

PRO CLB GLOBAL LIMITED

(FORMERLY KNOWN AS PROVESTMENT SERVICES LIMITED)

CIN: L74899DL1994PLC058964

GST NO. 07AAACP1326P1ZB

WEBSITE: www.proclbglobal.com

deepika@provestment.net/deepika.proclbglobal@gmail.com

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Date: 04th September, 2024

REF: SCRIP CODE: 540703— PRO CLB GLOBAL LIMITED (formerly known as PROVESTMENT SERVICES LIMITED)

Dear Sir / Madam,

Sub: Intimation of signing of Share Purchase Agreement (SPA) between the Promoter & Promoter Group and Acquirer on 04.09.2024

Pursuant to Regulation 30 (read with Part A of Schedule III) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR'), we would like to inform you that the Share Purchase Agreement (SPA) has been signed between the Specified Promoters of the Company - [(i) Mr. Praveen Bhatia, (ii) Mr. Ankit Bhatia, (iii) Mr. Ayush Bhatia, (iv) Ms. Raj Bhatia, (v) Mr. Vinod Ralhan, (vi) Mr. Arvinder Kumar Narang, (vii) Ms. Aprajita Ralhan, (viii) Praveen Bhatia HUF, (ix) Chaitali Exports Private Limited, and (x) Profile Packaging Private Limited,] and Acquirer – [(i) Mr. Niraj Nirmal Chamaria and (ii) Mr. Amrit Nirmal Chamaria,] on 04.09.2024, pursuant to which the Acquirer proposes to acquire from Specified Promoters upto 17,04,088 equity shares representing (33.39%) of paid up share Capital of the Company in one or more tranches, held by the Specified Promoters for consideration of Rs. 15/- per share and its related rights and obligations.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 for this transaction is provided in Annexure-I.



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Kindly take the same on record.

Thanking you,

Yours faithfully,

FOR PRO CLB GLOBAL LIMITED

(Formerly Provestment Services Limited)

(DEEPIKA RAJPUT)

COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl: As Below

REGD. ADD: BUILDING NO. 5/34, THIRD FLOOR, PUSA ROAD, W.E.A. KAROL BAGH, NEW DELHI 110005

CONTACT NO. 9582325860

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Annexure - I- details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023.

1.	Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity	Yes, Share Purchase Agreement is entered between the Specified Promoters of the Company - [(i) Mr. Praveen Bhatia, (ii) Mr. Ankit Bhatia, (iii) Mr. Ayush Bhatia, (iv) Ms. Raj Bhatia, (v) Mr. Vinod Ralhan, (vi) Mr. Arvinder Kumar Narang, (vii) Ms. Aprajita Ralhan, (viii) Praveen Bhatia HUF, (ix) Chaitali Exports Private Limited, and (x) Profile Packaging Private Limited,] and Acquirer – [(i) Mr. Niraj Nirmal Chamaria and (ii) Mr. Amrit Nirmal Chamaria,] on 04.09.2024, to inter alia, acquire 17,04,088 equity shares (33.39%) of the Company held by the Specified Promoters for consideration of Rs. 15/- per share. Pursuant to which there will be change in the management / control of the Company.
2.	If the listed entity is a party to the agreement- Details of the counterparties (including name and relationship with the listed entity):	Name – Specified Promoters: (i) Mr. Praveen Bhatia (ii) Mr. Ankit Bhatia (iii) Mr. Ayush Bhatia (iv) Ms. Raj Bhatia (v) Mr. Vinod Ralhan (vi) Mr. Arvinder Kumar Narang (vii) Ms. Aprajita Ralhan (viii) Praveen Bhatia HUF (ix) Chaitali Exports Private Limited (x) Profile Packaging Private Limited

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		<p>Acquirer:</p> <p>(i) Mr. Niraj Nirmal Chamaria (ii) Mr. Amrit Nirmal Chamaria</p> <p>Relationship with the listed entity:</p> <p>The Specified Promoters are Promoters / Promoter Group of the Company. There is no relation of Acquirer with the Company.</p>
3.	Purpose of entering into the agreement	The Parties to the Share Purchase Agreement are desirous of recording their respective rights and obligations regarding the transfer of equity shares, management of the Company, their respective rights as shareholders of the Company and certain other rights and obligations
4.	Shareholding, if any, in the entity with whom the agreement is executed	NIL
5.	Significant terms of the agreement (in brief)	<p>Subject to fulfilment of the certain conditions precedents identified in the Share Purchase Agreement, including receipt of regulatory approvals and completion of the open offer in terms of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:</p> <ul style="list-style-type: none"> the Acquirer shall purchase upto 17,04,088 equity shares representing 33.39% of the paid up share capital of the Company; the existing promoter/promoter group of the Company shall cease to be in 'control' of the Company, and the process for declassification of the existing promoters shall be initiated by the Company;

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		<ul style="list-style-type: none">the composition Board of Directors and Key managerial personal will be altered.
6.	Extent and the nature of impact on management or control of the listed entity	There will be change in the management / promoters / control / Directors of the Company.
7.	Details and quantification of the restriction or liability imposed upon the listed entity	NIL
8.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	NO
9.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	NO
10.	In case of issuance of shares to the parties, details of issue price, class of shares issued	NA
11.	Any other disclosures related to such agreements, viz, details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	NIL

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