

## GLOBUS SPIRITS LIMITED

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of Voting Results of NCLT convened meeting of shareholders of the Company held on February 20, 2021 are furnished below:

Date of NCLT convened shareholders' meeting	20 <sup>th</sup> February, 2021
Total number of shareholders on record date (i.e. 13 <sup>th</sup> February, 2021)	21913 <sup>#</sup>
No. of shareholders present in the meeting either in person or through proxy : N.A.	
Promoters and Promoter Group	N.A.
Public	N.A.
No. of Shareholders attended the meeting through Video Conferencing : 88 <sup>**</sup>	
Promoters and Promoter Group	7
Public	81 <sup>*</sup>

\*Includes multiple folios. \*\* As the meeting was held through VC, all the shareholders attended the meeting accordingly.

GLOBUS SPIRITS LIMITED

*Rajeshwar*  
Company Secretary

## Globus Spirits Limited

1 - Approval of Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited and their respective shareholders and creditors under section 230 to 232 and other applicable provisions of the Companies Act, 2013.										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Resolution Required : (Special)	NO									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes In favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100		
Promoter and Promoter Group	E-Voting		16093003	99.9978	16093003	0	100.0000	0.0000		
	Poll (e-voting during the meeting)	16093363	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>16093003</b>	<b>99.9978</b>	<b>16093003</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting		233926	63.4226	233926	0	100.0000	0.0000		
	Poll (e-voting during the meeting)	368837	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>233926</b>	<b>63.4226</b>	<b>233926</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		5038688	40.8419	5038680	8	99.9998	0.0002		
	Poll (e-voting during the meeting)	12337068	36	0.0003	36	0	100.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>5038724</b>	<b>40.8422</b>	<b>5038716</b>	<b>8</b>	<b>99.9998</b>	<b>0.0002</b>	<b>0.0000</b>	
<b>Total</b>		<b>28799268</b>	<b>21365653</b>	<b>74.1882</b>	<b>21365645</b>	<b>8</b>	<b>100.0000</b>	<b>0.0000</b>		

Globus Spirits Limited

*Rafael W. W. W.*  
Company Secretary

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

SECTIONS 230 & 232

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AND

IN THE MATTER OF

UNIBEV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED


TRANSFeree/APPLICANT COMPANY 2

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**Rajeev K Goel, Advocate**

Chairperson of the meeting of Equity Shareholders of Globus Spirits Limited  
785, Pocket-E, Mayur Vihar Phase-II,  
Delhi-110 091

Mobile: 93124 09354

Email: [rajeev391@gmail.com](mailto:rajeev391@gmail.com)

Date: 24<sup>th</sup> February, 2021

Place: New Delhi

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

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**Report of the Chairperson on the Meeting of Equity Shareholders of Globus Spirits Limited (the Transferee Company) held through Video Conferencing.**

I, **Rajeev K Goel, Advocate**, the person appointed by the Hon'ble National Company Law Tribunal Principal Bench, New Delhi vide its Order dated 17<sup>th</sup> December, 2020 (date of pronouncement), to act as the Chairperson of the meeting of Equity Shareholders of Globus Spirits Limited (hereinafter referred to as "the Transferee Company/the Company"), summoned by notice served to the Equity Shareholders of the Transferee Company, through E-mail and/or courier, on 18<sup>th</sup> January, 2021 (date of completion); and by advertisement published in 'Business Standard' newspaper in the English language (All India edition) dated 19<sup>th</sup> January, 2021; and (ii) 'Business Standard' newspaper in Hindi language (All India edition) dated 19<sup>th</sup> January, 2021; and held on Saturday, 20<sup>th</sup> February, 2021, at 3:00 P.M. through video conferencing, do hereby report to this Hon'ble Tribunal as follows:

1. That as mentioned above, Notice of the meeting was sent to the Equity Shareholders of Globus Spirits Limited accompanied by the Explanatory Statement [under Sections 230 & 232 of the Companies Act, 2013 and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other applicable provisions, if any], the proposed Scheme of Amalgamation along with other documents, through E-mail and/or courier on 18<sup>th</sup> January, 2021 (date of completion); and by advertisement published in 'Business Standard' newspaper in the English Language (All India edition) dated 19th January, 2021; and (ii) 'Business Standard' newspaper in Hindi language (All India edition) dated 19th January, 2021.

The Transferee Company has already filed requisite Compliance Affidavit of Service with this Hon'ble Tribunal on 11<sup>th</sup> February, 2021 vide diary no. 0710102105302020.

2. That in terms of the provisions of section 108 of the Companies Act, 2013, read with Rule 20(2) of the Companies (Management and Administration) Rules, 2014, as amended, the Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting thereat through e-voting system. In compliance with the provisions of the Companies Act, 2013, and the aforesaid Rules, requisite information/instructions for remote e-voting facility were duly incorporated in the Notice of the Meeting as well as in the publication made in the newspapers.
3. That Link Intime (India) Private Limited (LIPL) was appointed to conduct remote e-voting before the meeting as well as during the



meeting, in a secured manner; and to provide the necessary platform for holding the meeting through video conferencing, to handle and supervise the entire process of holding the meeting through video conferencing and processing of data relating to the meeting and voting, etc.

4. That as directed by this Hon'ble Tribunal, the meeting of the Equity Shareholders of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 3:00 P.M. through video conferencing. Mr. Abhishek Seth, Advocate and Mr. Vikas Garg, Company Secretary in practice, who were appointed by the Hon'ble Tribunal as the Alternate Chairperson and the Scrutinizer of the meeting, respectively, were present in the meeting through video conferencing and participated in the proceedings of the meeting. Legal Counsel of the Transferee Company Mr Rajeev Kumar, Advocate and the senior management of the Transferee Company were also present in the meeting.

Executives of LIIPs provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. LIIPs also handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.

5. That as on 13<sup>th</sup> February, 2021, the Transferee Company had 21,913 (twenty one thousand nine hundred thirteen) Equity Shareholders holding 2,87,99,268 (Two crore eighty seven lakh ninety nine thousand two hundred sixty eight) Equity Shares of ₹10 each, fully paid up and constituting 2,87,99,268 (Two crore eighty seven lakh ninety nine thousand two hundred sixty eight) votes.



6. That the meeting was attended through video conferencing by 88 (eighty eight) Equity Shareholders holding 1,48,33,079 (One crore forty eight lakh thirty three thousand seventy nine) Equity Shares of ₹10 each, fully paid up and constituting 1,48,33,079 (One crore forty eight lakh thirty three thousand seventy nine) votes, representing 51.50% of the total value of the Equity Shareholders of the Transferee Company.
7. That the Hon'ble Tribunal fixed the quorum for the meeting of Equity Shareholders as minimum 30 persons in number. The Equity Shareholders present in the meeting through video conferencing, duly satisfied the requirement of quorum fixed by this Hon'ble Tribunal.
8. That the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited, was read out and explained in the meeting by me and the question submitted to the said meeting was whether the Equity Shareholders of the Transferee Company approve, with or without modification(s), the said Scheme of Amalgamation submitted to the meeting and agree thereto.
9. That voting upon the aforesaid question of considering and approving, with or without modification(s), the Scheme of Amalgamation was then conducted through e-voting system.
10. That after voting made through e-voting system in the meeting of the Equity Shareholders of the Transferee Company was concluded and closed, Mr Vikas Gera, Company Secretary, the Scrutinizer of the meeting, shared with me the detail of voting made by the Equity Shareholders through remote e-voting process during the prescribed





time period before the meeting (without attending the meeting), as provided by LIIPL.

11. That the Scrutinizer scrutinized the voting made through e-voting system in the meeting. He prepared a consolidated summary of the voting made through e-voting system in the meeting as well as voting made through remote e-voting process during the prescribed time period before the meeting. Mr Abhishek Seth, Advocate, the Alternate Chairperson of the meeting also participated in the process.

A copy of the Scrutinizer's Report, duly signed by the Scrutinizer, is enclosed herewith and marked as **Annexure: 1**.

12. That in terms of the provisions of the Companies Act, 2013, and the Rules made thereunder, the votes cast by the Equity Shareholders of the Transferee Company through e-voting system in the meeting and through remote e-voting process during the prescribed time period before the meeting were clubbed together for the purpose of the final outcome of the voting. Accordingly, the aggregate voting made by the Equity Shareholders (voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) was considered for the purpose of this Report.

13. That the Equity Shareholders were of the opinion that the Scheme of Amalgamation be approved, adopted and agreed to without any modification. A resolution to this effect was passed by the meeting with overwhelming majority (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting). A copy of the said resolution is enclosed herewith and marked as **Annexure: 2**.




14. That the result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) was as follows:

Sl. No.	Particulars	No. of Voters	Value of Votes
1.1	Equity Shareholders present in the meeting through video conferencing	88	1,48,33,079
1.2	Equity Shareholders present in the meeting and voted through e-voting system in the meeting	14	36
1.3	Equity Shareholders present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	49	1,48,32,478
1.4	Equity Shareholders present in the meeting who have abstained from voting	25	565
2.1	Equity Shareholders who did not attend the meeting but cast their votes through remote e-voting process during the prescribed time period before the meeting	19	65,33,139
3.1	<b>Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report</b> [1.2+1.3+2.1]	<b>82</b>	<b>2,13,65,653</b>
4.1	<b>Invalid Votes</b>	<b>NIL</b>	<b>NIL</b>
5.1	<b>Total Valid Votes</b>	<b>82</b>	<b>2,13,65,653</b>
6.1	<b>Votes Against</b>	<b>6</b>	<b>8</b>
7.1	Votes Against as % of total valid votes cast	7.32%	0.0002%
8.1	<b>Votes in Favour</b>	<b>76</b>	<b>2,13,65,645</b>
9.1	Votes in Favour as % of total valid votes cast	92.68%	99.9998%
<b>Result of Voting</b>	<b>The Scheme of Amalgamation was approved with overwhelming majority by the Equity Shareholders of the Transferee Company</b>		

15. That the consolidated list of **Equity Shareholders** of the Company who **voted in favour** of the said Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) being adopted and carried into effect is enclosed herewith and marked as **Annexure: 3**.



16. That the consolidated list of **Equity Shareholders** of the Company who **voted against** the said Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) being adopted and carried into effect is enclosed herewith and marked as **Annexure: 4**.
17. That no votes were declared as invalid.
18. That I wish to place on record my deep appreciation for the valuable assistance and support provided by the learned Legal Counsel-Mr Rajeov Kumar, Advocate and other officers of the Transferee Company in smooth conduct of the meeting and preparation of necessary paperwork for the same.
19. That the records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting), duly initialled by the Scrutinizer of the meeting, and other papers were handed over to the Transferee Company for safe custody and record.

