



Global Finance & Securities Ltd.

CIN : L65991WB1994PLC061723

Dated: 22nd November, 2024

To,
Listing Department
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata 700 001

Dear Sir,

Subject: Notice of Postal Ballot

STOCK CODE : GLOBESEC

Further to the outcome of Board meeting of Global finance & Securities Limited (“the Company”) dated November 11, 2024, we enclose herewith a copy of the postal ballot notice dated November 11, 2024 (“Notice”) along with the Explanatory Statement to seek approval of the shareholders for the following resolutions:

Sr. No.	Particulars
1.	Appointment of Mr. Pankaj Surana (DIN: 09119612) as Non-Executive Non-Independent Director of the Company.
2.	Appointment of Mrs. Nitu Goel (DIN: 06911867) as Non-Executive Independent Director of the Company.

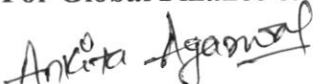
This disclosure is being made pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

The above information will be made available on the website of the Company at www.globalfinance.co.in.

This is for your information and records.

Thanking You

Sincerely,
For Global Finance & Securities Limited


Ankita Agarwal
Company Secretary & Compliance Officer



Encl.: As stated above

GLOBAL FINANCE & SECURITIES LIMITED

CIN: L65991WB1994PLC061723

Regd. Office: 17, Ganesh Chandra Avenue, 5th Floor, Kolkata – 700 013;
Website: www.globalfinance.co.in; **Tel:** 033-3544 1664; **Email:** gfs1994@gmail.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended and applicable circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time]

VOTING STARTS ON	VOTING ENDS ON
Sunday, November 24, 2024	Monday, December 23, 2024

Dear Member(s),

Notice is hereby given that pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), Secretarial Standard on General Meetings (“SS-2”) read with the General Circular No. 09/2024 dated September 19, 2024 and read with circular no. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”) (including any statutory modification or re-enactment thereof for the time being in force, as amended from time to time) and pursuant to other applicable laws and regulations, the resolution appended seeking approval of the Members of Global Finance & Securities Limited (the “Company”) is proposed to be passed through postal ballot process by electronic voting (“e-voting”).

Pursuant to Sections 102 and 110 of the Act, the Explanatory Statement pertaining to the resolution setting out the material facts and the reasons thereof is annexed to this Postal Ballot Notice, for your consideration.

The Board of Directors vide its resolution passed at its meeting held on Monday, November 11, 2024 has appointed Mr. Rajarshi Ghosh, Practicing Company Secretary as the Scrutinizer (the “Scrutinizer”) for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

In compliance with the requirements of the MCA Circulars and provisions of Section 110 of the Act and the Rules made thereunder, the Postal Ballot Notice (“Notice”) along with Explanatory Statement and remote e-voting instructions are being sent only through electronic mode to all those Members who have registered their e-mail addresses with the Company/Registrar and Share Transfer Agent (“RTA”)/Depositories/Depository Participants and whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on Friday, November 15, 2024. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not



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later than 5:00 p.m. (IST) on Monday, December 23, 2024. The remote e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

Based on the Scrutinizer's Report, the Results of remote e-voting will be declared on Tuesday, 24th December, 2024 at 2.00 p.m. (IST). The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's corporate website viz. www.globalfinance.co.in and The Calcutta Stock Exchange Limited, where the Company's shares are listed. National Securities Depository Limited ('NSDL'), engaged by the Board of Directors of the Company for facilitating remote e-voting, will also display these Results on its website www.evoting.nsdl.com

Special Business:

1. Appointment of Mr. Pankaj Surana (DIN: 09119612) as Non-Executive Non-Independent Director of the Company

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable sections and provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment, modification, variation or re-enactment thereof and the Articles of Association of the Company, Mr. Pankaj Surana (DIN: 09119612), who was appointed as an Additional Director in the capacity of Non-Executive Non-Independent Director of the Company with effect from November 11, 2024, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

“RESOLVED FURTHER THAT the Board of Directors of the Company or any Key Managerial Personnel of the Company be and are hereby severally authorised, to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

2. Appointment of Mrs. Nitu Goel (DIN: 06911867) as a Director in the capacity of Non-Executive Independent Director of the Company

To consider, and if thought fit, to pass with or without modification(s) the following resolution(s) as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and any other applicable sections and provisions of the Companies Act, 2013 read with Rules framed thereunder (“the Act”) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mrs. Nitu Goel (DIN: 06911867), who was appointed as an Additional Director in the capacity of an Independent Director with effect from November 11, 2024, who meets the criteria for independence



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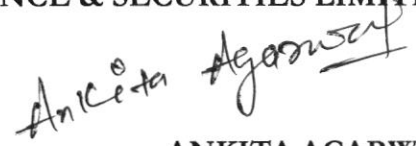
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under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, be and is hereby appointed as an Independent Director of the Company for a period of five consecutive years commencing from November 11, 2024 till November 10, 2029, and that she shall not be liable to retire by rotation.

