



CIN : L17120MH1984PLC033553

**Date:** 04<sup>th</sup> December, 2024

To,  
The Manager  
Listing Department  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051.

**Script code: 533204**

**Symbol: GBGLOBAL**

Dear Sir / Ma'am,

**Sub: Disclosure of events in terms of Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

With reference to the captioned subject and pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company wishes to inform that that the Board of Directors at its meeting held on 04<sup>th</sup> December, 2024 have considered and approved the Merger of Dev Land & Housing Private Limited ('**Transferor Company**') & GB Global Limited ('**Transferee Company**') and their respective shareholders by Scheme of Merger under Sections 230 to 233 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder ("**Scheme**").

The Scheme is inter alia subject to the sanction of National Company Law Tribunal (NCLT), Mumbai Bench and receipt of necessary approvals from the Stock Exchanges and Securities and Exchange Board of India, shareholders / creditors, as may be directed by the NCLT and such other regulatory / statutory authorities, as may be required.

In terms of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, we are furnishing herewith the details of the Scheme as **Annexure – I**.

You are requested to take the above information on record and oblige.

**GB GLOBAL LIMITED**

*(formerly known as Mandhana Industries Limited)*

Regd. & Corporate Office : Dev Plaza, 10th Floor, Opp. Andheri Fire Brigade, S.V. Road, Andheri (West), Mumbai -400 058.  
Tel.: 91-22-4038 3838 | E-mail:info@gbglobal.in | Website: www.gbglobal.in



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Thanking you,  
Yours faithfully,

For **GB GLOBAL LIMITED**  
**(Formerly Mandhana Industries Limited)**

VIJAY  
THAKORDAS  
THAKKAR

Digitally signed by VIJAY  
THAKORDAS THAKKAR  
Date: 2024.12.04  
17:03:27 +05'30'

**Vijay Thakkar**  
**Managing Director**  
**DIN: 00189355**

**Date:** 04<sup>th</sup> December, 2024

**Place:** Mumbai



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## Annexure I

Details of information as required under Regulation 30(6) read with Para A (7) of Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023:

### Brief details of the Amalgamation/ Merger:

Sr. No.	Requirement	Disclosure												
1.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p>The details of Dev Land &amp; Housing Private Limited (“DLH” or “Transferor Company”) and GB Global Limited (“Transferee Company” or “GB GLOBAL”) are as under:</p> <p style="text-align: center;"><b>As on 31<sup>st</sup> March, 2024</b></p> <table border="1"><thead><tr><th>Particulars</th><th>DLH</th><th>GB GLOBAL</th></tr></thead><tbody><tr><td>Paid-up Capital</td><td>19,30,88,000</td><td>50,03,31,430</td></tr><tr><td>Net worth* (Standalone)</td><td>3,15,40,20,649</td><td>2,79,40,60,000</td></tr><tr><td>Turnover** (Standalone)</td><td>83,37,50,851</td><td>2,19,29,93,000</td></tr></tbody></table> <p>* Net worth as per Companies Act 2013 ** Revenue from Operations</p>	Particulars	DLH	GB GLOBAL	Paid-up Capital	19,30,88,000	50,03,31,430	Net worth* (Standalone)	3,15,40,20,649	2,79,40,60,000	Turnover** (Standalone)	83,37,50,851	2,19,29,93,000
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Paid-up Capital	19,30,88,000	50,03,31,430												
Net worth* (Standalone)	3,15,40,20,649	2,79,40,60,000												
Turnover** (Standalone)	83,37,50,851	2,19,29,93,000												
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	<p>Yes, the said transaction is a related party transaction, since the Transferor Company is the holding company of the Transferee Company and the said transaction falls within the arm's length basis.</p>												

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3.	Area of business of the entity(ies);	<p>DLH: DLH is currently engaged in Infrastructure, Construction, redevelopment of properties and other Real estate business.</p> <p>GB GLOBAL: The Company is inter alia, engaged in the business of manufacture of textile and sale of garments and Infrastructure business on consolidation basis.</p>
4.	Rationale for amalgamation/merger;	<p>Managements of both the companies believe that it is in the best interest of the stakeholders to consolidate the group companies.</p> <p>The following benefits will accrue pursuant to the Scheme:</p> <ul style="list-style-type: none"> <li>- Consolidation of businesses of the Transferor Companies and Transferee Company;</li> <li>- Reduction in number of companies and regulatory compliances thereof;</li> <li>- Streamlining the business structure;</li> <li>- Ease of management;</li> <li>- Reduction of operating and administrative costs; and</li> <li>- Leveraging on synergies on consolidation.</li> </ul>
5.	In case of cash consideration - amount or otherwise share exchange ratio;	Due to confidentiality reasons, the same shall be disclosed in the Ensuing Extra-Ordinary General Meeting of the Members of the Company.
6.	Brief details of change in shareholding pattern (if any) of listed entity.	Due to confidentiality reasons, the same shall be disclosed in the Ensuing Extra-Ordinary General Meeting of the Members of the Company.

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