  
**Rajeov K Goel, Advocate**  
Chairperson of the meeting of Equity  
Shareholders of Globus Spirits Limited  
785, Pocket-E, Mayur Vihar Phase-II,  
Delhi-110 091  
Mobile: 93124 09354  
Email: [rajeov391@gmail.com](mailto:rajeov391@gmail.com)

**Date:** 24<sup>th</sup> February, 2021  
**Place:** New Delhi

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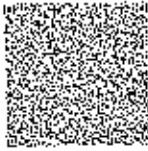


INDIA NON JUDICIAL

Government of National Capital Territory of Delhi

e-Stamp

Certificate No.	: IN-DL51506300213569T
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Account Reference	: SELFPRINT (PU) of self/NEHRU/ DL-DLH
Unique Doc. Reference	: SUBIN D/DL-SELF/953201281600T
Purchased by	: KARTIKEYA GOEL
Description of Document	: Article 4 Affidavit
Property Description	: AFFIDAVIT IN SUPPORT OF CHAIRMAN REPORT
Consideration Price (Rs.)	: 0 (Zero)
First Party	: RAJEEV KUMAR GOEL
Second Party	: NIL
Stamp Duty Paid By	: RAJEEV KUMAR GOEL
Stamp Duty Amount (Rs.)	: 10 (Ten only)



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This stamp paper is an integral part  
of the accompanying Affidavit



BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020  
IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

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UNIBEV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED

TRANSFeree/APPLICANT COMPANY 2

**Affidavit in support of the Chairperson's Report on the Meeting of Equity Shareholders of Globus Spirits Limited (the Transferee Company) held through Video Conferencing**

I, **Rajeev Kumar Goel**, son of Late Shri Ras Avtar Goel, aged about 55 years, office at 785, Pocket-E, Mayur Vihar Phase-II, New Delhi-110091, Advocate by occupation, the person appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, to act as the Chairperson of the meeting of Equity Shareholders of Globus Spirits Limited, do hereby solemnly affirm and say on oath as follows:

1. That I have been appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, as the Chairperson of the meeting of Equity Shareholders of Globus Spirits Limited for the purpose of considering and, if thought fit, approving, the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited.



2. That the meeting of Equity Shareholders of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 3:00 P.M. through video conferencing. Mr Abhishek Seth, Advocate and Mr Vikas Gera, Company Secretary In practice, who were appointed by the Hon'ble Tribunal as the Alternate Chairperson and the Scrutinizer of the meeting, respectively, were also present in the meeting and assisted me in conducting the meeting.
  
3. That the result of the above-mentioned meeting is reported in the accompanied Report, which was drafted on my instructions.
  
4. That I say that the contents of the accompanied Report of the Chairperson are true and correct to my knowledge and the same are not being repeated here for the sake of brevity and I say that no part of it is false and nothing material has been concealed there from.

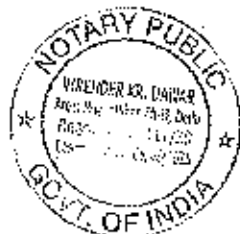
*[Signature]*  
**DEPONENT**

**Verification**

24 FEB 2021

Verified at New Delhi on this day of February, 2021 that the contents of Para 1 to 4 of the above Affidavit are based on perusal of records; which all I believe to be true and that no part of it is false and nothing material has been concealed in this affidavit.

*[Signature]*  
**DEPONENT**



ATTESTED  
*[Signature]*  
 NOTARY PUBLIC  
 24 FEB 2021



### Report of Scrutinizer

To,  
 Mr. Rajeev K Goel, Advocate  
 Chairperson of the meeting of Equity Shareholders of  
 Globus Spirits Limited (the Transferee Company)

Sub: Consolidated Scrutinizer's Report on the voting made through e-voting system in the meeting of Equity Shareholders of Globus Spirits Limited as well as through remote e-voting process before the meeting.

Respected Sir,

1. Vikas Gera, Company Secretary, appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide its Order dated 17<sup>th</sup> December, 2020 (date of pronounced) to act as the Scrutinizer for the meeting of Equity Shareholders of Globus Spirits Limited (hereinafter referred to as "the Transferee Company/Applicant Company 2") held on Saturday, 20<sup>th</sup> February, 2021, at 3:00 P.M. through video conferencing, to consider and, if thought fit, approve, the Scheme of Amalgamation between Unbev Limited and Globus Spirits Limited (the Scheme of Amalgamation/the Scheme) and other connected matter, if any, submit my report as under:

2. That as directed by this Hon'ble Tribunal, the meeting of the Equity Shareholders of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 3:00 P.M. through video conferencing. Mr. Rajeev K Goel, Advocate, chaired the meeting. Mr. Abhishek Seth, Advocate, the Alternate Chairperson; and the undersigned being the Scrutinizer of the meeting, attended the meeting through video conferencing. Mr. Rajeev Kumar, Advocate the legal counsel of the applicant company and the senior management personnel of the Applicant Company were also present in the meeting.

2. That Link Intime India Private Limited, a SEBI registered Registrar and Transfer Agent (Link Intime) was appointed to conduct remote e-voting before the meeting as well as during the meeting, in a secured manner; and to provide the necessary platform for holding the meeting through video conferencing, to handle and supervise the entire process of holding the meeting through video conferencing and processing of data relating to the meeting and voting, etc.

Executives of Link Intime provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. Link Intime handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.

- 3. Voting upon the Scheme of Amalgamation was conducted through e-voting system in the meeting of Equity Shareholders of Glebus Spirits Limited (the Transferee Company) held through video conferencing.
- 4. On conclusion of the voting, complete detail of the e-voting made by the Equity Shareholders of the Company in the meeting was provided to me by Link Intime.
- 5. The Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting there at through e-voting system. Remote e-voting period commenced on 17<sup>th</sup> February, 2021 (9:00 A.M.) and ended on 19<sup>th</sup> February, 2021 (5:00 P.M.). Complete details of the remote e-voting made by the Equity Shareholders of the Company was provided to me by the Link Intime.
- 6. No vote was found to be invalid.





7. The result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) is given as under:

Sl. No.	Particulars	No. of Voters	No of Shares
1.1	Equity Shareholders present in the meeting through video conferencing	88	1,48,33,079
1.2	Equity Shareholders present in the meeting and voted through e-voting system in the meeting	14	36
1.3	Equity Shareholders present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	49	1,48,32,478
1.4	Equity Shareholders present in the meeting who have abstained from voting	25	565
2.1	Equity Shareholders who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	19	65,33,139
3.d	Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report (1.2+1.3+2.1)	82	2,13,65,653
4.1	Invalid Votes	NIL	NIL
5.1	Total Valid Votes	82	2,13,65,653
6.1	Votes Against	6	8
7.1	Votes Against as % of total valid votes cast	7.32%	0.0002%
8.1	Votes in Favour	76	2,13,65,645
9.1	Votes in Favour as % of total valid votes cast	92.68%	99.9998%


8. List of Equity Shareholders of the Company who voted "FOR" is enclosed herewith.

*W. S. Nayyar*  


9. List of Equity Shareholders of the Company who voted "AGAINST" is enclosed herewith.
10. The records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) and all other relevant records are enclosed herewith for doing needful in the matter.

Thanking you

Yours Sincerely

  
Vikas Gara  
Company Secretary  
FCS: 5248  
COP: 4500  
Scrutinizer for the meeting of Equity Shareholders  
of Globus Spirits Limited

Dated: 23.02.2021

Place: New Delhi

UDIN: F0052482000337632

Consolidated List of Equity Shareholders of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Equity Shareholders	No. of Shares held	No. of Votes
1	NARENDER SINGH CHAUHAN	1	1
2	MAANSI SAHNI	10	10
3	SUMPREET S SAHNI	15	15
4	RAJU	1	1
5	ANOOP BISHNOI	192960	192960
6	BIMAL KUMAR AGARWAL	190	190
7	INDER KUMAR JAIN	19	19
8	ANIL KUMAR JAIN	4	4
9	LOKESH GUPTA	1	1
10	HARMOMAN SINGH SAWHNEY	5	5
11	BAYANT KAUR SAHNI	5	5
12	JAIPRAKASH NARAIN	1	1
13	SURENDRA KUMAR JAIN	1	1
14	SHASHI JAIN	1	1
15	ASHOK KUMAR JAIN	1	1
16	RAM CHANDRA SINGH	10	10
17	URMILA JAIN	1	1
18	ASHOK KUMAR GUPTA	1	1
19	PRAVEEN KUMAR	1	1
20	PRABHAWATI SINGH	8	8
21	VISHNU DUTT SHARMA	1	1
22	PUNAM SHARMA	1	1
23	MASSACHUSETTS INSTITUTE OF TECHNOLOGY	223000	223000
24	258 PLAN ASSOCIATES LLC	10000	10000
25	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	926	926
26	AJAY KUMAR SWARUP	1687513	1687513
27	SHEKHAR SWARUP	721935	721935
28	GLOBUS INFOSYS PRIVATE LIMITED	450000	450000
29	CHANDRAGH INVESTMENTS LTD	11209140	11209140
30	SURABHI BISHNOI	1426860	1426860
31	SHRIPAL SINGH MOHNOT	2	2
32	SNEH MOHNOT	2	2
33	RAMESH CHANDER KHURANA	1	1
34	AJAY KHURANA	1	1
35	NARESH GUPTA	2	2
36	RAJNI GUPTA	1	1