“RESOLVED FURTHER THAT the Board of Directors of the Company or any Key Managerial Personnel of the Company be and are hereby severally authorised, to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

**By Order of the Board
For GLOBAL FINANCE & SECURITIES LIMITED**



**ANKITA AGARWAL
Company Secretary**

Dated: November 11, 2024

Place: Kolkata

NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. In compliance with the MCA Circulars, the Postal Ballot Notice is being sent by electronic mode to all those members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company/ Depositories as on Friday, November 15, 2024 (**“Cut-off date”**) and whose e-mail addresses are registered with the Company/Depositories. For Members who have not registered their addresses, please follow the instructions given below under these Notes.
3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on Friday, November 15, 2024, being the “cut-off date” fixed for this purpose, shall be eligible to cast their votes through postal ballot by remote e-voting. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is, however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.
4. The remote e-voting shall commence on Sunday, November 24, 2024 at 9:00 a.m. (IST) and shall end on Monday, December 23, 2024 at 5:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.



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6. The Board of Directors vide its resolution passed at its meeting held on Monday, November 11, 2024, has appointed Mr. Rajarshi Ghosh, Practicing Company Secretary bearing FCS 12595 as the scrutinizer (“Scrutinizer”) for conducting the Postal Ballot only through e-voting process in a fair and transparent manner.
7. The postal ballot notice is also being uploaded on the Company’s website viz., www.globalfinance.co.in, the relevant section of the website of The Calcutta Stock Exchange Limited (“CSE”): <https://www.cse-india.com> on which the Equity Shares of the Company are listed and on the website of National Securities Depository Limited (NSDL): www.evoting.nsdl.com.
8. Shareholders who have not registered their e-mail address are requested to register the same in respect of equity shares held in electronic form with the Depository through their Depository Participant(s) and in respect of equity shares held in physical form by writing to the Company’s Registrar and Share Transfer Agent, Niche Technologies Private Limited, 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017 or at nichetechpl@nichetechpl.com as per the following procedure:

Physical Holding	Kindly submit Form ISR-1 to update PAN, Postal Address with PIN, Email Address & Mobile Number including demat and bank account details. Form ISR-1 is available on the website of the Company at www.globalfinance.co.in You are requested to forward the duly filled-in documents along with the related proofs as mentioned in the form to the following address: Niche Technologies Private Limited (Unit: Global Finance & Securities Limited) 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017 Tel: 033-22806616/6617/6618; Fax: 033-22806619 E-mail: nichetechpl@nichetechpl.com Website: www.nichetechpl.com
Demat Holding	Contact respective Depository Participant(s)

9. Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders convened in that regard. A Shareholder cannot exercise his/her vote by proxy on Postal Ballot.
10. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the result of the voting by postal ballot through the e-voting process will be announced by the Chairman or any person authorised by him, on Tuesday, December 24, 2024 and will also be displayed on the website of the Company (www.globalfinance.co.in), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.
11. Shareholders can cast their vote online from Sunday, November 24, 2024 from 09:00 A.M. (IST) till Monday, December 23, 2024 5:00 P.M. (IST). Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion



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to their shares of the paid-up equity share capital of the Company as on Friday, November 15, 2024, being the Cut-off Date fixed for the purpose.

12. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Monday, December 23, 2024 i.e., the last date specified for receipt of votes through the E-voting process.
13. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Shareholders seeking to inspect such documents can send an email to gfs1994@gmail.com.
14. In this Notice, the term “shareholder(s)” and “member(s)” are used interchangeably.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is



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launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.



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	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911



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B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from



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NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



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General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rajaghosh2002@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL and/ or Mr. Amit Vishal, Deputy Vice President, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to gfs11994@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to gfs11994@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

The Board at its meeting held on November 11, 2024, on due recommendations of the Nomination and Remuneration Committee appointed Mr. Pankaj Surana as an Additional Director in the capacity of Non-Executive Non-Independent Director on the Board of the Company, liable to retire by rotation, subject to approval of the shareholders.

The Company has received requisite consent and declarations from Mr. Pankaj Surana concerning the appointment as a Non-Executive Non-Independent Director of the Company in accordance with the provision of the Companies Act, 2013 ('the Act') and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'). He is neither disqualified from being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such other authority.

In the opinion of the Board, he fulfils the conditions specified in the Act. Further, he possesses appropriate skills, experience, expertise and knowledge which would benefit the business of the Company.

Except Mr. Pankaj Surana and/or his relative(s), none of the other Directors, KMPs and/or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 1 of the Notice.

The Board of Directors accordingly recommends the Ordinary Resolution set out at Item No. 1 of the Notice for the approval of the Members.

Item No. 2

The Nomination and Remuneration Committee (NRC) of the Company is responsible for overseeing the process of selecting members of the Board of Directors (Board). It ensures that the planning of the Board is carried out effectively. The NRC aims to recommend highly qualified individuals who are best suited to serve on the Board. Based on the desired attributes identified for the selection of the Independent Director(s), NRC has identified Mrs. Nitu Goel as the suitable candidate as an Independent Director on the Board.

