

NOTICE

SR. NO.: BM - 03/2018-2019

NOTICE IS HEREBY GIVEN THAT THE MEETING OF BOARD OF DIRECTORS OF GLOBALSPACE TECHNOLOGIES LIMITED WILL BE HELD ON MONDAY, 12TH NOVEMBER, 2018 AT 4:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT OFFICE NO. 605, 6TH FLOOR, RUPA SOLITAIRE BUILDING, MILLENNIUM BUSINESS PARK, NAVI MUMBAI - 400710 TO TRANSACT FOLLOWING BUSINESSES:

1. To grant leave of absence, if any.
2. To confirm the minutes of the previous meeting of the Board of Directors of the Company held on 04th August, 2018.
3. To take note of minutes of Audit Committee Meeting.
4. To approve the Un-audited Financial Statement of the Company with limited review report for Half-Year ended 30th September, 2018.
5. To take note of Statement of Deviation reviewed by Audit Committee under Reg. 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
6. To consider and authorize director for registering the company with National Small Industries Corporation Limited.
7. To take note of listing compliances.
8. To discuss on the recent amendments notified by Securities and Exchange Board of India in relation with SEBI (Listing Obligations and Disclosures Requirements), Regulations 2015.
9. To transact any other business with the permission of the Chair.

You are kindly 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 : 02nd November, 2018
Place : Navi Mumbai

E-Mail ID: cs@globalspace.in

NOTES TO AGENDA

<u>Item No. 1:</u>

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.

<u>Item No. 2:</u>

To confirm the minutes of the previous meeting of the Board held on 04th August, 2018:

The Minutes of the previous meeting held on 04th August, 2018 is enclosed and circulated along with the Notice. Board is requested to confirm the same. Thereafter, the Chairman will be required to sign the Minutes.

<u>Item No. 3:</u>

To take note of minutes of Audit Committee Meeting:

The Minutes of the previous Audit Committee meeting held on 19th May, 2018 is enclosed and circulated along with the Notice. Board is requested to take note of the same.

<u>Item No. 4</u>

To approve the Un-audited Financial Statement of the Company along with Limited Review Report for Half-Year ended 30th September, 2018:

The members of the Board are hereby informed that the un-audited financial results for the half-year ended on 30th September, 2018 along with the Draft Limited review report of M/s. Tolia & Associates., Chartered Accountants, Statutory Auditors of the Company on the financial results of the Company, shall be placed before the Board for their perusal and consideration.

After going through the financial statements, the members may express their views, concerns or recommendations.

The members are requested to pass the following resolution with or without modification(s):

“**RESOLVED THAT** the un-audited Financial Results for the half year ended 30th September, 2018 along with the draft limited review report by M/s. Tolia & Associates, Chartered Accountants as placed before the Board be and is hereby approved.

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, Mumbai, Maharashtra or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

Item No. 5

To take note of Statement of Deviation reviewed by Audit Committee under Reg. 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To take a note of statement of deviation(s) or variation(s) under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for half year ended 30th September, 2018 which shall be tabled before the Board for its review

Item No. 6

To consider and authorize director or any other person for registering the company with National Small Industries Corporation Limited:

The Members of the Board are hereby informed that the company needs to authorize one of the signatory to take all necessary steps to register the Company with National Small Industries Corporation Limited.

The board is requested to pass the following resolution with or without modification:

RESOLVED to authorize Shri Amitabh Sinha, CEO-Digital Health of the Company, to register the Company with the National Small Industries Corporation Limited, Navi Mumbai Branch. (Address of Branch Office) under the Single Point Registration Scheme.

FURTHER RESOLVED THAT Shri Krishna Murari Singh, Managing Director and/or Shri Amitabh Sinha, CEO-Digital Health of the company is authorised and empowered to take all necessary steps and actions on behalf of the company in this connection and to sign Application Form and other documents.

Item No. 7

To take note of the listing compliances:

The Members of the Board are hereby informed that being a listed entity, our Company has to comply with various provisions of the SEBI Act. The Board is requested -

a. To take on record, Share Holding Pattern of the Company pursuant to Regulation 31 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 for the half year ended as on 30th September, 2018:

As required under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has filed the Statement showing holding of securities for the half year ended 30th September, 2018 with the BSE Limited in the prescribed format as specified by the SEBI.

The Board is requested to take on record the same.

b. To take on record the Reconciliation of Share Capital Audit Report for the quarter ended on 31st September, 2018 pursuant to Regulation 55A of SEBI (Depositories And Participants Regulations 1996):

As required under Regulation 55A (1) of SEBI (Depositories and Participants) Regulations, 1996, the Company has obtained a certificate from Makarand M. Joshi & Co., Practicing Company Secretaries for the quarter ended 30th September, 2018 and submitted the same to the stock exchange(s). The certificate is enclosed.

The Board is requested to take note of the same.

c. To take on record Statement of Investor Complaints pursuant to Regulation 13(3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations 2015 for the quarter ended as on 30th September, 2018:

As required under Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has filed the Statement of Investor Grievance Report for the quarter ended 30th September, 2018 with the BSE Limited.

The Board is requested to take note of the same.

d. To take on record Compliance Certificate under Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the half year ended 30th September, 2018:

The Board is requested to note that pursuant to the Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity shall submit a compliance certificate with the recognized stock exchange(s) on a half-yearly basis, within 30 days from the end of half financial year.

As required under Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has submitted the compliance certificate, duly signed by both the compliance officer of the company and the authorised representative of the share transfer agent for the half-year ended 30th September, 2018 with the BSE Limited.

The Board is requested to take note of the same.

e. To take on record Certificate from Practicing Company Secretary under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the half year ended 30th September, 2018:

The Board is requested to note that pursuant to the Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity shall submit a certificate received from Practicing Company Secretary with the recognized stock exchange(s) on a half-yearly basis, within 1 month from the end of each half of the financial year.

The Company has received the certificate under Regulation 40 (9) from the Practicing Company Secretary and has filed the same with the Stock Exchange.

The Board is requested to take on record the same.

<u>Item No. 8</u>

To discuss on the recent amendments notified by Securities and Exchange Board of India in relation with SEBI (Listing Obligations and Disclosures Requirements), Regulations 2015.

The Chairman is requested to discuss with its Board members following amendments made by Securities and Exchange Board of India in relation with Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations 2015 and its implications.

- a) **Amendment in the definition of Independent Director given in Regulation 16(b) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations 2015 as:**

In regulation (16), in sub-regulation (1), -

in clause (b), - in sub-clause (ii), the words “**or member of the promoter group of the listed entity**” shall be inserted after the words “**associate company**”

after the existing sub-clause (vii), the following new sub-clause shall be inserted, namely,-

“(viii) **who is not a non-independent director of another company on the board of which any non-independent director of the listed entity is an independent director:**”

- b) **Compulsory Dematerialization of Shares for effecting transfer of securities:**

In Regulation 40, in sub-regulation (1), -

the following proviso shall be inserted, namely, -

“**Provided that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.**”

<u>Item No. 9</u>

To transact any other business with the permission of the Chair:

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