37	SHEETAL KHURANA	1	1
38	YASH PAL CHOPRA	146	146
39	OM PARKASH	1	1
40	MADHU SINGHAL	1	1
41	DEV KUMAR AGGARWAL	1	1
42	ANJANA	1	1
43	MANJU GUPTA	1	1
44	NARESH GUPTA	1	1
45	RAJU	1	1
46	SHEKHAR SWARUP	27000	27000
47	GLOBUS INFOSYS PVT. LTD.	88954	88954
48	AJAY KUMAR SWARUP	236741	236741
49	RAM BAGH FACILITY SERVICES LLP	52000	52000
50	RAM CHANDRA SINGH	2	2
51	SUBRAMANYA RAVINDRA	5	5
52	MADAN LAL WADHWA	1	1
53	VISHNU DUTT SHARMA	1	1
54	MONIKA JAIN	1	1
55	AJAY JAIN	1	1
56	RAJESH JAIN	1	1
57	NEETI JAIN	1	1
58	RAJU	6	6
59	PARMOD KUMAR JAIN	1	1
60	TEMPLETON STRATEGIC EMERGING MARKETS FUND IV LDC	5038168	5038168
61	PUNAM SHARMA	1	1
62	SUNIL KAUSHIK	50	50
63	JASMEET SINGH	2	2
64	JASMEET SINGH	2	2
65	ANKUR CHANDA	1	1
66	PRITAM KUMAR DANG	2	2
67	CHARANJIT KAUR DANG	1	1
68	SANTOSH BHUTANI	2	2
69	MANMOHAN SINGH DANG	2	2
70	MAHENDER PAL BHUTANI	1	1
71	CHANDER SHEKHAR	5	5
72	SUSHIL ARORA	9	9
73	SUBHIR BHUTANI	1	1
74	SURESH BHUTANI	1	1
75	CHARANJIT KAUR DANG	2	2
76	SUDHIR ARORA	5	5
Total		21365643	21365643



Consolidated List of Equity Shareholders of Globus Spirits Limited who voted against the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Equity Shareholders	No. of Shares held	No. of Votes
1.	KRISHAN LAL CHADHA	1	1
2.	CHETAN CHADHA	1	1
3.	SUNITA CHADHA	1	1
4.	HIMANSHU CHADHA	2	2
5.	JYOTI CHADHA	2	2
6.	KAVITA KOHLI	1	1
	Total	8	8

A handwritten signature in black ink is written over a circular official stamp. The stamp contains the text "Registrar of Companies, New Delhi" around its perimeter.

**Annexure: 2**

**Extracts of the minutes of Equity Shareholders' meeting of Globus Spirits Limited held on Saturday, 20<sup>th</sup> February, 2021, at 3:00 P.M. through video conferencing under the supervision of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi**

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**Approval of the Scheme of Amalgamation and other connected matters:**

**"RESOLVED THAT** pursuant to the provisions of Sections 230-232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the provisions of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended from time to time, issued by the Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the observation letters dated October 1, 2020 and October 1, 2020 issued by BSE Limited and the National Stock Exchange of India Limited, respectively and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Principal Bench at New Delhi ("Tribunal" or "NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval of the Shareholders of the Company be and is hereby accorded to the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited and their respective Shareholders and Creditors ("Scheme").

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, (including withdrawal of the Scheme), which may be required and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."



**Annexure: 3**

**Consolidated List of Equity Shareholders of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)**

Sl. No.	Name of Equity Shareholders	No. of Shares held	No. of Votes
1	NARENDER SINGH CHAUHAN	1	1
2	MAANSI SAHNI	10	10
3	SUMPREET S SAHNI	15	15
4	RAJU	1	1
5	ANOOP BISHNOI	192960	192960
6	BIMAL KUMAR AGARWAL	190	190
7	INDER KUMAR JAIN	19	19
8	ANIL KUMAR JAIN	4	4
9	LOKESH GUPTA	1	1
10	HARMOHAN SINGH SAWHNEY	5	5
11	BAYANT KAUR SAHNI	5	5
12	JAIPRAKASH NARAIN	1	1
13	SURENDRA KUMAR JAIN	1	1
14	SIYASHI JAIN	1	1
15	ASHOK KUMAR JAIN	1	1
16	RAM CHANDRA SINGH	10	10
17	URMILA JAIN	1	1
18	ASHOK KUMAR GUPTA	1	1
19	PRAVEEN KUMAR	1	1
20	PRABHAWATI SINGH	8	8
21	VISHNU DUTT SHARMA	1	1
22	PUNAM SHARMA	1	1
23	MASSACHUSETTS INSTITUTE OF TECHNOLOGY	223000	223000
24	238 PLAN ASSOCIATES LLC	10000	10000
25	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	926	926
26	AJAY KUMAR SWARUP	1687513	1687513
27	SHEKHAR SWARUP	721935	721935
28	GLOBUS INFOSYS PRIVATE LIMITED	450000	450000
29	CHANDBAGH INVESTMENTS LTD	11209140	11209140
30	SURABHI BISHNOI	1426860	1426860
31	SHRIPAL SINGH MOHNOT	2	2
32	SNEH MOHNOT	2	2
33	RAMESH CHANDER KHURANA	1	1
34	AJAY KHURANA	1	1
35	NARESH GUPTA	2	2
36	RAJNI GUPTA	1	1
37	SHEETAL KHURANA	1	1
38	YASH PAL CHOPRA	146	146
39	OM PARKASH	1	1
40	MADHU SINGHAL	1	1
41	DEV KUMAR AGGARWAL	1	1
42	ANJANA	1	1

43	MANJU GUPTA	1	1
44	NARESH GUPTA	1	1
45	RAJU	1	1
46	SHEKHAR SWARUP	27000	27000
47	GLOBUS INFOSYS PVT. LTD.	88854	88854
48	AJAY KUMAR SWARUP	236741	236741
49	RAM BAGH FACILITY SERVICES LLP	52000	52000
50	RAM CHANDRA SINGH	2	2
51	SUBRAMANYA RAVINDRA	5	5
52	MADAN LAL WADHWA	1	1
53	VISHNU DUYT SHARMA	1	1
54	MONIKA JAIN	1	1
55	AJAY JAIN	1	1
56	RAJESH JAIN	1	1
57	NEETU JAIN	1	1
58	RAJU	6	6
59	PARMOD KUMAR JAIN	1	1
60	TEMPLETON STRATEGIC EMERGING MARKETS FUND IV LDC	5038168	5038168
61	PUNAM SHARMA	1	1
62	SUNIL KAUSHIK	50	50
63	JASMEET SINGH	2	2
64	JASMEET SINGH	2	2
65	ANKUR CHANDA	1	1
66	PRITAM KUMAR DANG	2	2
67	CHARANJIT KAUR DANG	1	1
68	SANTOSH BHUTANI	2	2
69	MANMOHAN SINGH DANG	2	2
70	MAHENDER PAL BHUTANI	1	1
71	CHANDER SHEKHAR	5	5
72	SUSHIL ARORA	9	9
73	SUBHIR BHUTANI	1	1
74	SURESH BHUTANI	1	1
75	CHARANJIT KAUR DANG	2	2
76	SUDHIR ARORA	5	5
<b>Total</b>		<b>21365645</b>	<b>21365645</b>



Annexure: 4

Consolidated List of Equity Shareholders of Globus Spirits Limited who voted against the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Equity Shareholders	No. of Shares held	No. of Votes
1.	KRISHAN LAL CHADHA	1	1
2.	CHETAN CHADHA	1	1
3.	SUNLIA CHADHA	1	1
4.	HIMANSHU CHADHA	2	2
5.	JYOTI CHADHA	2	2
6.	KAVITA KOHLI	1	1
	<b>Total</b>	<b>8</b>	<b>8</b>



BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

SECTIONS 230 & 232

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AND

IN THE MATTER OF

UNTBV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED

TRANSFeree/APPLICANT COMPANY 2

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**Rajeiv K Goel, Advocate**

Chairperson of the meeting of Un-secured  
Creditors of Globus Spirits Limited  
785, Pocket-E, Mayur Vihar Phase-II,  
Delhi-110 091

Mobile: 93124 09354

Email: [rajeiv391@gmail.com](mailto:rajeiv391@gmail.com)

**Date:** 24<sup>th</sup> February, 2021

**Place:** New Delhi

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BEFORE THE NATIONAL COMPANY LAW TRIBUNAL  
PRINCIPAL BENCH, NEW DELHI  
(ORIGINAL JURISDICTION)  
COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020  
IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)  
SECTIONS 230 & 232

AND  
IN THE MATTER OF SCHEME OF AMALGAMATION  
AND  
IN THE MATTER OF  
UNIBEV LIMITED TRANSFEROR/APPLICANT COMPANY 1  
AND  
GLOBUS SPIRITS LIMITED TRANSFEREE/APPLICANT COMPANY 2

**Report of the Chairperson on the Meeting of Un-secured Creditors of Globus Spirits Limited (the Transferee Company) held through Video Conferencing.**

I, **Rajeev K Goel, Advocate**, the person appointed by the Hon'ble National Company Law Tribunal Principal Bench, New Delhi vide its Order dated 17<sup>th</sup> December, 2020 (date of pronouncement), to act as the Chairperson of the meeting of Un-secured Creditors of Globus Spirits Limited (hereinafter referred to as "the Transferee Company/the Company"), summoned by notice served to the Un-secured Creditors of the Transferee Company, through E-mail and/or courier, on 18<sup>th</sup> January, 2021 (date of completion); and by advertisement published in 'Business Standard' newspaper in the English Language (All India edition) dated 19<sup>th</sup> January, 2021; and (ii) 'Business Standard' newspaper in Hindi language (All India edition) dated 19<sup>th</sup> January, 2021; and held on Saturday, 20<sup>th</sup> February, 2021, at 11:30 A.M. through video conferencing, do hereby report to this Hon'ble Tribunal as follows:



1. That as mentioned above, Notice of the meeting was sent to the Un-secured Creditors of Globus Spirits Limited accompanied by the Explanatory Statement [under Sections 230 & 232 of the Companies Act, 2013 and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other applicable provisions, if any], the proposed Scheme of Amalgamation along with other documents, through E-mail and/or courier on 18<sup>th</sup> January, 2021 (date of completion); and by advertisement published in 'Business Standard' newspaper in the English Language (All India edition) dated 19<sup>th</sup> January, 2021; and (ii) 'Business Standard' newspaper in Hindi language (All India edition) dated 19<sup>th</sup> January, 2021.

The Transferee Company has already filed requisite Compliance Affidavit of Service with this Hon'ble Tribunal on 11<sup>th</sup> February, 2021 vide diary no. 0710102105302020.

2. That in terms of the provisions of section 108 of the Companies Act, 2013, read with Rule 20(2) of the Companies (Management and Administration) Rules, 2014, as amended, the Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting thereat through e-voting system. In compliance with the provisions of the Companies Act, 2013, and the aforesaid Rules, requisite information/Instructions for remote e-voting facility were duly incorporated in the Notice of the Meeting as well as in the publication made in the newspapers.
3. That Link Intime (India) Private Limited (LIPL) was appointed to conduct remote e-voting before the meeting as well as during the

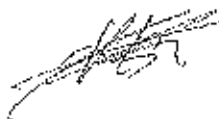


meeting, in a secured manner; and to provide the necessary platform for holding the meeting through video conferencing, to handle and supervise the entire process of holding the meeting through video conferencing and processing of data relating to the meeting and voting, etc.

