / certificates submitted with the Stock Exchange under SEBI (LODR) Regulations, 2015 for the Quarter ended December 31, 2020 are as follows that was placed before the Board for their perusal

Sr. No.	Particulars	Due Date	Actual Compliance date
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1.	Investor Grievance Report under Regulation 13 for the quarter ended 31st December, 2020 (Listing compliance)	21.01.2021	07.01.2021
2.	Corporate Governance Report under Regulation 27 (2) for the quarter ended 31 st December, 2020 (Listing compliance)	15.01.2021	08.01.2021
3.	Shareholding pattern under Regulation 31 for the quarter ended 31st December, 2020 (Listing compliance)	21.01.2021	15.01.2021
4.	Certificate under Regulation 74 (5) of the SEBI [Depositories and Participants] Regulations, 2018 for the Quarter ended 31st December, 2020 (Listing compliance)	20.01.2021	07.01.2021
5.	Reconciliation of Share Capital Audit Report under Regulation 76 of SEBI (Depository & Participant) Regulations, 2018 for the quarter ended 31st December, 2020 (Listing compliance)	30.01.2021	15.01.2021
6.	Closure of Trading Window as per BSE Circular issued on 02nd April, 2020 for December Quarter	31.12.2020	30.12.2020

Item No. 6:

To consider and approve the Un-audited Financial Results for the quarter ended December 31, 2020 and to take note of Limited review report thereon pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

In accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, Un-audited Financial Results for the quarter ended on December 31, 2020 after the approval of the same by the Audit Committee which is scheduled to be held on the same day before the Board Meeting will be placed before the Board Members for its consideration, deliberation, approval and noting.

It is further informed that Limited review report on the Un- Audited Financial Results for the quarter ended December 31, 2020 received from the Statutory Auditor's, Tolia & Associates, the Chartered Accountants shall be tabled before the Board for their perusal and noting.

The Board Members is requested to discuss the matter in brief and pass the following resolution with or without modification (s):

“RESOLVED THAT pursuant to Regulation 33 of the SEBI (LODR) Regulations 2015, the Un-audited Financial Results of the Company for the quarter ended December 31, 2020, as duly reviewed and recommended by the Audit Committee of the Company be and is hereby approved and taken on record;

RESOLVED FURTHER THAT, a Limited review report on the Un-audited Financial Results received from Statutory Auditor's, Tolia & Associates , the Chartered Accountants be and hereby taken on record;

RESOLVED FURTHER THAT any of the Directors as per Regulation 33 of the SEBI (LODR) Regulations 2015 Company be and is hereby authorized to sign the said Un-audited Financial Results of the Company on behalf of the Board of Directors of the Company.”

RESOLVED FURTHER THAT the said Un-audited Financial Results as approved by the Board, be sent to the Stock Exchange(s) where the equity shares of the Company are listed and any Director or Company Secretary of the Company be and is here by authorized to take all necessary steps in this regard.”

Item No. 7:

To take note of CEO & CFO Certificate pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements), 2015:

The Board Members be and hereby informed that pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements), 2015, Chief Executive Officer (CEO) & Chief Financial Officer (CFO) required to certify that Financial results do not contain any false or misleading statements or figures and do not omit any material fact which may also make the statements or figures contained therein misleading.

It is further informed that the said certificate will be placed before the Board Members for its perusal and noting.

The Board is requested to take note of the same.

Item No. 8:

To consider and evaluate the performance of Independent Directors, excluding the Directors being evaluated.

The Chairman shall place before the Board Members the Performance Evaluation Sheet for its evaluation. The members of the Board are requested to consider and review the performance of the Independent Directors, excluding the Directors being evaluated pursuant provisions of Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and relevant provisions of SEBI (LODR), 2015 by assigning the ratings in Evaluation Sheet.

The Board is requested to take note of the same.

Item No. 9:

To consider and evaluate the performance of Committees, Board and Individual Directors:

The Chairman shall place before the Board the Performance Evaluation Sheet for its evaluation. The members of the Board are requested to consider and review the performance of Executive Directors, Non-Executive Directors, the Board as whole & its Committee pursuant to the provision of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by assigning the ratings in Evaluation Sheets.

Item No. 10:**To take note of related party transactions for the quarter ended December 31, 2020:**

The Members of the Board are required to review, consider and take note of all the transactions entered into by the Company with related parties, as tabled before the Board.

Item No. 11:**To approve repetitive contracts / transactions or provide Omnibus approval for contracts / for Financial Year 2021-22:**

The Board Members be and hereby informed that as per Section 177 read with Section 188 of the Companies Act, 2013 including rules framed and Regulation 23 of the SEBI (LODR) Regulations, 2015, the Audit Committee may grant omnibus approval to the transactions which are repetitiveness in nature.

The Board Members further informed that the Omnibus approval will be valid for the period of one year and shall not exceed the amount as discussed by the Board per Transaction subject to the quarterly review of Audit Committee.

