



To,
THE BOARD OF DIRECTORS,
GLOBALSPACE TECHNOLOGIES LIMITED

SR. NO.: BM 01/ 2022-2023

NOTICE IS HEREBY GIVEN THAT THE MEETING OF BOARD OF DIRECTORS OF GLOBALSPACE TECHNOLOGIES LIMITED THROUGH VIDEO CONFERENCING WILL BE HELD ON FRIDAY, MAY 13, 2022 AT 4:00 P.M. AT 69A, PRAKASH NAGAR, MODEL TOWN, JALANDHAR – 144001 TO TRANSACT FOLLOWING BUSINESSES:

AGENDA:

1. To grant leave of absence, if any.
2. To take note of the minutes of the previous meeting of the Board of Directors of the Company held on Tuesday, March 29, 2022.
3. To take note of minutes of various Committee Meetings held on Tuesday, March 29, 2022. :
 - a) Audit Committee
 - b) Stakeholders Relationship Committee
4. To note and take on record disclosure(s)/ Declaration received from the Directors of the Company as per the requirements of the Companies Act, 2013 and/ or SEBI Regulations:
 - a) Disclosure of Interest by Directors pursuant to Section 184 of the Companies Act, 2013.
 - b) Declaration by directors pursuant to Section 164 of the Companies Act, 2013.
 - c) Declarations received by Independent Directors of the Company pursuant to Section 149 of the Companies Act, 2013.
 - d) Annual Disclosure under SEBI (Prohibition of Insider Trading) Regulation, 2015.
 - e) Continual Disclosure under Regulation 30(1) and 30(2) and 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.
 - f) Disclosures received from Designated persons under Code of Conduct of the Company
5. To Consider and Approve appointment of Link Intime Private Limited for availing services of Video Conferencing and E-voting platform for the Extra - Ordinary General Meeting.
6. To consider and approve appointment of Mrs. Kumudini Bhalerao, partner of Makarand M. Joshi & Co, Practicing Company Secretary, as the Scrutinizer for the Extra - Ordinary General Meeting to scrutinize e-voting process.

GLOBALSPACE TECHNOLOGIES LIMITED

CIN: L64201MH2010PLC211219

Formerly known as 'GlobalSpace Technologies Private Limited'

Formerly known as 'GlobalSpace Tech Private Limited'

Regd. Off: Office No. 605, 6th Floor, Rupa Solitiare Building, Millennium Business Park, Mahape, Navi Mumbai 400710

Tel.: 022-49452000 | Email: info@globalspace.in | Website: www.globalspace.in



7. To fix Date time venue of the EGM of the Company and to approve the Notice convening the Extra - Ordinary General Meeting of the Company for the Financial Year 2022-23.
8. To recommend regularisation of Mr. Girish Kasargode Mallaya (DIN: 09533336) as Non- Executive Director of the company.
9. To recommend regularisation of Mr. Amit Verma (DIN: 07046152) as Executive director of the company.
10. 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
Memb No: A44529
Add: 69A, Prakash Nagar,
Model Town, Jalandhar – 144001

Date: May 13, 2022
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

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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. 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.
3. 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
4. All Board Members are requested to updated their E-mail IDs with the Company before dispatch of Notice.
5. 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 THROUGH VIDEO CONFERENCING WILL BE HELD FRIDAY, MAY 13, 2022 AT 4:00 P.M. AT 69A, PRAKASH NAGAR, MODEL TOWN, JALANDHAR – 144001 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 the minutes of the previous meeting of the Board of Directors of the Company held on Tuesday, March 29, 2022. :

The Minutes of the previous Board Meeting held on Tuesday, March 29, 2022 were duly circulated to all the Directors of the Company for their perusal and confirmation. The Minutes will be placed before the Board for its consideration, perusal, and approval and noting.

The Board is requested to take note of the same.

Item No. 3:

To take note of minutes of various previous Committee Meeting held on Tuesday, March 29, 2022:

- a) Audit Committee Meeting;
- b) Stakeholders Relationship Committee;

The Board Members are be and hereby informed that the Minutes of the above Committee Meeting held on Tuesday, March 29, 2022 were circulated to the respective Committee Members of the Company for their perusal and confirmation. The Committee Minutes will be placed before the Board for its consideration, perusal, approval and noting.

The Board Members be and hereby further informed 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

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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.*(The SS-1 also applicable on Committee Meetings as well).*

Therefore, the signature on the Minutes dated Tuesday, March 29, 2022 will be taken once normalcy is restored and will be circulated accordingly.