4. That as directed by this Hon'ble Tribunal, the meeting of the Un-secured Creditors of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 11:30 A.M. through video conferencing. Mr Abhishek Seth, Advocate and Mr Vikas Garg, Company Secretary in practice, who were appointed by the Hon'ble Tribunal as the Alternate Chairperson and the Scrutinizer of the meeting, respectively, were present in the meeting through video conferencing and participated in the proceedings of the meeting. Legal Counsel of the Transferee Company-Mr Rajeev Kumar, Advocate and the senior management of the Transferee Company were also present in the meeting.

Executives of LIPL provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. LIPL also handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.

5. That as per the list filed with the Hon'ble Tribunal, the Transferee Company had 887 (eight hundred and seventy seven) Un-secured Creditors having an amount of ₹108,85,43,162 (Rupees one hundred eight crores eighty five lakh forty three thousand one hundred and sixty two) constituting 108,85,43,162 (One hundred eight crores eighty five lakh forty three thousand one hundred and sixty two) votes.



6. That the meeting was attended through video conferencing by 54 (fifty four) Un-secured Creditors having an amount of ₹22,89,19,481 (Rupees twenty two crore eighty nine lakh nineteen thousand four hundred eighty one) constituting 22,89,19,481 (Twenty two crore eighty nine lakh nineteen thousand four hundred eighty one) votes, representing 31.03% of the total value of the Un-secured Creditors of the Transferee Company.
7. That the Hon'ble Tribunal fixed the quorum for the meeting of Un-secured Creditors as minimum 20 in number. The Un-secured Creditors present in the meeting through video conferencing, duly satisfied the requirement of quorum fixed by this Hon'ble Tribunal.
8. That the Scheme of Amalgamation of Unibev Limited with Globus Spirits Limited, was read out and explained in the meeting by me and the question submitted to the said meeting was whether the Un-secured Creditors of the Transferee Company approve, with or without modification(s), the said Scheme of Amalgamation submitted to the meeting and agree thereto.
9. That voting upon the aforesaid question of considering and approving, with or without modification(s), the Scheme of Amalgamation was then conducted through e-voting system.
10. That after voting made through e-voting system in the meeting of the Un-secured Creditors of the Transferee Company was concluded and closed, Mr Vikas Gera, Company Secretary, the Scrutinizer of the meeting, shared with me the detail of voting made by the Un-secured Creditors through remote e-voting process during the prescribed time



5

period before the meeting (without attending the meeting), as provided by LIPL.

11. That the Scrutinizer scrutinized the voting made through e-voting system in the meeting. He prepared a consolidated summary of the voting made through e-voting system in the meeting as well as voting made through remote e-voting process during the prescribed time period before the meeting. Mr. Abhishek Seth, Advocate, the Alternate Chairperson of the meeting also participated in the process.

A copy of the Scrutinizer's Report, duly signed by the Scrutinizer, is enclosed herewith and marked as **Annexure: 1.**

12. That in terms of the provisions of the Companies Act, 2013, and the Rules made thereunder, the votes cast by the Un-secured Creditors of the Transferee Company through e-voting system in the meeting and through remote e-voting process during the prescribed time period before the meeting were clubbed together for the purpose of the final outcome of the voting. Accordingly, the aggregate voting made by the Un-secured Creditors (voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) was considered for the purpose of this Report.

13. That the Un-secured Creditors were of the opinion that the Scheme of Amalgamation be approved, adopted and agreed to without any modification. A resolution to this effect was passed by the meeting unanimously (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting). A copy of the said resolution is enclosed herewith and marked as **Annexure: 2.**





14. That the result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) was as follows:

Sl. No.	Particulars	No. of Voters	Value of Votes
1.1	Un-secured Creditors present in the meeting through video conferencing	54	22,89,19,481
1.2	Un-secured Creditors present in the meeting and voted through e-voting system in the meeting	Nil	Nil
1.3	Un-secured Creditors present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	54	22,89,19,481
1.4	Un-secured Creditors present in the meeting who have abstained from voting	Nil	Nil
2.1	Un-secured Creditors who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	85	55,41,48,407
3.1	<b>Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report</b> [1.2+1.3+2.1]	<b>139</b>	<b>78,30,67,888</b>
4.1	<b>Invalid Votes</b>	<b>1</b>	<b>1</b>
5.1	<b>Total Valid Votes</b>	<b>138</b>	<b>78,30,67,887</b>
6.1	<b>Votes Against</b>	<b>Nil</b>	<b>Nil</b>
7.1	Votes Against as % of total valid votes cast	Nil	Nil
8.1	<b>Votes in Favour</b>	<b>138</b>	<b>78,30,67,887</b>
9.1	Votes in Favour as % of total valid votes cast	100%	100%
<b>Result of Voting : The Scheme of Amalgamation was approved unanimously by the Un-secured Creditors of the Transferee Company</b>			

15. That the consolidated list of Un-secured Creditors of the Company who voted in favour of the said Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) being adopted and carried into effect is enclosed herewith and marked as Annexure: 3.

16. That the list of votes which were declared as invalid is enclosed herewith and marked as **Annexure: 4**.
  
17. That I wish to place on record my deep appreciation for the valuable assistance and support provided by the learned Legal Counsel-Mr Rajeev Kumar, Advocate and other officers of the Transferee Company in smooth conduct of the meeting and preparation of necessary paperwork for the same.
  
18. That the records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting), duly initialed by the Scrutinizer of the meeting, and other papers were handed over to the Transferee Company for safe custody and record.



**Rajeev K Goel, Advocate**  
Chairperson of the meeting of Un-secured  
Creditors of Globus Spirits Limited  
785, Pocket-E, Mayur Vihar Phase-II,  
Delhi-110 091  
Mobile: 93124 09354  
Email: rajeev991@gmail.com

**Date:** 24<sup>th</sup> February, 2021  
**Place:** New Delhi

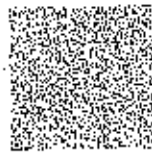


INDIA NON JUDICIAL

Government of National Capital Territory of Delhi

e-Stamp

Certificate No.	: IN-DL51620689806648T
Certificate Issue Date	: 24-Feb-2021 06:38 PM
Account Reference	: SELFPRINT (PVT) DL-S&S NH-THRU DL-DL-H
Unique Doc. Reference	: SUBIN-DL-DL-SEL.F06407221140831T
Purchaser's Name	: KANTHIKEYA GOEL
Description of Document	: Affidavit
Property Description	: NOT APPLICABLE
Consideration Price (RS.)	: 0 (Zero)
First Party	: RAJEEV KUMAR GOEL
Second Party	: NOT APPLICABLE
Stamp Duty Paid By	: RAJEEV KUMAR GOEL
Stamp Duty Amount (RS.)	: 10 (Ten only)



यह एक प्रमाणित प्रतिलिपि है।

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This stamp paper is an integral part of the accompanying Affidavit



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BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

SECTIONS 230 & 232

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AND

IN THE MATTER OF

UNIBEV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED

TRANSFeree/APPLICANT COMPANY 2

**Affidavit in support of the Chairperson's Report on the Meeting of Un-secured Creditors of Globus Spirits Limited (the Transferee Company) held through Video Conferencing**

I, **Rajeev Kumar Goel**, son of Late Shri Ras Avtar Goel, aged about 55 years, office at 785, Pocket-E, Mayur Vihar Phase-II, New Delhi-110091, Advocate by occupation, the person appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, to act as the Chairperson of the meeting of Un-secured Creditors of Globus Spirits Limited, do hereby solemnly affirm and say on oath as follows:

1. That I have been appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, as the Chairperson of the meeting of Un-secured Creditors of Globus Spirits Limited for the purpose of considering and, if thought fit, approving, the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited



2. That the meeting of Un-secured Creditors of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 11:30 A.M. through video conferencing. Mr Abhishek Seth, Advocate and Mr Vikas Gera, Company Secretary In practice, who were appointed by the Hon'ble Tribunal as the Alternate Chairperson and the Scrutinizer of the meeting, respectively, were also present in the meeting and assisted me in conducting the meeting.
3. That the result of the above-mentioned meeting is reported in the accompanied Report, which was drafted on my instructions.
4. That I say that the contents of the accompanied Report of the Chairperson are true and correct to my knowledge and the same are not being repeated here for the sake of brevity and I say that no part of it is false and nothing material has been concealed there from.

  
DEPONENT

**Verification**

Verified at New Delhi on this 24 FEB 2021 day of February, 2021 that the contents of Para 1 to 4 of the above Affidavit are based on perusal of records; which all I believe to be true and that no part of it is false and nothing material has been concealed in this affidavit.

  
DEPONENT



ATTESTED  
  
NOTARY PUBLIC  
24 FEB 2021



### Report of Scrutinizer

To,  
 Mr. Rajeesh K Goel, Advocate  
 Chairperson of the meeting of Un-secured Creditors of  
 Globus Spirits Limited (the Transferee Company)

Sub: Consolidated Scrutinizer's Report on the voting made through e-voting system in the meeting of Un-secured Creditors of Globus Spirits Limited as well as through remote e-voting process before the meeting.

Respected Sir,

I, Vikas Gera, Company Secretary, appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide its Order dated 17<sup>th</sup> December, 2020 (date of pronouncement) to act as the Scrutinizer for the meeting of Un-secured Creditors of Globus Spirits Limited (hereinafter referred to as "the Transferee Company/Applicant Company 2") held on Saturday, 20<sup>th</sup> February, 2021, at 11:30 A.M. through video conferencing, to consider and, if thought fit, approve, the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited (the Scheme of Amalgamation/the Scheme) and other connected matter, if any, submit my report as under:

1. That as directed by this Hon'ble Tribunal, the meeting of the Un-secured Creditors of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 11:30 A.M. through video conferencing. Mr. Rajeesh K Goel, Advocate, chaired the meeting. Mr. Abhishek Seth, Advocate, the Alternate Chairperson; and the undersigned being the Scrutinizer of the meeting, attended the meeting through video conferencing. Mr. Rajeesh Kumar, Advocate the legal counsel of the applicant company and the senior management personnel of the Applicant Company were also present in the meeting.



