



To,
The Board Members
GLOBALSPACE TECHNOLOGIES LIMITED
SR. NO.: BM- 08/2022-2023

SHORTER NOTICE IS HEREBY GIVEN THAT THE MEETING OF BOARD OF DIRECTORS OF GLOBALSPACE TECHNOLOGIES LIMITED WILL BE HELD ON TUESDAY, FEBRUARY 14, 2023 AT 3:30 P.M. THROUGH VIDEO CONFERENCE MODE AT 69A, PRAKASH NAGAR, MODEL TOWN, JALANDHAR - 144001 IN TO TRANSACT THE FOLLOWING BUSINESSES:

AGENDA:

1. To grant leave of absence, if any.
2. To take note of Minutes of the previous Board/ Audit Committee and Nomination and Remuneration Committee meeting of the Board of Directors of the Company held on Monday, November 14, 2022
3. To take note of Circular resolution passed by the Board of Directors on Tuesday, 03rd January 2023.
4. To take a 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 Standalone and Consolidated Un-audited Financial Results for the quarter ended December 31, 2022 along with Limited review report thereon pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
7. To take note of CFO Certificate pursuant to Regulation 33 and Regulation 17(8) of SEBI (Listing Obligations and Disclosures Requirements), 2015.
8. To consider and evaluate the performance of Committees, Board and Individual Directors.
9. To take note of related party transactions for the quarter ended December 31, 2022 and sign Register of Contracts and Arrangements under Section 189 of Companies Act, 2013.

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



10. To take note of the status of long-term and recurring Related Party transactions undertaken during the financial year 2022-23.
11. To take note of the Omnibus approval given by the Audit Committee for the prospective related party transactions of the Company for the Financial Year 2023-2024.
12. To consider and approve the appointment of an Additional Independent Director of the Company.
13. To consider and evaluate the performance of Independent Directors, excluding the Directors being evaluated.
14. 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

SD/-

Swati Arora
Company Secretary
Membership No: A44529
Add: 301, Sairaj Sadan, Plot no. 36,
Sector - 01, Sanpada, Navi Mumbai 400705

Date: 07/02/2023

Place: Jalandhar

E-mail Id: cs@globalspace.in

Contact No.: +91-9988721478

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Notes:

1. All the recordings of the proceedings of the Meeting, through Electronic Mode, shall be deemed to be made at Chairman place.
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.

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NOTES TO AGENDA FOR THE MEETING OF BOARD OF DIRECTORS OF GLOBALSPACE TECHNOLOGIES LIMITED WILL BE HELD ON TUESDAY, FEBRUARY 14, 2023 AT 3:30 P.M. THROUGH VIDEO CONFERECING MODE AT 69A, PRAKASH NAGAR, MODEL TOWN, JALANDHAR - 144001

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 the previous Board/Audit Committee and Nomination and Remuneration Committee meeting of the Board of Directors of the Company held on Monday, November 14, 2022

The draft Minutes of the previous Board, Audit Committee and Nomination and Remuneration Committee Meeting held on, Monday, November 14, 2022 were duly circulated to all the Directors of the Company for their perusal and confirmation.

The Board is requested to take note of the same.

Item No. 3:

To take note of Circular resolution passed by the Board of Directors on Tuesday, 03rd January 2023.

The Board is requested to take note of the circular resolution passed by the Board of Directors on Tuesday, 03rd January 2023 pursuant to the provision of Section 175 of the Companies Act, 2013 for Deferment of Right Issue:

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CIRCULAR RESOLUTION 02/2022-23:

“**RESOLVED THAT** the consent of the board of directors be and is hereby accorded for deferment of the raising of funds through issuance and allotment of 1,14,56,601 equity shares having face value of 10.00/- (Rupee Ten Only) or an aggregate amount of up to Rs. 11,45,66,010/- (Rupees Eleven Crores Forty-Five Lakhs Sixty-Six Thousand and Ten Only) which was approved Vide Board Meeting dated 12th October 2022.

RESOLVED FURTHER THAT the Company Secretary and the Directors of the Company be and are hereby authorized severally to do all acts and deeds as may be required for aforesaid decision of the deferment.”

