PB GLOBAL LIMITED

CIN - L99999MH1960PLC011864

Regd. Off: 604, Floor-6th, Arihant Heights, V V Chandan, Street, Near Masjid Station Garibdasst, Mandvi, Mumbai, 400003

Email ID – compliance@pbltd.in / contact – 022-49335800

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 65th Annual General Meeting of the Members of PB Global Limited will be held on Tuesday, the 30th day of September, 2025 at 10.00 A.M at its registered office to transact the following business:

ORDINARY BUSINESS:

1. (i) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, along with the Board of Directors Report and Auditors Report thereon.
   (ii) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for thefinancial year ended 31st March, 2025 together with the Report of the Auditor thereon.

2. To appoint a Director in place of Mrs. Ridhhi Mehta, (DIN 07812697) who retires by rotation and being eligible, offers herself for re-appointment;
   RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Ridhhi Mehta, (DIN 07812697), who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation.

SPECIAL BUSINESS:

3. To re-appoint Mr. Parimal Mehta, (DIN:) as Managing Director of Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force), subject to approval of members in the general meeting and such other consents and permission as may be necessary, consent of the board of directors be and is hereby accorded for the appointment of Mr. Parimal Mehta, DIN: 03514645, as Managing Director of the Company for a period of 05 Years with effect from 01st October, 2025 on the remuneration and terms & conditions mentioned in the draft agreement placed before the members of the board as "Annexure – I".

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 196(3), 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Schedule V thereto and the rules made thereunder including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force, the consent of the Board be and is hereby accorded subject to the approval of shareholders for the change in designation of Mr. Parimal Mehta, DIN: 03514645, as Managing Director of the Company for a period of 05 Years with effect from 01st October, 2025 on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and/ or remuneration based on the recommendation of the Nomination & Remuneration Committee, mutually agreed upon by the Board and Mr. Tilak Liladhar Mundhra, whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT during the currency of his tenure, the remuneration payable to Mr. Parimal Mehta, DIN: 03514645 Managing Director by way of salary, commission , variable pay, perquisites and allowances in any financial year shall be governed by the provisions prescribed in section 196 and 197, but in case of no profit or inadequate profit, subject to the limits mentioned in Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the breakup of the remuneration from time to time in consultation with the Managing Director, also the Board of Directors be and hereby authorized to make such modification's on the terms and conditions including tenure and remuneration as it may decide from time to time with the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to modify the terms and conditions of appointment / remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time;

RESOLVED FURTHER THAT Mr. Parimal Mehta, DIN: 03514645 Managing Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board.

RESOLVED FURTHER THAT the any of the Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient, to give effect to the aforesaid resolution."

Yours Truly,

For and on behalf of

SD/-

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Parimal Mehta
Managing Director (DIN: 03514645)
Date: 07.09.2025
Registered Office:
604,FLOOR-6TH,ARIHANT HEIGHTS,V V CHANDAN, STREET,NEAR MASJID STATION GARIBDASST, MANDVI, Mumbai, 400003
(CIN: L99999MH1960PLC011864)

NOTES

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE VALID MUST BE DULY FILLED IN ALL RESPECTS AND SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) in number and holding in the aggregate not more than ten percent of the total issued and paid up share capital of the Company. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable. A member holding more than 10% of the total issued and paid up share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

1. The relevant explanatory Statements to be annexed to the Notice pursuant to Section 102 of the Companies Act, 2013 (hereinafter called "the Act"), which sets out details relating to the Special Business to be transacted at the meeting is annexed hereto.

2. The members who have not yet registered their e- mail ids with the Company may contact on compliance@pbltd.in or 022-28520461, 022-28520462 for registering their e- mail ids on or before **22nd September, 2025**.

3. Bodies Corporate, who are the members of the Company, are requested to send in advance duly certified copyof Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.

4. The Register of Members and the Transfer Book of the Company will remain closed from **23rd September, 2025 to 30th September, 2025** (both days inclusive).

5. The Securities & Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Account. Members holding their shares in Physical Form can submit their PAN details to the share transfer agent of the Company (Satellite Corporate Services Private Limited).

6. Members are requested to notify immediately any change in their address details to the Company's Registrarand share transfer agents for shares held in demat/physical form at: Satellite Corporate Services Private Limited

7. Pursuant to the provisions of Sections 101 and 136 of the Act read with 'The Companies (Accounts) Rules, 2014' electronic copy of the Annual Report for financial year 2024-2025 will be sent to those members whose email IDS are registered with their respective Depository Participant(s) (DPs), the Company or Satellite Corporate Services Pvt. Ltd and a hard copy of the same for members who have not registered their email address so far, are requested to promptly intimate the same to their respective DPs or to the Company/ Satellite Corporate Services P L., as the case maybe. Physical copies of the Annual Report for the year 2024-2025 will be sent in the permitted mode in cases where the email addresses are not available with the Company.

8. Members may also note that the Notice of the 64th Annual General Meeting and the Annual Report for 2024-2025 is also available on the Company's website www.pbglobal.in, which can be downloaded from the site. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on all the working days except Saturdays.

9. Voting through electronic means and Process and manner for remote e-voting are as under is mentioned in Annexure A to this Notice of Annual General Meeting:

For and on behalf of

SD/-

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Parimal Mehta
Managing Director (DIN: 03514645)
Date: 07.09.2025
Registered Office:
604,FLOOR-6TH,ARIHANT HEIGHTS,V V CHANDAN, STREET,NEAR MASJID STATION GARIBDASST, MANDVI, Mumbai, 400003
(CIN: L99999MH1960PLC011864)

ITEM 3

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

Mr. Parimal Mehta has been serving on the Board of the Company as a Director, since 28 April 2011.

Mr. Parimal Mehta leadership skills and meticulous attention to execution, enabled the Company towards operational excellence, technological advancements, new product line up, new business development, new market expansion and continuous innovation.

Hence, considering the rich experience and the responsibilities shouldered by Parimal Mehta, who is responsible for overall operations and growth of the company, including addition of new customer, developing strategy plans, monitoring performance of various business units / functions against their annual targets and provides corrective actions, the Board of Directors of the Company has appointed Mr. Parimal Mehta Managing Director of the Company in its board meeting held on 07th September, 2025 for a period of five years from 1st October, 2025 upto 30th September 2030 upon the terms and conditions hereinafter indicated, subject to approval of the Members.

For and on behalf of

SD/-

____
Parimal Mehta
Managing Director (DIN: 03514645)
Date: 07.09.2025
Registered Office:
604,FLOOR-6TH,ARIHANT HEIGHTS,V V CHANDAN, STREET,NEAR MASJID STATION GARIBDASST, MANDVI, Mumbai, 400003
(CIN: L99999MH1960PLC011864)

VENUE OF AGM

604,FLOOR-6TH,ARIHANT HEIGHTS,V V CHANDAN, STREET,NEAR MASJID STATION GARIBDASST,MANDVI, MUMBAI 400003