PRO CLB GLOBAL LIMITED
(FORMERLY KNOWN AS PROVESTMENT SERVICES LIMITED)
CIN: L74899DL1994PLC058964 GST NO. 07AAACP1326P1ZB
E-mail: cs@proclbglobal.com Telephone No. +91 9893342402
Website: www.proclbglobal.com

Date: 30th July, 2026

To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street,
Mumbai-400001

ISIN: INE438C01010
SCRIP CODE: 540703

Subject: Notice of Postal Ballot

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of Postal Ballot Notice.

In compliance with the relevant circulars issued by Ministry of Corporate Affairs, the said Notice has already been sent through electronic mode to those members whose e-mail IDs are registered with the Company/ Depositories as on Friday, 24th July, 2026, being the cut-off date.

The Company has engaged CDSL to provide e-Voting facility to its members. The e-Voting period commences on Saturday, 1st August, 2026 from 9:00 A.M. (IST) and ends on Sunday, 30th August, 2026 at 5:00 P.M. (IST). Please note that communication of assent or dissent of the members would only take place through the e-Voting. The instructions for remote e-Voting are provided in the Postal Ballot Notice.

We request you to kindly take the same on your record and acknowledge.

Thanking You,

Yours faithfully,
For PRO CLB GLOBAL LIMITED

HEMANT KUMAR SHANTILAL MEHTA
Digitally signed by HEMANT KUMAR SHANTILAL MEHTA
Date: 2026.07.30 17:20:21 +05'30'

Hemant Shantilal Mehta
Director
DIN: 05303980

POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot through e-voting, vide Ministry's General Circular No. 14/2020 date 08th April, 2020, Circular No. 03/2022 .dated 05th May, 2022 ,Circular No 11/ 2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and the latest one being General Circular No. 09/2024 dated 19th September, 2024, , Circular No. 03/2025 dated September 22, 2025 (in continuation to the circulars issued earlier in this regard), and Circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 (in continuation to the circulars issued earlier in this regard) Issued by SEBI and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, approval of the Members of the Company is sought for the proposals contained in the resolutions forming part of this Notice of Postal Ballot ("Notice").

In compliance with the aforesaid circulars issued by MCA and SEBI, Regulation 44 of the Listing Regulations and the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Rules, as amended from time to time, and SS – 2 on General Meetings, Notice is being sent by the Company only through electronic mode to all its Members who have registered their email addresses with the Company and / or Beetal Financial & Computer Services Private Limited, Registrar and Transfer Agent of the Company or their respective depository participants (NSDL/CDSL). Hard copy of the Notice along with Postal Ballot form and pre-paid business reply envelope will not be sent to the Members for this postal ballot and they are required to communicate their assent or dissent through electronic means by remote e-voting system only. This postal ballot is accordingly being initiated in compliance with the circulars issued by MCA and SEBI.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on 29th July, 2026 has appointed Mr. Rohit Bhatia, Practicing Company Secretaries, (Membership No. 67220 and COP No. 25126) as the Scrutinizer for conducting the postal ballot only through the remote e-voting process in a fair and transparent manner.

In accordance with the MCA circulars, Members can vote only through the remote evoting process. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company is pleased to offer remote evoting facility to all its Members to cast their votes by electronic means through the remote e-voting process. Members are requested to read the instructions in the Notes under the section "Voting through remote e-voting facility" at note #13 of this Notice to cast their vote by electronic means through the remote e-voting process. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide remote e-voting facility for its Members. The remote e-voting facility is available from 9:00 am (IST) on Saturday, 1st August, 2026 up to 5.00 pm (IST) on Sunday, 30th August, 2026. Remote e-voting module will be blocked by Central Depository Services (India) Limited (CDSL) at 5.00 pm (IST) on Sunday, 30th August, 2026 and voting shall not be allowed beyond the said date and time. Members are requested to cast their vote through the remote e-voting process not later than 5:00 pm (IST) on Sunday, 30th August, 2026 to be eligible for being considered, failing which it will be strictly considered that no vote has been received.

Based on the Scrutinizer's report, the results of the remote e-voting will be declared on or before Tuesday, 1st September, 2026 i.e. within two (2) working days from close of voting period. The declared results, along with the Scrutinizer's report, will be available forthwith on the website of the Company i.e. https://www.proclbglobal.com/ and will also be forwarded to BSE Limited, where the equity shares of the Company are listed. Central Depository Services (India) Limited (CDSL), who has provided the platform for facilitating remote e-voting, will also display these results on its website.

The last date of remote e-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by requisite majority.

SPECIAL BUSINESS:

RESOLUTION NO.1:

INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION

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

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules issued there under (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company, Consent of the members be and are hereby accorded to increase the Authorised Share Capital of the Company from ₹6,25,00,000/- (Rupees Six Crore Twenty Five Lakhs Only) divided into 62,50,000 (Sixty Two Lakhs Fifty Thousand) Equity Shares to ₹16,75,00,000/- (Rupees Sixteen Crore Seventy Five Lakhs only) divided into 1,67,50,000 (One Crore Sixty Seven Lakhs Fifty Thousand) Equity Shares of ₹10/- each, subject to the approval of the statutory authority.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. The Authorised Share Capital of the Company is ₹16,75,00,000/- (Rupees Sixteen Crore Seventy Five Lakhs only) divided into 1,67,50,000 (One Crore Sixty Seven Lakhs Fifty Thousand) Equity Shares of ₹10/- each

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, any of the Director or Key Managerial Personnel, be and is hereby severally authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable and pay any fees and commission and incur expenses in relation thereto."