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 chairman is requested to apprise the Board of Directors that SEBI Circular i.e, SEBI/ HO/ MIRSD /DOP1/CIR/P/2018/73 dated April 20, 2018 has 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, 2022 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.

Further, the Board members is be and hereby informed that internal audit report of Link Intime (India) Pvt. Ltd received from Internal Auditor of the RTA shall be placed before them. Accordingly, the Board members 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, 2022 are as follows that was placed before the Board for their perusal:

Sr. No.	Particulars	Due Date	Actual Compliance date
1.	Investor Grievance Report under Regulation 13 for the quarter ended 31st December, 2022 (Listing compliance)	21.01.2023	17.01.2023
2.	Corporate Governance Report under Regulation 27 (2) for the quarter ended 31 st December, 2022 (Listing compliance)	21.01.2023	07.01.2023
3.	Shareholding pattern under Regulation 31 for the quarter ended 31st December, 2022 (Listing compliance)	21.01.2023	20.01.2023
4.	Certificate under Regulation 74 (5) of the SEBI [Depositories and Participants] Regulations, 2018 for the Quarter ended 31st December, 2022 (Listing compliance)	15.01.2023	13.01.2023
5.	Reconciliation of Share Capital Audit Report under Regulation 76 of SEBI (Depository & Participant) Regulations, 2018 for the quarter ended 31st December, 2022 (Listing compliance)	30.01.2023	19.01.2023
6.	Closure of Trading Window as per BSE Circular issued on 02nd April, 2022 for December Quarter	31.12.2022	29.12.2022
7.	SDD certificate as per BSE Circular date 28 th October, 2022.	21.01.2023	20.01.2023

Item No. 6:

To consider and approve the Standalone and Consolidated Un-audited Financial Results for the quarter ended December 31, 2022 along with 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 Standalone and Consolidated Financial Results for the quarter ended on December 31, 2022 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 their consideration, deliberation, approval and noting.

It is further informed that Limited review report on the Standalone and Consolidated Un-Audited Financial Results for the quarter ended December 31, 2022 received from the Statutory Auditor's M/s Shweta & Co. 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, 2022, 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, M/s Shweta & Co., 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 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 Financial Officer (CFO) required to certify that financial results for the quarter ended 31st December, 2022 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 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. 9:

To take note of related party transactions for the quarter ended December 31, 2022 and note Register of Contracts under Section 189 of Companies Act, 2013.

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. 10:

To take note of the status of long-term and recurring Related Party transactions undertaken during the financial year 2022-23.

The Board Members are be and hereby informed that pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated SEBI/HO/CFD/CMD1/CIR/P/2021/662 November 22, 2021 all the long



term or recurring related party transactions shall be reviewed by the Audit Committee on annual basis.

Accordingly, the list of Related Party Transactions undertaken during the F.Y 2022-23 shall be tabled before the Audit Committee for its review and consideration.

The illustrative list of such transactions will be placed before the Board in its meeting.

The members of the Board are requested to take note of the transactions reviewed by the Audit Committee.

Item No. 11:

To take note of the Omnibus approval given by the Audit Committee for the prospective related party transactions of the Company for the Financial Year 2023-2024:

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 illustrative list of such transactions will be placed before the Board in its meeting.

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 :

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:

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To consider and approve the appointment of an Additional Independent Director of the Company.

The Board Members be and are 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 2015 and other applicable provisions of the SEBI(LODR), Regulations, 2015 it is proposed to appoint a suitable candidate for the position of additional Independent Director on the basis of recommendation of the Nomination and Remuneration Committee, who is eligible to be appointed as an Independent Director of the Company, pursuant to the provision of the Companies Act, 2013 read with the rules framed thereunder.

It is further informed that the proposed Director shall be satisfying the criteria of Independent Director as per 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, the Company shall receive the required consent along with disclosure of interest in other entities, and ensure that he/she is not disqualified from being appointed as a Director of the Company in the 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, 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 re-enactment(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 is hereby accorded to appoint Mr. _____(DIN:____) as an Additional Independent Director of the Company with effect from _____ subject to the allotment of Directors Identification Number (DIN) and who shall hold office till the ensuing 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 the application form for allotment of Director Identification Number (DIN) of the proposed Director and further 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. 13:

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. 14:

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.