

General information about company	
Scrip code	533204
NSE Symbol	GBGLOBAL
MSEI Symbol	NOTLISTED
ISIN	INE087J01028
Name of the entity	GB GLOBAL LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory												Textual Information(1)					
Whether the listed entity has a Regular Chairperson												No					
Whether Chairperson is related to MD or CEO												No					
Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes : provi PA
SH DIA	BEEPV7622E	08234863	Non-Executive - Non Independent Director	Not Applicable		03-03-1980	No		30-01-2019	26-09-2019		14	1	0	0	0	
NSON	ZZZZ9999Z	08306844	Non-Executive - Independent Director	Not Applicable		08-01-1981	No		30-01-2019	26-09-2019		14	1	1	1	0	Textual Inform
SH II	ADWPD1171E	07597924	Non-Executive - Non Independent Director	Not Applicable		22-04-1975	NA		30-01-2019	26-09-2019			1	0	2	0	

Text Block	
Textual Information(1)	NCLT Mumbai Bench vide its Order dated 05.12.2019, the certified copy of which was issued on 12.12.2019 and received by the Company on 13.12.2019 has directed the successful Resolution Applicant to hand over the possession of the Company to the CoC and ordered the restoration of CIRP. Thus, the powers of the Board of Directors and all Committees stand suspended with effect from that date.
Textual Information(2)	The Director, Mr. Todd Robinson, is an American citizen. Hence, PAN is not applicable.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)	NCLT Mumbai Bench vide its Order dated 05.12.2019, the certified copy of which was issued on 12.12.2019 and received by the Company on 13.12.2019 has directed the successful Resolution Applicant to hand over the possession of the Company to the CoC and ordered the restoration of CIRP. Thus, the powers of the Board of Directors and all Committees stand suspended with effect from that date.
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08306844	TODD ROBINSON	Non-Executive - Independent Director	Member	31-01-2019		
2	07597924	PIYUSH DOSHI	Executive Director	Member	14-02-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08234863	PIYUSH VIRADIA	Non-Executive - Non Independent Director	Member	31-01-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07597924	PIYUSH DOSHI	Executive Director	Member	31-01-2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08234863	PIYUSH VIRADIA	Non-Executive - Non Independent Director	Chairperson	31-01-2019		
2	08306844	TODD ROBINSON	Non-Executive - Independent Director	Member	13-08-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1	
Annexure 1	
III. Meeting of Board of Directors	
Disclosure of notes on meeting of board of directors explanatory	Textual Information(1)

Text Block

Textual Information(1)

NCLT Mumbai Bench vide its Order dated 05.12.2019, the certified copy of which was issued on 12.12.2019 and received by the Company on 13.12.2019 has directed the successful Resolution Applicant to hand over the possession of the Company to the CoC and ordered the restoration of CIRP. Thus, the powers of the Board of Directors and all Committees stand suspended with effect from that date.

Annexure 1	
IV. Meeting of Committees	
Disclosure of notes on meeting of committees explanatory	Textual Information(1)

Text Block

Textual Information(1)

NCLT Mumbai Bench vide its Order dated 05.12.2019, the certified copy of which was issued on 12.12.2019 and received by the Company on 13.12.2019 has directed the successful Resolution Applicant to hand over the possession of the Company to the CoC and ordered the restoration of CIRP. Thus, the powers of the Board of Directors and all Committees stand suspended with effect from that date.

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	CHARU DESAI
2	Designation	CEO

Text Block

Textual Information(1)

NCLT Mumbai Bench vide its Order dated 05.12.2019, the certified copy of which was issued on 12.12.2019 and received by the Company on 13.12.2019 has directed the successful Resolution Applicant to hand over the possession of the Company to the CoC and ordered the restoration of CIRP. Thus, the powers of the Board of Directors and all Committees stand suspended with effect from that date.

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.gbglobal.in
2	Terms and conditions of appointment of independent directors	Yes		www.gbglobal.in
3	Composition of various committees of board of directors	No	Company under CIRP	
4	Code of conduct of board of directors and senior management personnel	Yes		www.gbglobal.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.gbglobal.in
6	Criteria of making payments to non-executive directors	Yes		www.gbglobal.in
7	Policy on dealing with related party transactions	Yes		www.gbglobal.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	NA		

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.gbglobal.in
11	email address for grievance redressal and other relevant details	Yes		www.gbglobal.in
12	Financial results	Yes		www.gbglobal.in
13	Shareholding pattern	Yes		www.gbglobal.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		www.gbglobal.in
17	Advertisements as per regulation 47 (1)	Yes		www.gbglobal.in
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.gbglobal.in
21	Materiality Policy as per Regulation 30	Yes		www.gbglobal.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.gbglobal.in

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
3	Meeting of Board of directors	17(2)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
4	Quorum of Board meeting	17(2A)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
16	Meeting of Audit Committee	18(2)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
17	Composition of nomination & remuneration committee	19(1) & (2)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
19	Meeting of Nomination and Remuneration Committee	19(3A)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
35	Familiarization of independent directors	25(7)	No	Company is under CIRP vide NCLT Order Dated 05.12.2019
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	CHARU DESAI
2	Designation	CEO

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	CHARU DESAI
2	Designation	CEO

Signatory Details	
Name of signatory	CHARU DESAI
Designation of person	CEO
Place	MUMBAI
Date	12-05-2020