2. That Link Intime India Private Limited, a SEBI registered Registrar and Transfer Agent (Link Intime) was appointed to conduct remote e-voting before the meeting as well as during the meeting, in a secured manner; and to provide the necessary platform for holding the meeting through video conferencing, to handle and supervise the entire process of holding the meeting through video conferencing and processing of data relating to the meeting and voting, etc.

Executives of Link Intime provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. Link Intime handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.

3. Voting upon the Scheme of Amalgamation was conducted through e-voting system in the meeting of Un-secured Creditors of Globus Spirits Limited (the Transferee Company) held through video conferencing.
4. On conclusion of the voting, complete detail of the e-voting made by the Un-secured Creditors of the Company in the meeting was provided to me by Link Intime.
5. The Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting there at through e-voting system. Remote e-voting period commenced on 17<sup>th</sup> February, 2021 (9:00 A.M.) and ended on 19<sup>th</sup> February, 2021 (5:00 P.M.). Complete details of the remote e-voting made by the Un-secured Creditors of the Company was provided to me by the Link Intime.



6. One vote was found to be invalid.
7. The result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) is given as under:

Sl. No.	Particulars	No. of Voters	Value of Votes
1.1	Un-secured Creditors present in the meeting through video conferencing	54	22,89,19,481
1.2	Un-secured Creditors present in the meeting and voted through e-voting system in the meeting	Nil	Nil
1.3	Un-secured Creditors present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	54	22,89,19,481
1.4	Un-secured Creditors present in the meeting who have abstained from voting	Nil	Nil
2.1	Un-secured Creditors who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	85	55,41,48,407
3.1	Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report [1.2+1.3+2.1]	139	78,30,67,888
4.1	Invalid Votes	1	1
5.1	Total Valid Votes	138	78,30,67,887
6.1	Votes Against	Nil	Nil
7.1	Votes Against as % of total valid votes cast	Nil	Nil
8.1	Votes in Favour	138	78,30,67,887





S.1	Votes in Favour as % of total valid votes cast	100%	100%
-----	--	------	------

8. List of Un-secured Creditors of the Company who voted "FOR" is enclosed herewith.
9. No. Un-secured Creditors of the Company voted "AGAINST" the resolution.
10. The records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) and all other relevant records as provided by Link Intime are enclosed herewith for doing the needful in the matter.

Thanking you

Yours Sincerely

Vikas Gera  
Company Secretary

FCS: 5248

CGP: 4500

Scrutinizer for the meeting of Un-secured Creditors  
of Globus Spirits Limited

Dated: 23.02.2021

Place: New Delhi

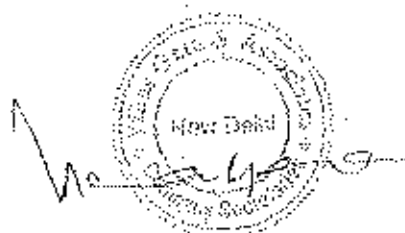
UDIN: F005248BC03317049

Consolidated List of Un-secured Creditors of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Un-secured Creditors	Amount ₹	No. of Votes
1	AA PACKAGING PVT LTD	517870	517870
2	AADITYA FINECHEM PVT.LTD.	23006989	23006989
3	ABB INDIA LIMITED	906240	906240
4	ADCHEM INDUSTRIES	109441	109441
5	ADVANCE IRON & STEEL CO	301794	301794
6	AGGARWAL TRADING CO.	1989564	1989564
7	AGRIVE EXPORT & IMPORT-GRAIN	8193593	8193593
8	AKHIL STEEL	144891	144891
9	ALFA LAVAL (INDIA) PRIVATE LIMITED	117000	117000
10	AMBICA CONSTRUCTION CO	1197220	1197220
11	ANAND TRADING CO.	1249660	1249660
12	ANJANI UDYOG	234501	234501
13	AQUA CHEM SOLUTION	528331	528331
14	ASHUTOSH AGRO	35374839	35374839
15	B N AGRO	85138228	85138228
16	BALAJI TRADERS	12164732	12164732
17	BASANT ELECTRIC ENTERPRISES	2341279	2341279
18	BASURAIAS ENGINEERS	243800	243800
19	BEARING AXIS	1452072	1452072
20	BIHAR TRADING	1848554	1848554
21	BISWARUP DEY	5178296	5178296
22	C. E. COMPANY	617394	617394
23	CHEMTECH INDUSTRIES	1422021	1422021
24	DECOWEL FABRICATION	12444499	12444499
25	DYLIP IMPEX PRIVATE LIMITED	3492366	3492366
26	DNS INC.	9322062	9322062
27	EKS FILTER TECHNIK (INDIA) PVT. LTD	101528	101528
28	EVEREADY POWER SYSTEMS (P) LTD.	4083688	4083688
29	EXCEL ENGINEERS AND CONSULTANTS	6855329	6855329
30	G G TRADERS	4703047	4703047
31	G.K TRADERS	3293443	3293443
32	GANESH TRADERS	583728	583728
33	HANU TRADERS	3125121	3125121
34	HARI OM TRADERS	6455849	6455849



35	HI-TECH ENGINEERING WORKS	651075	651075
36	INDRANI MALLICK	3662454	3662454
37	INDUSTRIAL SUPPLIER	361795	361795
38	ION EXCHANGE (INDIA) LIMITED	290485	290485
39	J P ENTERPRISES	2898777	2898777
40	J.M.M.K. TRADING CO.	1680788	1680788
41	JAGDAMBA TRADERS	447719	447719
42	JAGESWAR MAL & SONS	1014542	1014542
43	JAI HANUMAN TRADING	1058176	1058176
44	JALANDHAR TRADERS	1202316	1202316
45	JEET TRADERS	5042417	5042417
46	JRM FOODS PVT. LTD	32018056	32018056
47	KESHAV GENERATORS PVT LTD	967200	967200
48	KESSELS ENGINEERING WORKS PVT LTD	2172524	2172524
49	KRISHNA RICE PROCESSORS PVT LTD	3774174	3774174
50	LAXMI RICE MILLS	622084	622084
51	MA AMBEY TRADERS-GORAKPUR	1638171	1638171
52	MA TARA TRADERS-BURDWAN	583967	583967
53	MAA JAGDAMBA ENTERPRISES	1417141	1417141
54	MAA SANTOSHI STORES	638496	638496
55	MAHESH TRADING CO. GLASS BOTTLE	4243602	4243602
56	MANISH ENTERPRISES-CAP	852344	852344
57	MILON REJ	238410	238410
58	MONDIRA KRISHI BHANDER	1364839	1364839
59	NATUREGEN TECHNOLOGIES PVT LTD	26701497	26701497
60	NESTLER PROTEC (INDIA) LIMITED	1437310	1437310
61	NIKUNJ INDUSTRIES	110961	110961
62	NISCHINT TRADERS PVT LTD	95585645	95585645
63	NISHANT TRAVELS	155631	155631
64	NIVEDITA RICE MILL	960690	960690
65	OM TRADING CO.	2790313	2790313
66	PCI PEST CONTROL PRIVATE LIMITED	102268	102268
67	POROBABA TRADERS	1518743	1518743
68	PREM SHANKAR SINGH	265966	265966
69	R S P OVERSEAS	1781172	1781172
70	RAJEEV ENTERPRISE	420031	420031
71	RAKESH JAISWAL	298084	298084
72	RAVI ENTERPRISES	1141588	1141588
73	ROHIT SALES CORPORATION	581269	581269
74	RUPESH KUMAR	342230	342230
75	S R MARKETINGS	941792	941792


  
 Ministry of Corporate Affairs  
 New Delhi

76	S.S. INDUSTRIES	866042	866042
77	SACHIN FOODS PVT LTD	33199630	33199630
78	SAI TRADERS	6096048	6096048
79	SAKSHI POLYMERS	12492468	12492468
80	SATTIK PACKAGING PVT LTD	1152804	1152804
81	SATYADHARAM AGROVISION PVT. LTD.	3556321	3556321
82	SAUR ENGINEERING	284670	284670
83	SEO SHAKTI RICE MILL	537655	537655
84	SGS AGRO TRADERS	637821	637821
85	SHANTI KUMJ TRADERS	481945	481945
86	SHILANATH TRADING COMPANY	2550264	2550264
87	SHIV SHAKTI AGRO INDIA	3630482	3630482
88	SHIV SHAKTI TRADERS	17070373	17070373
89	SHIVAM CHEMICALS	1025435	1025435
90	SHREE BALAJI EXPORT	112451644	112451644
91	SHREE BALAJI FREIGHT CARRIER	3595160	3595160
92	SHRI KRISHNA ENTERPRISES-PP CAP	1622270	1622270
93	SHOVANKAR RICE & GENERAL MILLS PVT LTD	549637	549637
94	SIDHARTH AGROTECH	31955305	31955305
95	SREE SHAKTI COMMERCIAL	2695741	2695741
96	SUSOON COMMERCIAL COMPANY	9619816	9619816
97	SUPER PUMPS & EQUIPMENTS	507908	507908
98	TARA SCIENTIFIC APPARATUS WORKSHOP	503905	503905
99	THE LAKSHMIJI ORGANICS PVT LTD	289100	289100
100	THE MINING INDUSTRIAL CORPORATION	3492917	3492917
101	TIME TECHNOPLAST LTD	1512170	1512170
102	TOTAL FUELS PVT LTD.	6360102	6360102
103	TRISHAKTI PRODUCTS	2032442	2032442
104	TRIVENI TURBINE LIMITED	577234	577234
105	TUTUJI SAM	1611653	1611653
106	UJWAL ENTERPRISE	113100	113100
107	ULTRA LIQUOR PVT LTD	2055050	2055050
108	UNIQUE CONSTRUCTION	666621	666621
109	UNIQUE CONSTRUCTION-MORADABAD-UP	533870	533870
110	UNITECH PACKAGING PVT. LTD	812866	812866
111	VASUNDHRA ENTERPRISES	1025643	1025643
112	VIBHOR SYNTEX (P) LTD.	2726245	2726245
113	VINAY FOODS-AAQFV4926N	39426598	39426598
114	VISHAL TRADERS	592975	592975
115	YASHODA ENTERPRISES	27507051	27507051
116	YONG GRAND DRYING AND	1991288	1991288