Resolution No. 2

ISSUANCE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS AND MATTERS RELATED THEREWITH

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the uniform listing agreement entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed ("Stock Exchange(s)"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital And Disclosure Requirements) Regulations, 2018, as amended, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Government of India and subject to the approvals, consents, permissions and/ or actions, as may be required from any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the board of directors of the Company (hereinafter referred to as the "Board" which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the Company be and are hereby accorded to create, issue, offer and allot, on a preferential basis, upto 1,16,14,250 (One crore Sixteen Lakhs Fourteen Thousand Two Hundred Fifty) Convertible Warrants ("Warrants"), at a price ₹32.20/- (Thirty Two Rupees & Twenty Paisa Only) per Warrant, each convertible into, or exchangeable for, One (01) fully paid-up equity share of the Company having face value of ₹ 10/- (Rupees Ten Only) each ("The Equity Shares") at a premium of ₹22.20/- (Twenty Two Rupees & Twenty Paisa Only) per share to persons / entities (Proposed allotees) on a preferential basis, for cash and in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and/or other applicable Laws and on such terms and conditions as the board may, in its absolute discretion think fit and without requiring any further approval or consent from the members, to the below-mentioned Proposed Equity Allottees in the manner as follows:

Sr. No	Name	No. of Shares Proposed to Be issue	Category of the Proposed Allottes
1	Adil V Mirzan	125,000	Non – Promoter Category
2	Chirayu Aggarwal	50,000	Non – Promoter Category
3	Geeta Sanjay Arora	125,000	Non – Promoter Category
4	Rana Dolarba Arvindsinh	6,089	Non – Promoter Category
5	Rana Anitaba Krushnapalsinh	6,089	Non – Promoter Category
6	Rana Birendrasing Arvindsing	6,089	Non – Promoter Category
7	Dimpleben Parasbhai Timania	21,310	Non – Promoter Category
8	Purohit Namrata Chetakumar	30,447	Non – Promoter Category
9	Vijaybhai Timaniya HUF	12,179	Non – Promoter Category
10	Bhavnaben Bharatbhai Shah	15,273	Non – Promoter Category
11	Shiyal Hardik Pragjibhai	15,273	Non – Promoter Category
12	Shiyal Bhagwati Pragjibhai	15,273	Non – Promoter Category
13	Manisha Nitesh Jumani	25,456	Non – Promoter Category
14	Laxmichand Rochaldas Jumani HUF	25,456	Non – Promoter Category
15	Nitesh Laxmichand Jumani	25,456	Non – Promoter Category
16	Jumani Nitesh Laxmichand HUF	25,456	Non – Promoter Category
17	Meenakshi Laxmichand Jumani	25,456	Non – Promoter Category
18	Meenaben Sureshbhai Shah	71,276	Non – Promoter Category
19	Riddhi Amitkumar Doshi	71,276	Non – Promoter Category
20	Nareshkumar Navnitrai Gandhi	5,091	Non – Promoter Category
21	Mehul S Shah	15,273	Non – Promoter Category
22	Amitbhai Shashikantbhai Mehta	15,273	Non – Promoter Category
23	Shah Keval C	402,661	Non – Promoter Category
24	Avni Kevalkumar Shah	402,661	Non – Promoter Category
25	Nikita Bharatbhai Salot	15,223	Non – Promoter Category
26	Ankita Nemil Salot	15,223	Non – Promoter Category
27	Jayendrakumar Navnitrai Gandhi	48,715	Non – Promoter Category
28	Gaurav Harshadrai Shah	91,341	Non – Promoter Category
29	Hetal Prakash Gada	101,823	Non – Promoter Category
30	Pinky Jalpesh Shah	6,089	Non – Promoter Category
31	Gandhi Pritiben J	30,447	Non – Promoter Category
32	Pankaj K Parmar	25,456	Non – Promoter Category
33	Kusum Vikas Darji	87,567	Non – Promoter Category
34	Shantilal Popatlal Gada	76,367	Non – Promoter Category
35	Dinesh Panchatbhai Senta	7,637	Non – Promoter Category
36	Mayaben Madhavbhai Pateliya	19,092	Non – Promoter Category
37	Ramila V Vejani	2,546	Non – Promoter Category

