



Date: 14.12.2022

To  
The Manager  
Listing Department  
BSE Ltd  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

Metropolitan Stock Exchange of India Ltd  
(Formerly known as “MCX Stock Exchange Ltd)  
Vibhyor Towers, 4th floor,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 098

Dear Sir,

Sub: Addendum to the Notice of 37<sup>th</sup> Annual General Meeting.  
Ref: Globe Multi Ventures Ltd (Formerly known as Globe Commercials Ltd.)  
Scrip Code: 540266

As approved by the Board of Directors at their meeting held on 14<sup>th</sup> December, 2022, please find herewith Addendum to the Notice of the 37<sup>th</sup> Annual General Meeting to be held on 30<sup>th</sup> December, 2022 incorporating the in the Addendum business of Issue of Bonus shares and consequent increase of Authorised Share capital to be transacted at the meeting. The Addendum being sent to the shareholders.

This is for your records and information.

Thanking you.

Yours faithfully,

**For Globe Multi Ventures Ltd  
(Formerly known as Globe Commercials Ltd)**

**Sivalenka Kameswari  
Director  
DIN: 00412669**

## **GLOBE MULTI VENTURES LIMITED**

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**Regd. off:** Office No. 51, V Mall, Ground Floor, Asha Nagar, Thakur Complex, Kandivili (East), Mumbai - 400101, M.H

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## ADDENDUM TO THE NOTICE OF 37<sup>TH</sup> ANNUAL GENERAL MEETING

Globe Multi Ventures Limited (CIN: L52110MH1985PLC293393) (Formerly known as Globe Commercials Limited) (“The Company”) had issued a Notice (Original Notice), dated November, 30<sup>th</sup>, 2022 of the 37<sup>th</sup> Annual General Meeting (AGM) to be held on Friday, 30<sup>th</sup> December, 2022 at 3:00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact three business items (2 Ordinary Business) and (1 Special Business) as specified in the said notice.

Further to the business specified in the Notice of 37<sup>th</sup> Annual General Meeting, this Addendum to the said Notice is hereby given that at the said meeting following special business will also be transacted as Item No.4,5,6 and 7

### SPECIAL BUSINESS:

#### ITEM NO. 4

Increase of Authorized Share Capital and consequent alteration of the Memorandum of Association of the Company

To consider and, if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the provisions of Article 49 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs.5,95,00,000 (Rupees Five Crores Ninty Five Lakhs) divided into 59,50,000 (Fifty Nine Lakhs Fifty Thousand only) Equity Shares of Rs. 10/- each to Rs. 10,00,00,000 (Ten Crores) divided into 1,00,00,000 (One crore) Equity Shares of Rs. 10/- each by creation of additional 40,50,000 (Fourty Lakhs Fifty thousand only) Equity Shares of Rs. 10/- each ranking pari passu in all respects with the existing equity shares of the Company.

“RESOLVED FURTHER THAT the directors of the Company be and are hereby severally authorised to do all such act(s), deed(s) and things including all forms, documents filing with Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution.”

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ITEM NO: 5

Amendment to the Memorandum of Association consequent to the proposed increase in the Authorised Share Capital.

To consider and if thought fit, to pass, with or without modification, the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable Rules made there under, including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force and pursuant to the applicable provisions of the Articles of Association of the company, the existing Clause V of the Memorandum of Association of the Company be and is hereby deleted, and in its place, the following Clause V be substituted:

- V. The Authorised Share Capital of the Company is Rs.10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only) each, with the right to increase or reduce the share capital in accordance with the provisions of the Companies Act 2013. The company shall have powers, at any time and from time to time to increase or reduce capital. Any of the said shares and new shares may at any time and from time to time be divided in to shares of several classes in such manner as the articles of the company may prescribe and the shares of each class may confer such preferred or other special rights and privileges and impose such restrictions and conditions whether in regard to dividend, voting, return of capital or otherwise as may be prescribed in or under the articles of association.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company (“the Board”, which expression shall also include a Committee thereof), and/or Company Secretary of the company, be and are hereby authorized severally to sign and submit the necessary e-forms with the Registrar of Companies, Hyderabad and to do all such acts, deeds, matters and things, including delegation of all or any of its powers herein conferred, to its Directors, Company Secretary or any other Executive(s) of the Company.

ITEM NO:6

Amendment to the Articles of Association consequent to the proposed increase in the Authorised Share Capital.

To consider and if thought fit, to pass with or without modification, the following Resolution as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 14 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable Rules made there under, including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for

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the time being in force and pursuant to the applicable provisions of the Articles of Association of the company, the existing Article 3 of the Articles of Association of the Company be and is hereby deleted, and in its place, the following Article 3 be substituted:

3. The Authorised Share Capital of the Company is Rs.10,00,00,000 (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only) each to be increased, reduced or otherwise dealt with in accordance with the provisions of the Companies Act, 2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company (“the Board”, which expression shall also include a Committee thereof), and/or Company Secretary of the company, be and are hereby authorized severally to sign and submit the necessary e-forms with the Registrar of Companies, Hyderabad and to do all such acts, deeds, matters and things, including delegation of all or any of its powers herein conferred, to its Directors, Company Secretary or any other Executive(s) of the Company.