The Board is requested to take note of the same.

Item No. 04:

To note and take on record disclosure(s)/ Declaration received from the Directors of the Company as per the requirements of the Companies Act, 2013 and/ or SEBI Regulations

The Board of Directors are requested to take note of the following disclosures:

a. To take a note of Disclosures of Interest by the Directors under Section 184 (1) of the Companies Act, 2013 and Rule 9 (1) of the Companies (Meetings of Board and Its Powers) Rules, 2014 and the Disclosure of Indirect Interest:

It is informed to the Board that pursuant to the provision of Section 184 of the Companies Act, 2013 read with Rule 9(1) of the Companies (Meetings of the Board and its Powers) Rules, 2014, the notices in Form MBP-1 from the Directors of the Company (who have provided the disclosures to the Company), disclosing their concern or interest in other Company(ies) or bodies corporate (including shareholding interest), firms or other association of individuals etc., will be placed at the Meeting.

The Board of Directors are requested to take note of the same.

b. To take note of declarations given by the Directors pursuant to Section 164 (2) of the Companies Act, 2013 and Rule 14 (1) of Companies (Appointment and Qualification of Directors) Rules, 2014:

It is informed to the Board that pursuant to the provisions of Section 164(2) of the Companies Act, 2013 read with Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014, Declarations in Form DIR-8 from the Directors of the Company confirming (who have provided the disclosure) that they are not disqualified to act as Directors of the Company, will be placed at the Meeting.

The Board of Directors are requested to take note of the same.

c. To take a note on declaration received by Independent Directors of the Company Section 149 (7) of the Companies Act, 2013 and confirmation with the Code for Independent Directors Received from the Independent Director(s) of the Company:

It is informed to the Board that the declaration(s) of meeting independence criteria as prescribed in Section 149(6) of the Companies Act, 2013 pursuant to Section 149 (7) of the Companies Act, 2013 and confirmation with the Code for Independent Director(s), received from Independent Director(s) of the Company, will be placed at the Meeting.

The Board of Directors are requested to take note of the same.

d. Annual Disclosure under SEBI (Prohibition of Insider Trading) Regulation, 2015:

It is informed to the Board that every Director and Key Managerial Person is required to submit their annual disclosure under SEBI (Prohibition of Insider Trading) Regulation, 2015 on or before the date of First Board Meeting of the Financial Year.

The Board of Directors are requested to take note of the Annual Disclosure received from the Directors and Company Secretary of the Company.

e. Continual Disclosure under Regulation 30(1) and 30(2) and 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011:

The Continual Disclosure was submitted with Bombay Stock Exchange Limited (BSE Limited) by Promoters of Company as part of Continual Disclosure under Regulation 30(1) and 30(2) and 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011. The Disclosure along with acknowledgement of the above will be tabled before the Board for their perusal.

The Board of Directors are requested to take note of the same.

f. To take note of the disclosures received from Designated persons under Code of Conduct of the Company:

The Board is requested to note and take on record the disclosure submitted by the Designated Persons of the Company as at March 31, 2022 pursuant to compliance with the provisions of Regulation 9 read with Schedule B of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 in relation to disclosure of names and Permanent Account Number by Designated Persons of the Company.

Item No. 5:

To consider and approve appointment of Link Intime Private Limited for availing services of Video Conferencing and E-voting platform for the Extra-Ordinary General Meeting.

The Board of Directors shall be informed that it is proposed to avail services from Link Intime Private Limited for the Video Conferencing (“VC”) and e-voting platform for the proposed Extra-Ordinary General Meeting. In furtherance to the same, the Board of Directors shall consider and approve the appointment of Link Intime Private Limited by passing following resolution with or without modification(s):

“**RESOLVED THAT** consent of the board is be and hereby accorded for appointment of National Securities Depository Limited for the purpose of using its platform of Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) and E-Voting at the EGM to be held on Tuesday June 07, 2022 at 04.00P.M.

RESOLVED FURTHER THAT any of the director of the Company be and is hereby authorized on behalf of the Company to take such steps as may be necessary in relation to the above and to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

Item No. 6:

To consider and approve appointment of Mrs. Kumudini Bhalerao, partner of Makarand M. Joshi & Co, Practicing Company Secretary, as the Scrutinizer for the Extra-Ordinary General Meeting to scrutinize e-voting process.

In consonance with the provisions of Section 108 of the Companies Act, 2013 and the relevant provisions of the SEBI (LODR) Regulations, 2015, it is mandatory to provide e-voting services to its members for voting on resolutions for upcoming Extra-Ordinary General Meeting to be convened on June 07, 2022.