38	Yasha Nirav Vora	2,546	Non – Promoter Category
39	Ashok Mansukhlal Mandaliya HUF	10,182	Non – Promoter Category
40	Manjulaben Harshadray Shah	60,894	Non – Promoter Category
41	Desai Sandeep Bhai	15,273	Non – Promoter Category
42	Hakani Minal Nikunjbhai	10,182	Non – Promoter Category
43	Jaydevsinh Jadeja	100,000	Non – Promoter Category
44	Dhairya B Sheth	135,000	Non – Promoter Category
45	Mahideepsinh Raghuvirsinh Gohil	100,000	Non – Promoter Category
46	Chaitali Rajesh Doshi	13,310	Non – Promoter Category
47	Sheetal Jivani	8,873	Non – Promoter Category
48	Shailesh Pravinbhai Lodaliya	4,437	Non – Promoter Category
49	Rikhav Bhavesh Gandhi	30,447	Non – Promoter Category
50	Nitesh Manubhai Waghela	13,122	Non – Promoter Category
51	Suresh Amrutlal Popat	13,122	Non – Promoter Category
52	Ayushi Jayeshbhai Shah	121,788	Non – Promoter Category
53	Jainam Jayeshbhai Shah	121,788	Non – Promoter Category
54	Deepeskumar Kantilal Madiya	150,000	Non – Promoter Category
55	Akshay Jagdishbhai Kothari	100,000	Non – Promoter Category
56	Chandresh Subhashbhai Chhaiya	100,000	Non – Promoter Category
57	Hetalben Monil Vora	500,000	Non – Promoter Category
58	Truptiben Nileshbhai Shah	500,000	Non – Promoter Category
59	Gosaliya Drashti Hiteshbhai	125,000	Non – Promoter Category
60	Dhrodiya Sagar Kantilal	125,000	Non – Promoter Category
61	Paras Rameshbhai Navadiya	125,000	Non – Promoter Category
62	Nagariya Mukeshbhai Jayantilal	125,000	Non – Promoter Category
63	Nileshbhai Jaysukhlal Shah	250,000	Non – Promoter Category
64	Bharatbhai Manilal Gandhi	150,000	Non – Promoter Category
65	Vickash Chowdhury	50,000	Non – Promoter Category
66	Siroya Enterprise	50,000	Non – Promoter Category
67	Prachi Smit Dani	100,000	Non – Promoter Category
68	Meena Manisha Kantibhai	15,000	Non – Promoter Category
69	Ankita Varchas Amin	10,000	Non – Promoter Category
70	Patel Pratiti Bharatbhai	10,000	Non – Promoter Category
71	Prakash Shankar Adnani	25,000	Non – Promoter Category
72	Dharmik Mukeshbhai Nagariya	25,000	Non – Promoter Category
73	Purohit Pratham	50,000	Non – Promoter Category
74	Mithil Shah	10,000	Non – Promoter Category
75	Dipali	10,000	Non – Promoter Category
76	Arbaz Abdulmunafbhai Saiyad	25,000	Non – Promoter Category
77	Zala Kishorsinh Natubha	40,984	Non – Promoter Category
78	Jagdishkumar Bhagwandas Patel	25,000	Non – Promoter Category

79	Mina Indubhai Vora	121,788	Non – Promoter Category
80	Kavita Kalpesh Rajyaguru	60,894	Non – Promoter Category
81	Nikhil I Vora	127,278	Non – Promoter Category
82	Saurin Mayankbhai Shah HUF	30,447	Non – Promoter Category
83	Arvindbhai Naranbhai Rathod	25,456	Non – Promoter Category
84	Pareshbhai Jadavbhai Hadiya	24,358	Non – Promoter Category
85	Sonalben Sunilbhai Bundheliya	10,819	Non – Promoter Category
86	Ronak Vijaybhai Shah	3,818	Non – Promoter Category
87	Megha Lalit Bambhaniya	30,447	Non – Promoter Category
88	Chetnaben Jaysukhbhai Bambhaniya	30,447	Non – Promoter Category
89	Srushti Pinakin Vora	60,894	Non – Promoter Category
90	Sangita Chirag Dave	12,179	Non – Promoter Category
91	Dakshaben Kalpeshbhai Baldaneeya	18,268	Non – Promoter Category
92	Hareshbhai Kababhai Hadiya	60,894	Non – Promoter Category
93	Prashant Natubhai Narigara	18,268	Non – Promoter Category
94	Kalpesh Jitandrabhai Sanghavi	30,447	Non – Promoter Category
95	Asara Manish Gunavantray	61,094	Non – Promoter Category
96	Yogeshbhai Trikambhai Bambhaniya	6,089	Non – Promoter Category
97	Sanvi Kalpeshbhai Rajyaguru	60,894	Non – Promoter Category
98	Mulshanker Amrutlal Rajyaguru HUF	60,894	Non – Promoter Category
99	Nandish Kalpeshbhai Parikh	10,182	Non – Promoter Category
100	Champaben Bharatbhai Nadiyapara	40,729	Non – Promoter Category
101	Ajaykumar Ravjibhai Padaliya HUF	50,911	Non – Promoter Category
102	Yash Hiteshbhai Maniar	6,364	Non – Promoter Category
103	Maulik Kishorbhai Parikh	25,456	Non – Promoter Category
104	Jinesh Shah HUF	30,447	Non – Promoter Category
105	Kalpesh Mulshanker Rajyaguru HUF	60,894	Non – Promoter Category
106	Sisara Jatinbhai Khatabhai	60,894	Non – Promoter Category
107	Harsh Kaushikbhai Patel	10,182	Non – Promoter Category
108	Ketan Arvindbhai Patel	12,422	Non – Promoter Category
109	Mukesh Nanakram Ganwani	20,365	Non – Promoter Category
110	Solanki Jitendra Dhirabhai	25,456	Non – Promoter Category
111	Monil N Vora	100,000	Non – Promoter Category
112	Arham Hardikbhai Sanghavi	60,894	Non – Promoter Category
113	Neelam Dharmesh Patel	155,280	Non – Promoter Category
114	Sharat Kumar	310,560	Non – Promoter Category
115	Dharmesh Bipinchandra Patel	155,280	Non – Promoter Category
116	Neeta Mandevia	527,950	Non – Promoter Category
117	Shushila Prasad Shenoy	155,280	Non – Promoter Category
118	Dipti Rahul Vithlani	200,000	Non – Promoter Category
119	Suraj Umesh Mallya	27,950	Non – Promoter Category