	CONCENTRATING EQIP. CO.LTD		
117	AVERY INDIA LTD	6440	6440
118	BIHAR CRANE SERVICE	76440	76440
119	CHEMICAL AGENCY	26904	26904
120	GHOSH BROTHER S COMPANY	71683	71683
121	GRO-TECH ENGINEERS	7670	7670
122	INTERNATIONAL COMMERCIAL CORPORATION	37118	37118
123	JINDAL ENTERPRISES	47002	47002
124	KAMAL CHEMICALS	59874	59874
125	KHANDELWAL ENTERPRISES	79260	79260
126	KUNAL CHEMICALS	87152	87152
127	MA RAMDEVI DEVI TRADING COMPANY	2676	2676
128	OM PACKAGING	53879	53879
129	PANKAJ OFFSET	4050	4050
130	PRISM JOHNSON LTD	96375	96375
131	PV KURMA INTERNATIONAL	8927	8927
132	R. K. TRADERS	14295	14295
133	RANJAN SCIENTIFIC TRADERS	7063	7063
134	SAUMANNAYA ENTERPRISES	82256	82256
135	SHIVAM TRADERS	46315	46315
136	SUNEEL GIRI	93146	93146
137	SVPR PETROCHEM	71130	71130
138	NEWTECH CHEMICALS	991151	991151
	TOTAL	783067887	783067887



List of Invalid Votes (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Un-secured Creditors	Amount ₹	No. of Votes	Remark
1.	Forbes Marshall Pvt Ltd	(100)	1	Mismatch between the amount and no. of votes



**Annexure: 2**

**Extracts of the minutes of Un-secured Creditors' meeting of Globus Spirits Limited held on Saturday, 20<sup>th</sup> February, 2021, at 11:30 A.M. through video conferencing under the supervision of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi**

**Approval of the Scheme of Amalgamation and other connected matters:**

**"RESOLVED THAT** pursuant to the provisions of Sections 230-237 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the provisions of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended from time to time, issued by the Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the observation letters dated October 1, 2020 and October 1, 2020 issued by BSE Limited and the National Stock Exchange of India Limited, respectively and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Bench at New Delhi ("Tribunal" or "NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval of the Un-secured Creditors of the Company be and is hereby accorded to the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited and their respective Shareholders and Creditors ("Scheme")."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, (including withdrawal of the Scheme), which may be required and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."



## Annexure: 3

Consolidated List of Un-secured Creditors of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Un-secured Creditors	Amount ₹	No. of Votes
1	AA PACKAGING PVT LTD	517870	517870
2	AADITYA FINECHEM PVT.LTD.	23006989	23006989
3	ABB INDIA LIMITED	906240	906240
4	ADCHEM INDUSTRIES	109441	109441
5	ADVANCE IRON & STEEL CO	301794	301794
6	AGGARWAL TRADING CO.	1989564	1989564
7	AGRIVE EXPORT & IMPORT-GRAIN	8193593	8193593
8	AKHIL STEEL	144891	144891
9	ALFA LAVAL [INDIA] PRIVATE LIMITED	117000	117000
10	AMBICA CONSTRUCTION CO	1197220	1197220
11	ANAND TRADING CO.	1249660	1249660
12	ANJANI UDYOG	234501	234501
13	AQUA CHEM SOLUTION	528331	528331
14	ASHUTOSH AGRO	35374839	35374839
15	B N AGRO	85138228	85138228
16	BALA JI TRADERS	12164732	12164732
17	BASANT ELECTRIC ENTERPRISES	2341279	2341279
18	BASURAJAS ENGINEERS	243800	243800
19	BEARING AXIS	1452072	1452072
20	BIHAR TRADING	1848664	1848664
21	BISWARUP DEY	3178296	3178296
22	C. B. COMPANY	617394	617394
23	CHEMTECH INDUSTRIES	1422021	1422021
24	DECOWEL FABRICATION	12444499	12444499
25	DILIP IMPEX PRIVATE LIMITED	3492366	3492366
26	DNS INC.	9322062	9322062
27	EKS FILTER TECHNIK (INDIA) PVT. LTD	101528	101528
28	EVEREADY POWER SYSTEMS (P) LTD.	4083688	4083688
29	EXCEL ENGINEERS AND CONSULTANTS	6855329	6855329
30	G G TRADERS	4703047	4703047
31	G.K TRADERS	3293443	3293443
32	GANESH TRADERS	583728	583728
33	HANU TRADERS	3125121	3125121
34	HARI OM TRADERS	6455849	6455849
35	HI-TECH ENGINEERING WORKS	651075	651075
36	INDRANI MALICK	3662454	3662454
37	INDUSTRIAL SUPPLIER	361795	361795
38	IRON EXCHANGE (INDIA) LIMITED	290485	290485
39	J P ENTERPRISES	2898777	2898777
40	J.M.M.K. TRADING CO.	1680788	1680788
41	JAGDAMBA TRADERS	447719	447719
42	JAGESWAR MAL & SONS	1014542	1014542



43	JAI HANUMAN TRADING	1058176	1058176
44	JALANDHAR TRADERS	1202316	1202316
45	JEET TRADERS	5042417	5042417
46	JRM FOODS PVT. LTD	32018056	32018056
47	KESHAV GENERATORS PVT LTD	967200	967200
48	KESSELS ENGINEERING WORKS PVT LTD	2172524	2172524
49	KRISHNA RICE PROCESSORS PVT LTD	3774174	3774174
50	LAXMI RICE MILLS	622084	622084
51	MA AMBEY TRADERS-GORAKPUR	1638171	1638171
52	MA TARA TRADERS-BURDWAN	583967	583967
53	MAA JAGDAMBA ENTERPRISES	1417141	1417141
54	MAA SANTOSHI STORES	638496	638496
55	MAHESH TRADING CO. GLASS BOTTLE	4243602	4243602
56	MANISH ENTERPRISES-CAP	852344	852344
57	MILON REJ	238410	238410
58	MONDIRA KRISHI BHANDER	1364839	1364839
59	NATUREGEN TECHNOLOGIES PVT LTD	26701497	26701497
60	NESTLER PROTEC (INDIA) LIMITED	1437310	1437310
61	NIKUNJ INDUSTRIES	110961	110961
62	NISCHINT TRADERS PVT LTD	95585645	95585645
63	NISHANT TRAVELS	155631	155631
64	NIVEDITA RICE MILL	960690	960690
65	OM TRADING CO.	2790313	2790313
66	PCI PEST CONTROL PRIVATE LIMITED	102268	102268
67	POROBABA TRADERS	1518743	1518743
68	PREM SHANKAR SINGH	265966	265966
69	R S D OVERSEAS	1761172	1761172
70	RAJDEV ENTERPRISE	420031	420031
71	RAKESH JAISWAL	298084	298084
72	RAVI ENTERPRISES	1141588	1141588
73	ROHIT SALES CORPORATION	561269	561269
74	RUPESH KUMAR	342230	342230
75	S R MARKETINGS	941792	941792
76	S.S. INDUSTRIES	866042	866042
77	SACHIN FOODS PVT LTD	33199630	33199630
78	SAT TRADERS	6096048	6096048
79	SAKSHI POLYMERS	12492468	12492468
80	SATYIK PACKAGING PVT LTD	1152804	1152804
81	SATYADHARAM AGROVISION PVT. LTD.	3556321	3556321
82	SAUR ENGINEERING	284670	284670
83	SEO SHAKTI RICE MILL	537655	537655
84	SGS AGRO TRADERS	637821	637821
85	SHANTI KUNJ TRADERS	481945	481945
86	SHILANATHI TRADING COMPANY	2550264	2550264
87	SHIV SHAKTI AGRO INDIA	3630482	3630482
88	SHIV SHAKTI TRADERS	17070373	17070373
89	SHIVAM CHEMICALS	1025435	1025435
90	SHREE BALAJI EXPORT	112461644	112461644
91	SHREE BALAJI FREIGHT CARRIER	3596160	3596160
92	SHRI KRISHNA ENTERPRISES-PP CAP	1622270	1622270
93	SHUVANKAR RICE & GENERAL MILLS	549637	549637

	PVT LTD		
94	SIDHARTH AGROTECH	31955305	31955305
95	SREE SHAKTI COMMERCIAL	2695741	2695741
96	SUBODH COMMERCIAL COMPANY	9619816	9619816
97	SUPER PUMPS & EQUIPMENTS	507908	507908
98	TARA SCIENTIFIC APPARATUS WORKSHOP	503905	503905
99	THE LAKSHMIJI ORGANICS PVT LTD	289100	289100
100	THE MINING INDUSTRIAL CORPORATION	3492917	3492917
101	TIME TECHNOPLAST LTD	1512170	1512170
102	TOTAL FUELS PVT LTD.	6360102	6360102
103	TRISHAKTI PRODUCTS	2032442	2032442
104	TRIVENI TURBINE LIMITED	577234	577234
105	TUTUL SAM	1611653	1611653
106	UJJWAL ENTERPRISE	113100	113100
107	ULTRA LIQUOR PVT LTD	2055050	2055050
108	UNIQUE CONSTRUCTION	666621	666621
109	UNIQUE CONSTRUCTION- MORADABAD-UP	533870	533870
110	UNITECH PACKAGING PVT. LTD	812866	812866
111	VASUNDHRA ENTERPRISES	1025643	1025643
112	VIBHOR SYMTEX (P) LTD.	2726246	2726246
113	VINAY FOODS-AAQFV492GN	39426598	39426598
114	VISHAL TRADERS	592975	592975
115	YASHODA ENTERPRISES	27507051	27507051
116	YIXING GRAND DRYING AND CONCENTRATING EQIP. CO.LTD	1991288	1991288
117	AVERY INDIA LTD	6440	6440
118	BIHAR CRANE SERVICE	76440	76440
119	CHEMICAL AGENCY	26904	26904
120	GHOSH BROTHER & COMPANY	71683	71683
121	GRO-TECH ENGINEERS	7670	7670
122	INTERNATIONAL COMMERCIAL CORPORATION	37118	37118
123	JINDAL ENTERPRISES	47002	47002
124	KAMAL CHEMICALS	59874	59874
125	KHANDLWAL ENTERPRISES	79260	79260
126	KUNAL CHEMICALS	87152	87152
127	MA RAMDENI DEVI TRADING COMPANY	2676	2676
128	OM PACKAGING	53879	53879
129	PANKAJ OFFSET	4050	4050
130	PRISM JOHNSON LTD	96375	96375
131	PV KURMA INTERNATIONAL	8927	8927
132	R. K. TRADERS	14285	14285
133	RANJAN SCIENTIFIC TRADERS	7063	7063
134	SAUMANNAYA ENTERPRISES	82256	82256
135	SHIVAM TRADERS	46315	46315
136	SUNEEL GIRI	93146	93146
137	SVPR PETROCHEM	71130	71130
138	NEWTECH CHEMICALS	991151	991151
	<b>TOTAL</b>	<b>783067887</b>	<b>783067887</b>