Thus, in consonance with the aforesaid applicable section, rules and regulation of prescribed under companies Act, 2013 and SEBI (LODR) Regulations, 2015, it is be and hereby proposed to the board of directors to appoint Mrs. Kumudini Bhalerao, Partner of M/s. Makarand J. Joshi & Co. Practicing Company Secretaries, as the scrutinizer for conducting and monitoring the entire e-voting process.

The Board is requested to consider and approve appointment of Mrs. Kumudini Bhalerao, Partner of M/s. Makarand J. Joshi & Co. Practicing Company Secretaries as the scrutinizer, by passing the following resolution with or without modification(s):

“**RESOLVED THAT**, Kumudini Bhalerao, Partner of M/s. Makarand J. Joshi & Co., Practicing Company Secretaries., be and is hereby appointed as the scrutinizer for the Extra-Ordinary General Meeting to be convened on June 07, 2022 for conducting e-voting process in a fair and transparent manner, on such remuneration as may be mutually decided between the said scrutinizer and the Company.”

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. 07:

To fix date, time, venue of the EGM of the Company and to approve the Notice convening the Extra- Ordinary General Meeting of the Company for the Financial Year 2022-23.

The chairman informed the board members that pursuant to provision of section 99 of the Companies Act, 2013, Regulation 17 (1C) of SEBI (LODR) Regulations, 2015 and other applicable law thereunder, and pursuant to general circular dated May 05, 2022 the approval of shareholder is to be taken for the appointment of any Director on the



Board, within three month from the date of such appointment. Further, the board is requested to fix date, time, and venue of the EGM of the Company and to approve the Notice convening the Extra- Ordinary General Meeting of the Company for the Financial Year 2022-23

The Draft Notice for the Extra-Ordinary General Meeting was placed before the Board for their consideration and approval.

The Board is requested to take note of the same and pass the following resolution with or without modification:

“RESOLVED THAT the Extra-Ordinary General Meeting of the Company to be convened and held on, June 07, 2022 at 04.00 P.M. at the registered office of the Company.

RESOLVED FURTHER THAT draft notice convening the Extra-Ordinary General Meeting be approved and any of the director or company secretary of the Company be and is hereby authorized to sign the same on behalf of the Board and to send such approved notice to the persons specified under Section 101 of the Companies Act, 2013 convening the forthcoming Extra-Ordinary General Meeting.”

RESOLVED FURTHER THAT any of the director of the Company be and is hereby authorized on behalf of the Company to take such steps as may be necessary in relation to the above and to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

Item No. 08:

To recommend regularization of Mr. Girish Kasargode Mallaya (DIN: 09533336) as Non- Executive Independent Director of the company.

The board is be and hereby informed that Mr. Girish Kasargode Mallaya (DIN: 09533336) was appointed as Additional Non- Executive Independent Director of the company with effect from March 09, 2022. As per Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the approval of shareholder is to be taken for the appointment of Independent Director within three month of appointment.

The Board is requested to consider and recommend the regularisation of Mr. Girish Kasargode Mallaya (DIN: 09533336) at the ensuing Extra-ordinary General Meeting by passing 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 reenactment(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 the board of the company be and hereby recommends regularization of Mr. Girish Kasargode Mallaya (DIN:09533336) as Non- Executive Independent Director before the members of the Company at the ensuing Extra ordinary General Meeting.



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.”

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Item No. 09:

To recommend regularisation of Mr. Amit Verma (DIN: 07046152) as additional executive director of the company.

The board is be and hereby informed that Mr. Amit Verma (DIN: 07046152) was appointed as Additional Executive Director of the company with effect from March 29, 2022 and pursuant to Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the approval of shareholder is to be taken for the appointment of Executive Director within three month from the date of such appointment.

The Board is requested to consider and recommend the regularisation of Mr. Amit Verma (DIN: 07046152) at the ensuing Extra-ordinary General Meeting by passing the following resolution with or without modification(s):

“**RESOLVED THAT** in accordance with the provisions of Section 160 and 161 of Companies Act, 2013 or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force, the Board of Directors be and hereby recommends regularization of Mr. Amit Ajay Verma (DIN: 07046152), as Executive Director of the Company before the members of the Company at the ensuing Extra ordinary General Meeting.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds or things as may be necessary, proper, and desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies and intimate the said appointment to all concerned regulators/ authorities where necessary.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to issue a certified true copy of the foregoing resolution as may be required from time to time.”

Item No. 10:

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

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.