120	Harsh Churiwala	76,117	Non – Promoter Category
121	Agrawal Anilkumar Prakashchandra	76,117	Non – Promoter Category
122	Tejas Kishorchandra Shah	38,059	Non – Promoter Category
123	Nikunj Kishorchandra Shah	38,059	Non – Promoter Category
124	Gaurav Maheshbhai Hurra	38,059	Non – Promoter Category
125	Saurav Maheshbhai Hurra	38,059	Non – Promoter Category
126	Birendra Dhaniram Agrawal	30,447	Non – Promoter Category
127	Rajnikant Chandulal Shukla HUF	650,000	Non – Promoter Category
128	Helly Raval	300,000	Non – Promoter Category
129	Rupaben Jayeshbhai Raval	200,000	Non – Promoter Category
130	Neela Falgun Yagnik	150,000	Non – Promoter Category
131	Mideast Healthcare Pvt Ltd	700,000	Non – Promoter Category
132	Vimal Shantilal Mehta	250,000	Non – Promoter Category
133	Patel Mitesh	100,000	Non – Promoter Category
134	Imprest Global LLP	250,000	Non – Promoter Category
135	Hirenkumar Jagdishbhai Panchal	25,000	Non – Promoter Category
136	Dipesh Vyas	25,000	Non – Promoter Category
137	Chandni Hirenkumar Panchal	25,000	Non – Promoter Category
138	Vyas Bhumiben Dipeshbhai	25,000	Non – Promoter Category
139	Dhruvi Dipeshbhai Vyas	25,000	Non – Promoter Category
140	Shhivam R Dhama	127,877	Non – Promoter Category

RESOLVED FURTHER THAT in terms of Regulation 161(a) of SEBI ICDR Regulations, the "Relevant Date" for the purpose of determination of floor price for the issue and allotment of Equity Shares, is Friday, July 31, 2026, being the date, which is 30 (thirty) days prior to the end of e-voting period of Postal Ballot.

RES0LVED FURTHER THAT the Issue Price of Rs. 32.20/- per Equity Share, for preferential issue, is not less than the floor price arrived at, in accordance with Regulation L64 and1664 of Chapter V of the SEBI ICDR Regulations.

"RESOLVED FURTHER THAT without prejudice to the generality of the above, the Warrants issued shall be subject to the following terms and conditions:

1. In accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, 25% (Twenty-Five Per Cent) of the Warrant Issue Price, shall be paid by the Warrant Holders to the Company on or before allotment of the Warrants and the balance consideration i.e., 75% (Seventy-Five Per Cent) of the Warrant Issue Price shall be paid in one or more trench before exercise of option to apply for fully paid –up Equity shares of ₹10/- each of the Company, against each such Warrant held by the Warrant Holder.

2. The Warrant Holders shall be entitled to exercise his option to convert any or all of the warrants into equity shares of the Company in one or more tranches after giving a written notice to the Company, specifying the number of warrants proposed to be exercised along with the aggregate Warrant Exercise Price payable thereon, without any further approval from the shareholders of the Company prior to or at the time of conversion. The Company shall accordingly, issue and allot the corresponding number of equity shares of the Company to the Warrant Holders.

3. The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into to the designated bank account of the Company.

4. In terms of Regulation 166 of the ICDR Regulations, the price of Warrants determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments, if applicable. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Warrants shall continue to be locked- in till the time such amount is paid by the Warrant Holder.

5. Upon exercise of the option by Warrant Holder(s), the Company shall issue and allot appropriate number of Equity Shares and perform all such actions as are required including to credit the same to the designated securities demat account of the Warrant Holder.

6. The tenure of Warrants shall not exceed 18 (eighteen) months from the date of allotment. If the entitlement against the Warrants to apply for the Equity Shares of the Company is not exercised by the Warrant Holders within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant Holders to apply for Equity Shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant Holders on such Warrants shall stand forfeited.

7. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank paripassu with the then existing Equity Shares of the Company, including entitlement to voting powers and dividend.