Annexure: A

List of Invalid Votes (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Un-secured Creditors	Amount ₹	No. of Votes	Remark
1.	Forbes Marshall Pvt Ltd	(100)	1	Mismatch between the amount and no. of votes



BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

SECTIONS 230 & 232

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AND

IN THE MATTER OF

UNIBEV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED

TRANSFeree/APPLICANT COMPANY 2

**INDEX**

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2.	<b>Annexure 1:</b> Copy of the Scrutinizer's Report on the Meeting of Secured Creditors of Globus Spirits Limited	11	15
3.	<b>Annexure 2:</b> Copy of the Resolution adopted unanimously by the Secured Creditors of Globus Spirits Limited	16	16
4.	<b>Annexure 3:</b> List of Secured Creditors of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation	17	17

  
**Rajeev K Goel, Advocate**

Chairperson of the meeting of Secured  
Creditors of Globus Spirits Limited  
785, Pocket-E, Mayur Vihar Phase-II,  
Delhi-110 091

Mobile: 93124 09354

Email: rajeev391@gmail.com

Date: 24<sup>th</sup> February, 2021

Place: New Delhi

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

SECTIONS 230 & 232

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AND

IN THE MATTER OF

UNIDEV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED

TRANSFeree/APPLICANT COMPANY 2

**Report of the Chairperson on the Meeting of Secured Creditors of Globus Spirits Limited (the Transferee Company) held through Video Conferencing.**

I, **Rajeev K Goel, Advocate**, the person appointed by the Hon'ble National Company Law Tribunal Principal Bench, New Delhi vide its Order dated 17<sup>th</sup> December, 2020 (date of pronouncement), to act as the Chairperson of the meeting of Secured Creditors of Globus Spirits Limited (hereinafter referred to as "the Transferee Company/the Company"), summoned by notice served to the Secured Creditors of the Transferee Company, through E-mail and/or courier, on 18<sup>th</sup> January, 2021 (date of completion); and by advertisement published in 'Business Standard' newspaper in the English Language (All India edition) dated 19<sup>th</sup> January, 2021; and (ii) 'Business Standard' newspaper in Hindi language (All India edition) dated 19<sup>th</sup> January, 2021; and held on Saturday, 20<sup>th</sup> February, 2021, at 1:00 P.M. through video conferencing, do hereby report to this Hon'ble Tribunal as follows:

1. That as mentioned above, Notice of the meeting was sent to the Secured Creditors of Globus Spirits Limited accompanied by the Explanatory Statement [under Sections 230 & 232 of the Companies Act, 2013 and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, and other applicable provisions, if any], the proposed Scheme of Amalgamation along with other documents, through E-mail and/or courier on 18<sup>th</sup> January, 2021 (date of completion); and by advertisement published in 'Business Standard' newspaper in the English Language (All India edition) dated 19<sup>th</sup> January, 2021; and (ii) 'Business Standard' newspaper in Hindi language (All India edition) dated 19<sup>th</sup> January, 2021.

The Transferee Company has already filed requisite Compliance Affidavit of Service with this Hon'ble Tribunal on 11<sup>th</sup> February, 2021 vide diary no. 0716102105302020.

2. That in terms of the provisions of section 108 of the Companies Act, 2013, read with Rule 20(2) of the Companies (Management and Administration) Rules, 2014, as amended, the Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting thereat through e-voting system. In compliance with the provisions of the Companies Act, 2013, and the aforesaid Rules, requisite information/instructions for remote e-voting facility were duly incorporated in the Notice of the Meeting as well as in the publication made in the newspapers.
3. That Link Intime (India) Private Limited (LI IPL) was appointed to conduct remote e-voting before the meeting as well as during the



meeting, in a secured manner; and to provide the necessary platform for holding the meeting through video conferencing, to handle and supervise the entire process of holding the meeting through video conferencing and processing of data relating to the meeting and voting, etc.

4. That as directed by this Hon'ble Tribunal, the meeting of the Secured Creditors of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 1:00 P.M. through video conferencing. Mr Abhishok Seth, Advocate and Mr Vikas Garg, Company Secretary in practice, who were appointed by the Hon'ble Tribunal as the Alternate Chairperson and the Scrutinizer of the meeting, respectively, were present in the meeting through video conferencing and participated in the proceedings of the meeting. Legal Counsel of the Transferee Company Mr Rajeev Kumar, Advocate and the senior management of the Transferee Company were also present in the meeting.

Executives of LIPL provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. LIPL also handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.

5. That as per the list filed with the Hon'ble Tribunal, the Transferee Company had 16 (Sixteen) Secured Creditors having an amount of ₹2,18,12,70,614 (Rupees two hundred eighteen crores twelve lakhs seventy thousand six hundred and fourteen) constituting 2,18,12,70,614 (Two hundred eighteen crores twelve lakhs seventy thousand six hundred and fourteen) votes.



6. That the meeting was attended through video conferencing by 11 (eleven) Secured Creditors having an amount of ₹179,81,04,002 (Rupees one hundred seventy nine crores eighty one lakh four thousand and two) constituting 179,81,04,002 (One hundred seventy nine crores eighty one lakh four thousand and two) votes, representing 82.43% of the total value of the Secured Creditors of the Transferee Company.
7. That the Hon'ble Tribunal fixed the quorum for the meeting of Secured Creditors as minimum 10 in number. The Secured Creditors present in the meeting through video conferencing, duly satisfied the requirement of quorum fixed by this Hon'ble Tribunal.
8. That the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited, was read out and explained in the meeting by me and the question submitted to the said meeting was whether the Secured Creditors of the Transferee Company approve, with or without modification(s), the said Scheme of Amalgamation submitted to the meeting and agree thereto.
9. That voting upon the aforesaid question of considering and approving, with or without modification(s), the Scheme of Amalgamation was then conducted through e-voting system.
10. That after voting made through e-voting system in the meeting of the Secured Creditors of the Transferee Company was concluded and closed, Mr Vikas Gera, Company Secretary, the Scrutinizer of the meeting, shared with me the detail of voting made by the Secured Creditors through remote e-voting process during the prescribed time





period before the meeting (without attending the meeting), as provided by LISPL.

11. That the Scrutinizer scrutinized the voting made through e-voting system in the meeting. He prepared a consolidated summary of the voting made through e-voting system in the meeting as well as voting made through remote e-voting process during the prescribed time period before the meeting. Mr Abhishok Seth, Advocate, the Alternate Chairperson of the meeting also participated in the process.

A copy of the Scrutinizer's Report, duly signed by the Scrutinizer, is enclosed herewith and marked as **Annexure: 1**.

12. That in terms of the provisions of the Companies Act, 2013, and the Rules made thereunder, the votes cast by the Secured Creditors of the Transferee Company through e-voting system in the meeting and through remote e-voting process during the prescribed time period before the meeting were clubbed together for the purpose of the final outcome of the voting. Accordingly, the aggregate voting made by the Secured Creditors (voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) was considered for the purpose of this Report.

13. That the Secured Creditors were of the opinion that the Scheme of Amalgamation be approved, adopted and agreed to without any modification. A resolution to this effect was passed by the meeting unanimously (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting). A copy of the said resolution is enclosed herewith and marked as **Annexure: 2**.



14. That the result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) was as follows:

Sl. No.	Particulars	No. of Voters	Value of Votes
1.1	Secured Creditors present in the meeting through video conferencing	11	179,81,04,002
1.2	Secured Creditors present in the meeting and voted through e-voting system in the meeting	NIL	NIL
1.3	Secured Creditors present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	7	179,64,02,568
1.4	Secured Creditors present in the meeting who have abstained from voting	4	17,01,434
2.1	Secured Creditors who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	NIL	NIL
3.1	<b>Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report</b> [1.2+1.3+2.1]	<b>7</b>	<b>179,64,02,568</b>
4.1	Invalid Votes	NIL	NIL
5.1	<b>Total Valid Votes</b>	<b>7</b>	<b>179,64,02,568</b>
6.1	Votes Against	NIL	NIL
7.1	Votes Against as % of total valid votes cast	NIL	NIL
8.1	Votes in Favour	7	179,64,02,568
9.1	Votes in Favour as % of total valid votes cast	100%	100%
<b>Result of Voting</b>	<b>The Scheme of Amalgamation was approved unanimously by the Secured Creditors of the Transferee Company</b>		

15. That the consolidated list of **Secured Creditors** of the Company who **voted in favour** of the said Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) being adopted and carried into effect is enclosed herewith and marked as **Annexure: 3**.

16. That no votes were declared as invalid.
17. That I wish to place on record my deep appreciation for the valuable assistance and support provided by the learned Legal Counsel-Mr Rajeev Kumar, Advocate and other officers of the Transferee Company in smooth conduct of the meeting and preparation of necessary paperwork for the same.
18. That the records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting), duly initialled by the Scrutinizer of the meeting, and other papers were handed over to the Transferee Company for safe custody and record.

  
**Rajeev K Goel, Advocate**  
Chairperson of the meeting of Secured  
Creditors of Globus Spirits Limited  
785, Pocket-E, Mayur Vihar Phase-II,  
Delhi-110 091  
Mobile: 93124 09354  
Email: [rajeev191@gmail.com](mailto:rajeev191@gmail.com)

**Date:** 24<sup>th</sup> February, 2021  
**Place:** New Delhi

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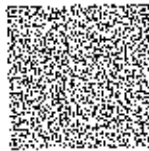


# INDIA NON JUDICIAL

## Government of National Capital Territory of Delhi

### e-Stamp

Certificate No.	: IN-DL515211910101517
Certificate Issued Date	: 24-Feb-2021 06:24 PM
Account Reference	: SELF-PRINT (PUY) (i-self) REHRD/ DL-DLH
Unique Doc. Reference	: SUBIN-OLDL-SELFIN50914203681577
Purchased by	: KARTIKEYA GOEL
Description of Document	: Article 4 Affidavit
Property Description	: NOT APPLICABLE
Consideration Price (Rs.)	: 0 (Zero)
First Party	: RAJEEV KUMAR GOEL
Second Party	: NOT APPLICABLE
Stamp Duty Paid By	: RAJEEV KUMAR GOEL
Stamp Duty Amount(Rs.)	: 00 (Ten only)



INFORMATION FOR THE USER  
PLEASE READ CAREFULLY

.....Please write or type on this line.....

