



GLOBAL SURFACES LTD.

(Formerly known as "Global Stones Private Limited")

ISO 9001:2015 ISO 14001:2004 Certified Company

CIN : L14100RJ1991PLC073860

Ref: **GSL/SEC/2024-25/27**

Date: **July 25, 2024**

To,
BSE Limited,
Dept of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001 (Maharashtra)
Scrip Code: 543829

National Stock Exchange of India Limited
The Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051 (Maharashtra)
Symbol: GSLSU

Reference: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Proceedings of Postal Ballot

Dear Sir/Madam,

This is in continuation to our earlier communication vide letter dated June 25, 2024, regarding submission of Notice of Postal Ballot dated June 20, 2024, seeking approval of the shareholders, pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, in respect of following Resolution:

Sr. No.	Type of Resolution	Subject matter of Resolution
1	Special Resolution	To approve creation of charges, securities on the assets/ undertakings of the company, under section 180(1)(a) of the Companies Act, 2013.
2	Ordinary Resolution	Approval of material related party transactions with subsidiaries

In this regard, pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, please find enclosed herewith the summary of the proceedings of business transacted through Postal Ballot Notice dated June 20, 2024. The remote e-voting period for Postal Ballot was concluded on Thursday, July 25, 2024 at 5:00 p.m. (IST).

You are requested to take on record the above information.

Thanking You
Yours Faithfully,
For **Global Surfaces Limited**

Dharam Singh Rathore
Company Secretary and Compliance Officer
ICSI Mem. No.: A57411
Place: Jaipur Encl.: As above



Registered Office & Quartz Division: Plot No. : PA-010-006, SEZ
Engineering & Related Industries, Mahindra World City,
Teh. Sanganer, Jaipur 302037 (Rajasthan), Ph. 0141-7191000

Natural Stone Division: Plot No. : E40-42, G43-47
RIICO Industrial Area, Bagru Ext., Jaipur 303007,
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SUMMARY OF THE PROCEEDINGS OF RESOLUTIONS PASSED BY THE MEMBERS OF GLOBAL SURFACES LIMITED BY POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS ON THURSDAY, JULY 25, 2024

Pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 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 and 09/2023 dated September 25, 2023, (collectively the 'MCA Circulars'), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force), the Company had sent a Notice of Postal Ballot dated June 20, 2024, to obtain the consent of the Members on the following Special Businesses appended below as set out in the Postal Ballot Notice dated June 20, 2024:

Sr. No.	Type of Resolution	Subject matter of Resolution
1	Special Resolution	To approve creation of charges, securities on the assets/ undertakings of the company, under section 180(1)(a) of the Companies Act, 2013.
2	Ordinary Resolution	Approval of material related party transactions with subsidiaries

In accordance with applicable MCA and SEBI Circulars, the Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were duly sent through email on June 25, 2024 ('date of completion of dispatch'), to those members whose e-mail addresses were registered with the Bigshare services Private Limited, Company's Registrar and Transfer Agent ('RTA')/ Depositories as on Friday, June 21, 2024 ('cut-off date') and was also placed on the website of the Company seeking approval as set out in the postal ballot notice

Further, a public advertisement informing the date of completion of dispatch of Postal Ballot Notice was published on June 26, 2024, in Financial Express (English - All Edition) and Business Remedies (Hindi - Jaipur Edition) Newspaper.

The Company had engaged the services of National Securities Depository Limited ('NSDL' or 'e-voting service provider') for the purpose of providing e-voting facility (through remote e-voting) and technical services relating to the Postal Ballot to all its members.



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The remote e-voting commenced on Wednesday, June 26, 2024 (9.00 AM IST) and ended on Thursday, July 25, 2024 (5.00 PM IST). The remote e-Voting facility was disabled by NSDL immediately thereafter and the voting was not permitted beyond the said period.

The Board had appointed Mr. Akshit Kumar Jangid (M. No.: FCS11285 C.P.No.: 16300), Partner of M/s. Pinchaa & Co., Company Secretaries as the Scrutinizer to scrutinize the postal ballot in a fair and transparent manner.

The Scrutinizer, after scrutiny of e-voting received within the scheduled time submitted his report to the Company Secretary (Authorised by Chairman and Board for this purpose), on July 25, 2024.

Based on the report of the Scrutinizer, Mr. Dharam Singh Rathore, Company Secretary and Compliance Officer of the Company, (duly authorised by the chairman of the Company in this regard), declared the results of the Postal Ballot through remote e-voting on Thursday, the 25th July, 2024 and the same was displayed on the notice board at the Registered Office of the Company and was also placed on the website of the Company.

All the resolution(s) as set out in the Notice of Postal Ballot dated June 20, 2024, were duly passed with requisite majority and the same shall be deemed to have been passed on the last date specified for e-Voting i.e., Thursday, July 25, 2024.

The text of resolutions as set out in the postal ballot notice dated June 20, 2024, that were passed by the shareholders are as follows:

RESOLUTION NO. 1 - SPECIAL RESOLUTION

APPROVAL FOR CREATION OF CHARGES, SECURITIES ON THE ASSETS/ UNDERTAKINGS OF THE COMPANY, UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 ('the Act') read with the rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), any other applicable rules, regulations, guidelines and other provisions of law, and enabling provisions of the Memorandum of Association and the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'The Board' which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board) to create charge/ provide security by way of mortgage, pledge, hypothecation or otherwise on the assets/ undertakings of the Company wherever situated both present and future for the sum borrowed on such terms and conditions and in such form and manner and with such ranking as to priority, as the Board in its absolute discretion thinks fit, as may be agreed to between the Company and



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the Lenders so as to secure the borrowings by the Company, together with interest costs, charges, expenses and all other monies payable by the Company to the concerned Lenders / Institutions, under the respective arrangements entered into / to be entered by the Company and/ or Board provided that the total amount of Borrowings together with interest costs, charges, expenses and all other monies payable by the Company in respect of the said Borrowings for which the charge is to be created, shall not, at any time exceed Rs.400,00,00,000 (Rupees Four Hundred Crores only).

RESOLVED FURTHER THAT the Board of Directors (which term shall be deemed to include any committee thereof) be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution."

RESOLUTION NO. 2 -ORDINARY RESOLUTION

APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH SUBSIDIARIES

"RESOLVED THAT pursuant to Regulations 2(1)(zc), 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Companies Act, 2013 ("Act") read-with rules made thereunder, any other applicable rules, regulations, guidelines and other provisions of law, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to and the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors, approval of the members of the Company be and is hereby accorded to the Company for entering into the related party contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as more specifically set out in the explanatory statement to this resolution, to be entered into and/ or carried out and/ or continued with Global Surfaces Inc. and Superior Surfaces Inc., both subsidiaries of the Company, for an aggregate value not exceeding INR 1,500 Million during financial year 2024-25, on such terms and conditions as may be agreed between the Company and its aforesaid Subsidiaries, subject to such contract(s)/ arrangement(s)/ transaction(s) being carried out at on arm's length and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, and confirmed in all respects."



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