8. The Warrants by itself, until exercised and converted into equity shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

9. The Warrants and Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT the Board be and is hereby authorized to, do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares upon exercise of the Warrants, to issue certificates/ clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making applications to BSE for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies,("ROC"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders, and to delegate all or any of the powers conferred on it by this resolution to any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard, without being required to seek any further consent or approval of the members of the Company or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

Resolution No. 3

TO AUTHORIZE THE BOARD TO BORROW MONEY PURSUANT TO SECTION 180(1)(C)

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the act) read with Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company, consent of the members be and is hereby accorded, to borrow in any manner from time to time any sum or sums of money at its discretion on such terms and conditions as the Board may deem fit, notwithstanding that the money to be borrowed by the Company together with the monies already borrowed or to be borrowed (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business), from the financial institutions, Company's bankers and/or from any person or persons, firms, bodies corporate whether by way of loans, advances, deposits, issue of debentures, bonds or any financial instruments or otherwise and whether secured or unsecured, which may exceed the aggregate of the paid up capital of the Company and its free reserves that is to say, reserves not set apart for any specific purpose, provided that the maximum amount of money so borrowed and outstanding at any one time shall not exceed the sum of ₹1,00,00,00,000/- (Rupees One Hundred Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director or Key Managerial Personnel of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and also to delegate all or any of the above powers to such Director of the Company and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

Resolution No. 4

TO AUTHORIZE BOARD TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory modification or re-enactment thereof) and the terms of Articles of Association of the Company and any other approvals, consents, sanctions and permissions as may be necessary, the consent of the members be and is hereby accorded for making investment(s) in excess of limits specified under section 186 of the Companies Act, 2013 from time to time in acquisition of securities of any body- corporate or for giving loans, guarantees or providing securities to anybody or other person/entity whether in India or outside India, as may be considered appropriate for an amount not exceeding ₹1,00,00,00,000/- (Rupees One Hundred Crores Only), notwithstanding that such investment and acquisition together with existing investments of the Company in all other bodies corporate, loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013, i.e. the limits available to the company is sixty percent of its paid- up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, any of the Directors or Key Managerial Personnel, be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable and pay any fees and commission and incur expenses in relation thereto."

By Order of the Board of Directors
PRO CLB GLOBAL LIMITED

Place: Ahmedabad
Date: 29/07/2026

Sd/-
Monil Navinchandra Vora
Chief Executive Officer

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts of the aforesaid items is annexed hereto as Annexure and which forms part of this Postal Ballot Notice.

2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.

3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL') as on Friday, 24th July, 2026 ("Cut-off Date") and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date.

4. Members may note that the Notice is also available on the website of the Company i.e. https://www.proclbglobal.com/, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.cdslindia.com. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

5. After dispatch of the Notice through email, advertisement shall be published in one English daily newspaper having country-wide circulation and in one Hindi newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. https://www.proclbglobal.com/ and websites of the Stock Exchanges www.bseindia.com.

6. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant.

7. To support the 'Green Initiative', Members who have not registered their e-mail addresses with the Company / Beetal Financial & Computer Services Private Limited, Registrar and Transfer Agent ("RTA") / depository participant are requested to log in to the website of our RTA i.e. www.beetalfinancial.com, upload the required documents and submit.

   Further, Members are also requested to approach their depository participant to register / revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

8. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date

9. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of CDSL at www.cdslindia.com and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / letter of authority /power of attorney, etc. together with attested specimen signature of the duly authorised representative(s) in .pdf format for the Scrutiniser to verify the same.

10. All document(s) mentioned in the Notice will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of remote e-voting period i.e. up to 30th August, 2026 Members who wish to inspect the relevant document(s) may send an email to cs@proclbglobal.com in by mentioning their DP ID and Client ID in case of dematerialised shareholding / Folio no. in case of physical shareholding.

11. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

12. Contact details of the person responsible to address the queries / grievances connected with the voting by electronic means, if any:

    Mr. Monil Navinchandra Vora, Chief Executive Officer, Pro CLB Global Limited, 407, ORBIT, RAJPATH RANGOLI ROAD, BESIDE PANDIT DINDAYAL UPADHYAY AUDITORIUM, BODAKDEV, AHEMDABAD-380054, Gujarat, India, Contact: +91 9313025944, Email: cs@proclbglobal.com

13. The Detailed Procedure with respect to remote e-voting is mentioned below in the notice

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E-mail: cs@proclbglobal.com Telephone No. +91 9893342402 Website: www.proclbglobal.com

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

(i) The voting period begins on 9:00 am (IST) on Saturday, 1st August, 2026 up to 5.00 pm (IST) on Sunday, 30th August, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 24th July, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) <u>In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.</u>

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 or joining virtual meeting & voting during the meeting. 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 & My Easi New (Token) Tab and then click on registration option. 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.

Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is 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.jsp 3) 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 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and

	generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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. CDSL and NSDL

Login type	Helpdesk details
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
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

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(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant M/s. Pro CLB Global Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@proclbglobal.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.
1800 21 09911

Annexure to the Notice

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

SPECIAL BUSINESSES:

RESOLUTION NO.1:

INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION

The Company propose to increase Authorised Capital to ₹16,75,00,000/- (Rupees Sixteen Crore Seventy Five Lakhs only) divided into 1,67,50,000 (One Crore Sixty Seven Lakhs Fifty Thousand) Equity Shares of ₹10/- each to facilitate fund raising in future via issuing of Equity shares of the Company.

Increase in the Authorised Capital will also require consequential amendment in clause V of Memorandum of Association of the Company.

Pursuant to Section 13, 61 and Section 64 of the Companies Act, 2013 alteration of Capital Clause requires approval of the member of Company by way of passing a Special Resolution to the effect.

The Board of Directors are hereby recommends this resolution for the approval of the members by way of Special Resolution.