This stamp paper is an integral part  
of the accompanying Affidavit



BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

PRINCIPAL BENCH, NEW DELHI

(ORIGINAL JURISDICTION)

COMPANY APPLICATION NO. CA (CAA) 111 (PB) OF 2020

IN THE MATTER OF THE COMPANIES ACT, 2013 (18 OF 2013)

SECTIONS 230 & 232

AND

IN THE MATTER OF SCHEME OF AMALGAMATION

AND

IN THE MATTER OF

UNIBEV LIMITED

TRANSFEROR/APPLICANT COMPANY 1

AND

GLOBUS SPIRITS LIMITED

TRANSFeree/APPLICANT COMPANY 2

**Affidavit in support of the Chairperson's Report on the Meeting of Secured Creditors of Globus Spirits Limited (the Transferee Company) held through Video Conferencing**

I, **Rajeev Kumar Goel**, son of Late Shri Ras Avtar Goel, aged about 55 years, office at 785, Pocket-E, Mayur Vihar Phase-II, New Delhi-110091, Advocate by occupation, the person appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, to act as the Chairperson of the meeting of Secured Creditors of Globus Spirits Limited, do hereby solemnly affirm and say on oath as follows:

1. That I have been appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, as the Chairperson of the meeting of Secured Creditors of Globus Spirits Limited for the purpose of considering and, if thought fit, approving, the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited.



2. That the meeting of Secured Creditors of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 1:00 P.M. through video conferencing. Mr Abhishek Seth, Advocate and Mr Vikas Gera, Company Secretary in practice, who were appointed by the Hon'ble Tribunal as the Alternate Chairperson and the Scrutinizer of the meeting, respectively, were also present in the meeting and assisted me in conducting the meeting.
  
3. That the result of the above-mentioned meeting is reported in the accompanied Report, which was drafted on my instructions.
  
4. That I say that the contents of the accompanied Report of the Chairperson are true and correct to my knowledge and the same are not being repeated here for the sake of brevity and I say that no part of it is false and nothing material has been concealed there from.

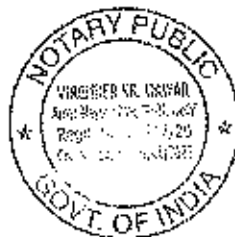
  
**DEPONENT**

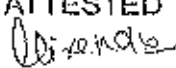
**Verification**

24 FEB 2021

Verified at New Delhi on this day of February, 2021 that the contents of Para 1 to 4 of the above Affidavit are based on perusal of records; which all I believe to be true and that no part of it is false and nothing material has been concealed in this affidavit.

  
**DEPONENT**



**ATTESTED**  
  
**NOTARY PUBLIC**  
**24 FEB 2021**



Report of Scrutinizer

To,  
 Mr. Rajeev K Goel, Advocate  
 Chairperson of the meeting of Secured Creditors of  
 Globus Spirits Limited (the Transferee Company)

Sub: Consolidated Scrutinizer's Report on the voting made through e-voting system in the meeting of Secured Creditors of Globus Spirits Limited as well as through remote e-voting process before the meeting.

Respected Sir,

I, Vikas Gera, Company Secretary, appointed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide its Order dated 17<sup>th</sup> December, 2020 (date of pronouncement) to act as the Scrutinizer for the meeting of Secured Creditors of Globus Spirits Limited (hereinafter referred to as "the Transferee Company/Applicant Company") held on Saturday, 20<sup>th</sup> February, 2021, at 01:00 P.M. through video conferencing, to consider and, if thought fit, approve, the Scheme of Amalgamation between Unibev Limited and Globus Spirits Limited (the Scheme of Amalgamation/the Scheme) and other connected matter, if any, submit my report as under:

1. That as directed by this Hon'ble Tribunal, the meeting of the Secured Creditors of Globus Spirits Limited was duly convened and held on Saturday, 20<sup>th</sup> February, 2021, at 01:00 P.M. through video conferencing. Mr. Rajeev K Goel, Advocate, chaired the meeting. Mr. Abhishek Seth, Advocate, the Alternate Chairperson; and the undersigned being the Scrutinizer of the meeting, attended the meeting through video conferencing. Mr. Rajeev Kumar, Advocate the legal counsel of the Applicant Company and the senior management personnel of the Applicant Company were also present in the meeting.

Vikas Gera & Associates  
 Company Secretaries  
 New Delhi

2. That Link Intime India Private Limited, a SEBI registered Registrar and Transfer Agent (Link Intime) was appointed to conduct remote e-voting before the meeting as well as during the meeting, in a secured manner; and to provide the necessary platform for holding the meeting through video conferencing, to handle and supervise the entire process of holding the meeting through video conferencing and processing of data relating to the meeting and voting, etc.

Executives of Link Intime provided all the necessary support in connection with the convening, holding and conducting of the meeting and e-voting. Link Intime handled and supervised the entire process of holding the meeting through video conferencing, e-voting and processing of data relating to the meeting and voting, etc.


3. Voting upon the Scheme of Amalgamation was conducted through e-voting system in the meeting of Secured Creditors of Globus Spares Limited (the Transferee Company) held through video conferencing.
4. On conclusion of the voting, complete detail of the e-voting made by the Secured Creditors of the Company in the meeting was provided to me by Link Intime.
5. The Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting there at through e-voting system. Remote e-voting period commenced on 17<sup>th</sup> February, 2021 (9:00 A.M.) and ended on 19<sup>th</sup> February, 2021 (5:00 P.M.). Complete details of the remote e-voting made by the Secured Creditors of the Company was provided to me by the Link Intime.
6. No vote was found to be invalid.





7. The result of the voting upon the Scheme of Amalgamation (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting) is given as under:

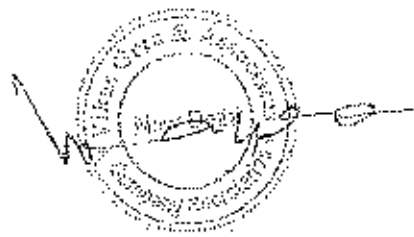
Sl. No.	Particulars	No. of Voters	Value of Votes
1.1	Secured Creditors present in the meeting through video conferencing	11	179,81,04,002
1.2	Secured Creditors present in the meeting and voted through e-voting system in the meeting	NIL	NIL
1.3	Secured Creditors present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	7	179,64,02,568
1.4	Secured Creditors present in the meeting who have abstained from voting	4	17,01,434
2.1	Secured Creditors who did not attend the meeting but cast their votes through remote e-voting process during the prescribed time period before the meeting	NIL	NIL
3.1	Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report {1.2+1.3+2.1}	7	179,64,02,568
4.1	Invalid Votes	NIL	NIL
5.1	Total Valid Votes	7	179,64,02,568
6.1	Votes Against	NIL	NIL
7.1	Votes Against as % of total valid votes cast	NIL	NIL
8.1	Votes in Favour	7	179,64,02,568
9.1	Votes in Favour as % of total valid votes cast	100%	100%



- 8. List of Secured Creditors of the Company who voted "FOR" is enclosed herewith.
- 9. None of the Secured Creditors of the Company voted "AGAINST" the resolution.
- 10. The records of the voting made on the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting) and all other relevant records as provided by Link Intime are enclosed herewith for doing the needful in the matter.

Thanking you

Yours Sincerely



Vikas Gera  
 Company Secretary  
 FCS: 5249  
 COP: 4506  
 Scrutinizer for the meeting of Secured Creditors  
 of Globus Spirits Limited

Dated: 23.02.2021  
 Place: New Delhi

UDIN: F0652488903337341

Consolidated List of Secured Creditors of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Secured Creditors	Amount ₹	No. of Votes
1	HDFC BANK LIMITED	20,50,00,000	20,50,00,000
2	AXIS BANK LIMITED	82,97,58,419	82,97,58,419
3	STANDARD CHARTERED BANK	35,87,20,969	35,87,20,969
4	SVC CO-OPERATIVE BANK LTD	40,00,00,000	40,00,00,000
5	AXIS BANK VEHICLE LOAN A/C- CIAZ	1,45,757	1,45,757
6	AXIS BANK LOAN-MGF TOYOTA	17,50,216	17,50,216
7	SVC CO-OPERATIVE BANK LTD- KIA SELTOS HTX PLUS	10,27,207	10,27,207
	Total	179,64,62,568	179,64,62,568



**Annexure: 2**

**Extracts of the minutes of Secured Creditors' meeting of Globus Spirits Limited held on Saturday, 20<sup>th</sup> February, 2021, at 1:00 P.M. through video conferencing under the supervision of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi**

**Approval of the Scheme of Amalgamation and other connected matters:**

**"RESOLVED THAT** pursuant to the provisions of Sections 230-232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the provisions of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended from time to time, issued by the Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the observation letters dated October 1, 2020 and October 1, 2020 issued by BSE Limited and the National Stock Exchange of India Limited, respectively and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Bench at New Delhi ("Tribunal" or "NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval of the Secured Creditors of the Company be and is hereby accorded to the Scheme of Amalgamation between Unilbev Limited and Globus Spirits Limited and their respective Shareholders and Creditors ("Scheme")."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, (including withdrawal of the Scheme), which may be required and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."



**Annexure: 3**

Consolidated List of Secured Creditors of Globus Spirits Limited who voted in favour of the Scheme of Amalgamation (through e-voting system in the meeting as well as through remote e-voting process before the meeting)

Sl. No.	Name of Secured Creditors	Amount ₹	No. of Votes
1	HDFC BANK LIMITED	20,50,00,000	20,50,00,000
2	AXIS BANK LIMITED	82,97,58,419	82,97,58,419
3	STANDARD CHARTERED BANK	35,87,20,969	35,87,20,969
4	SVC CO-OPERATIVE BANK LTD	40,00,00,000	40,00,00,000
5	AXIS BANK VEHICLE LOAN A/C- CIAZ	1,45,757	1,45,757
6	AXIS BANK LOAN-MGF TOYOTA	17,50,216	17,50,216
7	SVC CO-OPERATIVE BANK LTD- KIA SELTOS HTX PLUS	10,27,207	10,27,207
	<b>Total</b>	<b>179,64,02,568</b>	<b>179,64,02,568</b>