The Board Members be and hereby requested to pass the following with or without modification(s):

“RESOLVED THAT pursuant to the provisions of Section 2(76), 177, 188 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder (including any modifications and re-enactment thereof), and on the recommendation of Audit Committee and Shareholders approval wherever applicable , the omnibus approval of the Board of Directors of the Company be and is hereby accorded for the following transaction(s) proposed to be entered into by the Company with related parties as detailed below :

The criteria which the Audit Committee will be take into consideration while granting approval to transactions to Omnibus approval:

S.No	Name	Repetitiveness	Justification	Nature of Transaction	Duration	Maximum amount	The Indicative base price or current contracted price and the formula for variation in the price
1.	Beauty Singh	On-going	Favorable commercial terms	Rent	Monthly	7,80,000	NA

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorized to approve such transactions on case to case basis within the approved limit and do all such acts, deeds, matters and things as may be necessary to give effect to the foregoing resolution including sub- delegation of powers to any officers of the Company.”

Item No. 12:

To review the Compliances as per the SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations) such as Digital database and the List of Designated Person:

The Board of Directors are requested to note that the Company had installed the Digital Software as requires under the PIT Regulations which has the features of time stamp and non-temperament.

Further the Company was required to Identify the designated persons, whose shareholding and trading in securities will be regulated, monitored and reported as per the Code of Conduct adopted by the Company as per SEBI (Prohibition of Insider Trading) Regulations, 2015 and the company has maintained the list of the same.

The Board of Directors are further informed that as and when any changes will occurs in the List of Designated Persons, the same will be place before the Board of Directors for its perusal and accordingly changes will be done in the Digital Software.

The Board is requested to take note of the same.

Item No. 13:

To consider and approve the appointment of an Additional Non- Executive Independent Director of the Company on the recommendation of Nomination and Remuneration Committee:

The Board Members be and hereby informed that the Company on the basis of Market Capitalization falls under the category of Top 2000 entity as on March 31, 2020 therefore in order to ensure compliance with the provision of Regulation 17 of SEBI(LODR), Regulations 16, 2015 and other applicable provisions of the SEBI(LODR), Regulations, 2015 it is proposed to appoint an Additional Non- Executive Independent Director, the name of whom shall be disclosed in the Board meeting, who is eligible to be appointed as an Director of the Company pursuant to the provision of the Companies Act, 2013 read with the rules framed thereunder. The Board Members shall take into considerations the recommendation of the Nomination and Remuneration Committee before approving the appointment of the Candidate.

It is further informed that the proposed Director is satisfying the Director of Independence provide under Section 149 read with Schedule IV of the Companies Act, 2013 read with Regulation 16 and other applicable provisions of the SEBI (LODR) Regulations, 2015 and Company had received the consent of the Candidate to act as an Additional Non-Executive Independent Director, disclosure of his interest in the Entities and the declaration that the Director is not disqualified of being appointed as a Director of the Company in prescribed format.

The Board Members is requested to discuss the matter in brief and pass the following resolution with or without modification (s):

“RESOLVED THAT pursuant to the provisions of Sections 149, 160, 161 of the Companies Act, 2013(“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and relevant provisions of the Article of Associations of the Company, and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s)thereof) and Regulation 16, 17 and other relevant regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s)thereof) , relevant policies of the Company and on the basis of the recommendation of Nomination and Remuneration Committee, consent of Board of Directors of the Company be and hereby accorded to appoint an Additional Non- Executive Independent Director of the Company from the date on which the registration in Independent Databank is completed and who shall hold till the ensuing Annual General Meeting and whose office shall not liable to retire by rotation .

RESOLVED FURTHER THAT, any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

Item No. 14:

To Consider, approve and adopt revised code of conduct pursuant to recent amendment in SEBI (Prohibition of insider Trading) Regulation, 2015 vide amendment in the Regulation dated October 28, 2020 and vide notification dated October 8, 2020:

The chairman is requested to apprise the board about the recent amendment in SEBI (Prohibition of insider Trading) Regulation, 2015 vide amendment in the Regulation dated October 28, 2020 and vide notification dated October 8, 2020, accordingly pursuant to the amendment the company is required to amend its code of conduct in line with SEBI amendment dated October 28, 2020 and also vide notification SEBI/LAD-NRO/GN/2020/23 dated July 17, 2020.

The amended Code of conduct for prevention of Insider Trading, shall be duly placed before the board for its consideration, approval and once it is adopted by the board, the same shall be intimated to the stock exchange and also it shall be hosted on the website of the company.

Thus, the board is requested to consider, approve and adopt the amended code of conduct for prevention of Insider Trading by passing following resolution with or without modification(s):

“RESOLVED THAT consent of the Board be and is hereby accorded to consider and adopt amended Code of conduct for prevention of insider trading which has been duly aligned in accordance with SEBI (Prohibition of insider Trading) Regulation, 2015 vide amendment in the Regulation dated October 28, 2020 and vide notification dated October 8, 2020 and also vide notification no. SEBI/LAD-NRO/GN/2020/23 dated July 17, 2020.

RESOLVED FURTHER THAT any of the Directors of the company and/ or Company Secretary of the Company is be and hereby authorize to do all acts, deeds, matters and things including filing of forms with Registrar of Companies or filing of necessary documents with Stock Exchange(s) or uploading on website of the Company as deem necessary, proper or desirable and to sign and execute all necessary documents, agreements for the purpose of giving effect to this resolution.

Item No. 15:

To discuss any other business with the permission of the Chairman:

In terms of Secretarial Standards - 1 on Board/Committee Meetings, any item not included in the agenda may be taken up for consideration with the permission of the Chairman and with the consent of majority of Directors present at the Meeting.

The Board may transact any other matter with the permission of the Chair.