A copy of Memorandum of Association is available for any inspection on any working day except Saturday and Sunday between 11.00 a.m. and 5.00 p.m. on all working days (except Saturdays, Sundays and Holidays) at the Corporate Office of the Company.

Resolution: 2

ISSUANCE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS AND MATTERS RELATEDTHEREWITH

The Board of Directors of the Company, in its meeting held on 29th July, 2026, subject to the approval of the members of the Company and such other approvals as may be required, approved the proposal for raising funds by way of issuance and allotment of upto 1,16,14,250 (One Crore Sixteen Lakhs Fourteen Thousand Two Hundred Fifty) Convertible Warrants ("Warrants"), at a price of Rs. 32.20/- (Thirty Two Rupees & Twenty Paisa Only) (including premium) per Warrant, each convertible into, or exchangeable for, One (01) fully paid-up equity share of the Company having face value of ₹ 10/- (Rupees Ten Only) each ("The Equity Shares") at a premium of ₹22.20/- (Twenty Two Rupees & Twenty Paisa Only) per share aggregating upto ₹ 37,39,78,850/- (Rupees Thirty Seven Crore Thirty Nine Lakhs Seventy Eight Thousand Eight Hundred Fifty Only) to persons of the Non-Promoter Category ("Proposed Allottee(s)"), on a preferential basis since raising funds through Preferential Issue is considered to be most cost & time effective way for raising additional capital.

Since the Company is a listed Company, the proposed Preferential Issue is in terms of the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (as amended), and other applicable provisions, if any and Sections 42 and 62(1)(c) of the Companies Act, 2013, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014.

The details of the issue and other particulars as required in terms of Regulation 163 of the SEBI (ICDR) Regulations, 2018 and other applicable statues in relation to the proposed Special Resolution are given hereunder:

a) Objects of the preferential issue:

The Board of Directors of **Pro CLB Global Limited** proposes to raise an aggregate amount of **₹36.00 Crores** through the issue of Equity Shares on a preferential basis in accordance with the provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws. The proceeds of the preferential issue shall be utilized for the following objects:

Particulars	**Amount (₹ Crores)**
Investment in **K Globs Digital Media Private Limited** for development, implementation and operation of **"Kubera Now" – Digital TV Channel & Digital Media Platform**,	**24.00**
Investment in **Myzek Logistics Private Limited** in accordance with the Memorandum of Understanding (MoU) for expansion of logistics operations and technology platform	**3.00**
General Corporate Purposes	**9.00**
Total	**36.00**

Detailed Objects of the Issue

1. Investment in K Globs Digital Media Private Limited – ₹24.00 Crores

The Company proposes to invest **₹24.00 Crores** in **K Globs Digital Media Private Limited**, for establishing, developing, operating, and implementing **"Kubera Now"**, a next-generation Digital TV Channel and integrated Digital Media Platform.

The investment is expected to strengthen the Company's presence in the rapidly growing digital media sector, create a scalable technology-driven media ecosystem, and generate long-term value for shareholders.

The proposed preferential issue is intended to allot equity shares to Pro CLB against the investment of ₹24 crore as per shareholder agreement executed between Pro CLB Global Limited and K Globs Digital Media Private Limited. Pursuant to the receipt of the said investment amount, the Company shall issue and allot equity shares to Pro CLB on a preferential basis in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder, and other applicable laws and regulations. The shares shall be allotted at the issue price and on such terms and conditions as approved by the Board and the shareholders of the Company.

2. Investment in Myzek Logistics Private Limited– ₹3.00 Crores

The Company proposes to invest **₹3.00 Crores** in **Myzek Logistics Private Limited** pursuant to the Memorandum of Understanding executed between the parties.

The investment shall be utilized for expansion of technology-enabled logistics services, development of digital logistics infrastructure, fleet expansion, operational scaling, working capital support and other activities contemplated under the agreement. The investment is expected to create strategic synergies and enhance the Company's long-term growth opportunities in the logistics and technology sectors.

The proposed preferential issue is intended to allot equity shares to the Company against the investment of ₹3.00 Crores proposed to be made by the Company in Myzek Logistics Private Limited, pursuant to the Memorandum of Understanding executed between the parties. Upon receipt of the said investment amount, Myzek Logistics Private Limited shall issue and allot equity shares to the Company on a preferential basis in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder, and other applicable laws and regulations. The shares shall be allotted at the issue price and on such terms and conditions as approved by the Board and the shareholders of Myzek Logistics Private Limited.

3. General Corporate Purposes – ₹9.00 Crores

The balance amount of **₹9.00 Crores** shall be utilized for general corporate purposes, and other corporate requirements as may be approved by the Board from time to time in the ordinary course of business.