Based on the recommendation of NRC, the Board at its meeting held on November 11, 2024, approved appointment of Mrs. Nitu Goel (DIN: 06911867) as an Additional Director with effect from November 11, 2024, designated as Non- Executive Independent Director, not liable to retire by rotation, for a tenure of 5 (five) consecutive years commencing from November 11, 2024 till November 10, 2029, subject to approval of the shareholders.

In the opinion of the Board of Directors, Mrs. Nitu Goel possesses the requisite integrity, expertise and experience and fulfil the criteria of Independence as specified under Section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time.

In terms of Section 160 of the Act, Nomination and Remuneration Committee has recommended the appointment of Mrs. Nitu Goel as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Act. The Company has also received necessary consent to act as Director and requisite declarations/disclosures from Mrs. Nitu Goel confirming that she meets the criteria of independence as



GLOBAL FINANCE & SECURITIES LIMITED

CIN: L65991WB1994PLC061723

Regd. Office: 17, Ganesh Chandra Avenue, 5th Floor, Kolkata – 700 013;

Website: www.globalfinance.co.in; **Tel:** 033-3544 1664; **Email:** gfs11994@gmail.com

prescribed under the Act and SEBI Listing Regulations. In the opinion of the Board, Mrs. Nitu Goel is a person of integrity, fulfils the conditions for her appointment as an Independent Director as specified in the Act and Listing Regulations and is independent of the management. The Board believes that Mrs. Nitu Goel possesses relevant expertise and experience for being appointed as an Independent Director of the Company and considers her association to be of immense benefit to the Company. Mrs. Nitu Goel is not disqualified from being appointed as a Director under provisions of Section 164 of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority.

A copy of the appointment letter of Mrs. Nitu Goel as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

Except Mrs. Nitu Goel and/or her relative(s), none of the other Directors, KMPs and/or their respective relatives is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 2 of the Notice.

The Board of Directors accordingly recommends the Special Resolution set out at Item No. 2 of the Notice for the approval of the Members.

INFORMATION AS REQUIRED UNDER REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015 IN RESPECT OF DIRECTORS BEING APPOINTED:

ITEM NO. 1

Details of Mr. Pankaj Surana seeking appointment in the Company.

Name of Director	Mr. Pankaj Surana
Date of Birth	06/06/1976
Qualifications	B. Com, ACA
Date of Original Appointment	11/11/2024
Brief resume and nature of expertise	Mr. Pankaj Surana (DIN: 09119612) aged about 48 years. He is a Chartered Accountant with 20+ years of experience in Finance & Accounts with companies in India and Indonesia. He is pivotal in developing Back Office Information System and MIS and other reports for the Company. He is an effective communicator with strong analytical, planning & interpersonal skills.
Relationship between Directors inter-se	None
List of Directorships held in other Companies and membership of committees of the Board	1. Birsa Agro Private Limited 2. Surana Investments Private Limited
Number of shares held in the Company	NIL
Number of Board Meetings attended during the year	NA

Your Directors recommend the above Ordinary Resolution for approval. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the above said resolution.



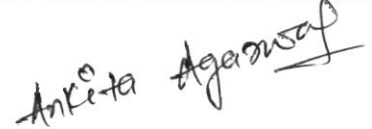
GLOBAL FINANCE & SECURITIES LIMITED**CIN: L65991WB1994PLC061723****Regd. Office:** 17, Ganesh Chandra Avenue, 5th Floor, Kolkata – 700 013;
Website: www.globalfinance.co.in; **Tel:** 033-3544 1664; **Email:** gfs11994@gmail.com**ITEM NO. 2**

Details of Mrs. Nitu Goel seeking appointment in the Company.

Name of Director	Mrs. Nitu Goel
Date of Birth	17/01/1988
Qualifications	B. Com, FCS
Date of Original Appointment	11/11/2024
Brief resume and nature of expertise	Mrs. Nitu Goel (DIN: 06911867) aged about 36 years is a Fellow Member of the Institute of Company Secretaries of India (ICSI), with a strong academic and corporate background. A result-oriented professional, she excels in achieving personal and organizational goals with dedication, perfection, and a strong work ethic. She is skilled in company law, securities law, NCLT matters, and compliance within the Smart City framework, making her a well-rounded corporate and legal expert
Relationship between Directors inter-se	None
List of Directorships held in other Companies and membership of committees of the Board	NIL
Number of shares held in the Company	NIL
Number of Board Meetings attended during the year	NA

Your Directors recommend the above Special Resolution for approval. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the above said resolution.

By Order of the Board
For GLOBAL FINANCE & SECURITIES LIMITED



ANKITA AGARWAL
Company Secretary

Dated: November 11, 2024

Place: Kolkata