

Date: 04th December, 2024

Τo,

The Manager

To, The Manager

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

Script code: 533204

Dear Sir / Ma'am,

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

Symbol: GBGLOBAL

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 the Board of Directors at its meeting held on 04th 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 withs 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)



Thanking you, Yours faithfully,

For GB GLOBAL LIMITED

(Formerly Mandhana Industries Limited)

VIJAY Digitally signed by VIJAY THAKORDAS THAKKAR THAKORDAS Date: 2024.12.04 THAKKAR 17:03:27 +05'30' Vijay Thakkar **Managing Director** DIN: 00189355

Date: 04th December, 2024 Place: Mumbai



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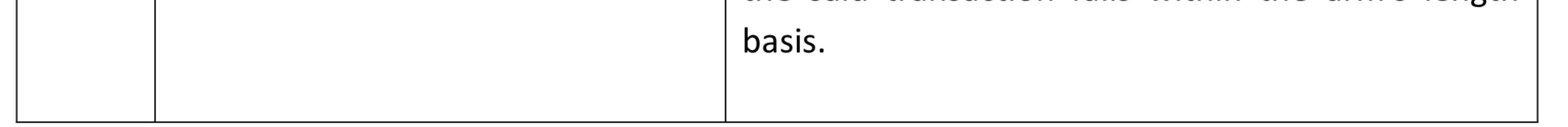
Annexure I

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 13th July, 2023:

Brief details of the Amalgamation/ Merger:

Sr. No.	Requirement		Disclosure	
par det	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	The details of Dev Land & Housing Private Limited ("DLH" or "Transferor Company") and GB Globa Limited ("Transferee Company" or "GB GLOBAL" are as under:		
		As on 31 st March, 2024		
		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
		* Net worth as per Companies Act 2013 ** Revenue from Operations		
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	transaction, since the Transferor Company is the		



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3.	Area of business of the entity(ies);	 DLH: DLH is currently engaged in Infrastructure, Construction, redevelopment of properties and other Real estate business. 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. 	
4.	Rationale for amalgamation/ merger;	 Managements of both the companies believe that it is in the best interest of the stakeholders to consolidate the group companies. The following benefits will accrue pursuant to the Scheme: Consolidation of businesses of the Transferor Companies and Transferee Company; Reduction in number of companies and regulatory compliances thereof; Streamlining the business structure; Ease of management; Reduction of operating and administrative costs; and Leveraging on synergies on consolidation. 	
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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