Flexibility in Utilization

In terms of the BSE Circular No. NSE/CML/2022/56, dated December 13, 2022, and BSE Circular 20221213-47, also dated December 13, 2022, the amount specified for the aforementioned Objects may deviate +/- 10%. depending upon the future circumstances, given that the Objects are based on the Management estimates and other commercial and technical factors

Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral condition's, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board subject to compliance with applicable laws.

b) **Maximum number of specified securities to be issued:** The Board of Directors in its meeting held on 29th July, 2026 had approved the issue of Convertible Warrant and accordingly proposes to issue and allot in aggregate upto 1,16,14,250 (One Crore Sixteen Lakhs Fourteen Thousand Two Hundred Fifty) Convertible Warrants ("Warrants"), at a price of Rs. 32.20/- (Thirty Two Rupees & Twenty Paisa Only) (including premium) per Warrant, each convertible into, or exchangeable for, One (01) fully paid-up equity share of the Company having face value of ₹ 10/- (Rupees Ten Only) each ("The Equity Shares") at a premium of ₹22.20/- (Twenty Two Rupees & Twenty Paisa Only) per share to Non-Promoter Investors on a preferential basis.

c) **Amount which the company intends to raise by way of such securities**: ₹ 37,39,78,850/- (Rupees Thirty Seven Crore Thirty Nine Lakhs Seventy Eight Thousand Eight Hundred Fifty Only)

d) **Pricing of preferential issue:**
The equity shares of Company are listed on the BSE Limited (BSE) where the shares of the Company are frequently traded in accordance with SEBI (ICDR) Regulations, 2018 read with Regulations 2(j) of SEBI (SAST) Regulations 2011.

e) **Intent of the promoters, directors or key managerial personnel of the issuer to subscribe to the offer:** As below key managerial personnel does have intend to subscribe to the offer.

Sr. No.	Name	Designation	No of Shares
1	Monil Navinchandra Vora	Chief Executive Officer	1,00,000

f) **Shareholding pattern of the issuer before and after the preferential issue:**

Sr.No.	Category	No. of Shares	Percentage (%)	No. of Shares	Percentage (%)
		*Pre-Holding		#Post-Holding	
(A)	**Promoter and Promoter Group**				
1.	Indian	-	-	-	-
	Individuals/Hindu Undivided Family	-	-	-	-
	Bodies Corporate	-	-	-	-
	Sub Total(A)(1)	-	-	-	-
2.	Foreign	-	-	-	-
Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)		-	-	-	-
(B)					

1	Institutions				
	Mutual Funds	-	-	-	
	Financial Institutions/Banks	-	-	-	-
	Provident Funds/ Pension Funds	-	-	-	-
	Any other (Specify)	-	-	-	-
	Sub Total (B) (1)	-	-	-	-
2	Non-Institutions				
	i)Individuals	3867271	75.79	13574656	81.20
	ii)Clearing Member	100	0.00	100	0.00
	iii) Bodies Corporate	812327	15.92	1512327	9.04
	*Non-Resident Indians	180619	3.54	180619	1.08
	HUF	212607	4.17	1169472	7.00
	LLP	30076	0.58	280076	1.68
	Sub Total (B) (2)	5103000	100.00	16717250	100.00
Total Public Shareholding (B)=(B)(1)+(B)(2)		5103000	100.00	16717250	100.00
Total(A)+(B)		5103000	100.00	16717250	100.00

*The post issue numbers and % of the equity share capital held by the Proposed Allottees has been calculated on the assumption that all 1,16,14,250 equity shares proposed to be issued to the Proposed Allottees.

g) Time frame within which the preferential issue shall be completed:

In accordance with Regulation 170 of the ICDR Regulations, the allotment of the Warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees:

CIN: L74899DL1994PLC058964 GST NO. 07AAACP1326P1ZB
E-mail: cs@proclbglobal.com Telephone No. +91 9893342402 Website: www.proclbglobal.com

Sr. No.	Name	Category (Promoter/ Non - Promoter)	Name of Ultimate Beneficial Owners	Post Shareholding	% of Post Shareholding
1	Adil V Mirzan	Non – Promoter Category	Not Applicable, allottee being a natural person	125,000	0.75%
2	Chirayu Aggarwal	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.30%
3	Geeta Sanjay Arora	Non – Promoter Category	Not Applicable, allottee being a natural person	125,000	0.75%
4	Rana Dolarba Arvindsinh	Non – Promoter Category	Not Applicable, allottee being a natural person	6,089	0.04%
5	Rana Anitaba Krushnapalsinh	Non – Promoter Category	Not Applicable, allottee being a natural person	6,089	0.04%
6	Rana Birendrasing Arvindsing	Non – Promoter Category	Not Applicable, allottee being a natural person	6,089	0.04%
7	Dimpleben Parasbhai Timania	Non – Promoter Category	Not Applicable, allottee being a natural person	21,310	0.13%
8	Purohit Namrata Chetakumar	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
9	Vijaybhai Timaniya HUF	Non – Promoter Category	Vijaybhai Timaniya	12,179	0.07%
10	Bhavnaben Bharatbhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	15,273	0.09%
11	Shiyal Hardik Pragjibhai	Non – Promoter Category	Not Applicable, allottee being a natural person	15,273	0.09%
12	Shiyal Bhagwati Pragjibhai	Non – Promoter Category	Not Applicable, allottee being a natural person	15,273	0.09%