ITEM NO. 7

#### **ISSUE OF BONUS SHARES:**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT Pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and Articles of Association of the company, read with the Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable Regulations and Guidelines issued by the Securities and Exchange Board of India (the “SEBI”) and Reserve Bank of India (the “RBI”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, permissions, conditions and sanctions as may be considered necessary from appropriate authorities and the terms and conditions, if any, as may be specified while according such approvals and subject to acceptance of such terms and conditions by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee constituted by the Board or any person(s) authorized by the Board in this regard) and pursuant to the recommendation of the Board, the consent of the members of the Company be and is hereby accorded for capitalisation of Rs.3,00,10,000 (Rupees Three Crores Ten thousand only) by utilising free reserves and surplus of the company as on 31<sup>st</sup> March, 2022 (as per the Audited Balance Sheet for the year 2021-22) and transfer to the Share Capital Account, for the purpose of allotment of new equity shares of the Company of Rs.10 (Rupee Ten only)

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each as fully paid-up Bonus Shares, to be allotted as fully paid-up equity shares to the existing equity shareholders of the Company, in the ratio of **1:1** i.e. one Bonus equity share of Rs.10/- for every one existing equity share of Rs.10/-, held by the Members of the Company, whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the Depositories, as on the record date fixed by the Board in this regard.”

“RESOLVED FURTHER THAT the new equity shares of Rs.10 (Rupee Ten only) each to be allotted as Bonus Shares shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank pari passu with the existing fully paid-up equity shares of the Company in all respects and shall be entitled to participate in full in any dividends and any other corporate action declared after the new equity shares are allotted and no allotment letters shall be issued to the allottees of the bonus shares.”

“RESOLVED FURTHER THAT the bonus shares shall be issued to the allottees in the same mode as existing shares are held by them on the record date and the bonus equity shares in physical form shall thereafter be dispatched to the allottees, except in respect of those allottees who hold existing equity shares in dematerialized form, will be credited to their respective demat accounts, within the period prescribed or that may be prescribed in this behalf, from time to time.

“RESOLVED FURTHER THAT the issue and allotment of the said bonus shares to the extent they relate to Non-Resident Indians, Foreign Portfolio Investors, Foreign Nationals, Foreign Corporate Bodies (including Overseas Corporate Bodies), Persons of Indian Origin and other Foreign Investors of the Company, shall be subject to the applicable regulations under the Foreign Exchange Management Act, 1999.”

“RESOLVED FURTHER THAT the Board or such other Authority or any Director/ Company Secretary or all the Directors severally be and are hereby authorised to take necessary steps for listing of such of Bonus shares on the Stock Exchanges where the equity shares of the company are listed in terms of SEBI (Listing Obligations and disclosure requirements) Regulation 2015 and other applicable guidelines, Rules and Regulations and amendments thereto.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board be and is hereby authorized to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary, expedient or incidental in this regard including but without limitation to file any documents with the Securities and Exchange Board of India, Stock Exchange(s) where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or Concerned Authorities, applying and seeking necessary listing approvals from the Stock Exchange(s), and to settle any question, difficulty or doubt that may arise in regard thereto.

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## **Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 and under Secretarial Standards on General Meetings:**

### **ITEM NO: 4,5,6, Increase of Authorised Capital**

Your Company is engaged in the business of commercial trading in all sorts of merchandise and agro commodities. Your company also proposes to foray into warehousing, e-commerce solutions and as such it is proposed to enlarge the activities of the company. As reciprocation for the confidence reposed by the shareholders in the company and standing as good support for the past several years, your company proposes to reward the shareholders with issue of bonus shares in the ratio of 1:1. This may necessitate issue of further equity shares which in turn necessitate the increase of authorised share capital of the company from the present level of Rs.5.95 crores to Rs.10.00 crores in the manner stated in Resolution 4.

This would also attract the alteration in the appropriate Clause/Article in the Memorandum and Articles of Association of the company, which would require the approval of the shareholders through ordinary / special resolution under the relevant provisions of the Companies Act, 2013. Proposals for increasing in the authorised capital and making consequent amendment to the Memorandum of Association and Articles of Association are presented in Item 5 and 6 of the this addendum Notice of the Annual General Meeting.

None of the directors or Key Managerial Personnel (KMP) or their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolutions.

Your directors recommend the resolutions for approval of the members.

### **ITEM NO. 7**

The Board of Directors in its meeting held on December, 14, 2022 considered, approved and recommended an issue of bonus shares in the proportion of 1:1 one new equity share of the Company of Rs.10/- each for every one existing equity share of the Company of Rs.10/- each held by the Members on the "Record Date" to be determined by the Board by capitalizing a part of the Reserves and Surplus to the tune of Rs.3,00,10,000 as at March 31, 2022. The bonus shares upon their issue, and allotment will rank pari passu in all respects with the existing shares including dividend, if any declared. The issue of Bonus shares as recommended by the Board of Directors should be approved by the members of the company at the Annual General Meeting. Your Board of Directors takes pleasure to recommend the relevant Resolution at Item No:7 of the accompanying Addendum Notice for approval of the Members of the Company.

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None of the Directors, Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of this Addendum Notice except to the extent of their shareholding held by them in the Company

**For Globe Multi Ventures Ltd**

**SD/-  
Sivalenka Kameswari  
Director  
DIN: 00412669**

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