13	Manisha Nitesh Jumani	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
14	Laxmichand Rochaldas Jumani HUF	Non – Promoter Category	Laxmichand Rochaldas Jumani	25,456	0.15%
15	Nitesh Laxmichand Jumani	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
16	Jumani Nitesh Laxmichand HUF	Non – Promoter Category	Jumani Nitesh Laxmichand	25,456	0.15%
17	Meenakshi Laxmichand Jumani	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
18	Meenaben Sureshbhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	71,276	0.43%
19	Riddhi Amitkumar Doshi	Non – Promoter Category	Not Applicable, allottee being a natural person	71,276	0.43%
20	Nareshkumar Navnitrai Gandhi	Non – Promoter Category	Not Applicable, allottee being a natural person	5,091	0.03%
21	Mehul S Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	15,273	0.09%
22	Amitbhai Shashikantbhai Mehta	Non – Promoter Category	Not Applicable, allottee being a natural person	15,273	0.09%
23	Shah Keval C	Non – Promoter Category	Not Applicable, allottee being a natural person	402,661	2.41%
24	Avni Kevalkumar Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	402,661	2.41%
25	Nikita Bharatbhai Salot	Non – Promoter Category	Not Applicable, allottee being a natural person	15,223	0.09%
26	Ankita Nemil Salot	Non – Promoter Category	Not Applicable, allottee being a natural person	15,223	0.09%

27	Jayendrakumar Navnitrai Gandhi	Non – Promoter Category	Not Applicable, allottee being a natural person	48,715	0.29%
28	Gaurav Harshadrai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	91,341	0.55%
29	Hetal Prakash Gada	Non – Promoter Category	Not Applicable, allottee being a natural person	101,823	0.61%
30	Pinky Jalpesh Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	6,089	0.04%
31	Gandhi Pritiben J	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
32	Pankaj K Parmar	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
33	Kusum Vikas Darji	Non – Promoter Category	Not Applicable, allottee being a natural person	87,567	0.52%
34	Shantilal Popatlal Gada	Non – Promoter Category	Not Applicable, allottee being a natural person	76,367	0.46%
35	Dinesh Panchatbhai Senta	Non – Promoter Category	Not Applicable, allottee being a natural person	7,637	0.05%
36	Mayaben Madhavbhai Pateliya	Non – Promoter Category	Not Applicable, allottee being a natural person	19,092	0.11%
37	Ramila V Vejani	Non – Promoter Category	Not Applicable, allottee being a natural person	2,546	0.02%
38	Yasha Nirav Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	2,546	0.02%
39	Ashok Mansukhlal Mandaliya HUF	Non – Promoter Category	Ashok Mansukhlal Mandaliya	10,182	0.06%
40	Manjulaben Harshadray Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%

41	Desai Sandeep Bhai	Non – Promoter Category	Not Applicable, allottee being a natural person	15,273	0.09%
42	Hakani Minal Nikunjbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	10,182	0.06%
43	Jaydevsinh Jadeja	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
44	Dhairya B Sheth	Non – Promoter Category	Not Applicable, allottee being a natural person	135,000	0.81%
45	Mahideepsinh Raghuvirsinh Gohil	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
46	Chaitali Rajesh Doshi	Non – Promoter Category	Not Applicable, allottee being a natural person	13,310	0.08%
47	Sheetal Jivani	Non – Promoter Category	Not Applicable, allottee being a natural person	8,873	0.05%
48	Shailesh Pravinbhai Lodaliya	Non – Promoter Category	Not Applicable, allottee being a natural person	4,437	0.03%
49	Rikhav Bhavesh Gandhi	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
50	Nitesh Manubhai Waghela	Non – Promoter Category	Not Applicable, allottee being a natural person	13,122	0.08%
51	Suresh Amrutlal Popat	Non – Promoter Category	Not Applicable, allottee being a natural person	13,122	0.08%
52	Ayushi Jayeshbhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	121,788	0.73%
53	Jainam Jayeshbhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	121,788	0.73%

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54	Deepeskumar Kantilal Madiya	Non – Promoter Category	Not Applicable, allottee being a natural person	150,000	0.90%
55	Akshay Jagdishbhai Kothari	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
56	Chandresh Subhashbhai Chhaiya	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
57	Hetalben Monil Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	500,000	2.99%
58	Truptiben Nileshbhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	500,000	2.99%
59	Gosaliya Drashti Hiteshbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	125,000	0.75%
60	Dhrodiya Sagar Kantilal	Non – Promoter Category	Not Applicable, allottee being a natural person	125,000	0.75%
61	Paras Rameshbhai Navadiya	Non – Promoter Category	Not Applicable, allottee being a natural person	125,000	0.75%
62	Nagariya Mukeshbhai Jayantilal	Non – Promoter Category	Not Applicable, allottee being a natural person	125,000	0.75%
63	Nileshbhai Jaysukhlal Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	250,000	1.50%
64	Bharatbhai Manilal Gandhi	Non – Promoter Category	Not Applicable, allottee being a natural person	150,000	0.90%
65	Vickash Chowdhury	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.30%
66	Siroya Enterprise	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.30%

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67	Prachi Smit Dani	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
68	Meena Manisha Kantibhai	Non – Promoter Category	Not Applicable, allottee being a natural person	15,000	0.09%
69	Ankita Varchas Amin	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.06%
70	Patel Pratiti Bharatbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.06%
71	Prakash Shankar Adnani	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
72	Dharmik Mukeshbhai Nagariya	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
73	Purohit Pratham	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.30%
74	Mithil Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.06%
75	Dipali	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.06%
76	Arbaz Abdulmunafbhai Saiyad	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
77	Zala Kishorsinh Natubha	Non – Promoter Category	Not Applicable, allottee being a natural person	40,984	0.25%
78	Jagdishkumar Bhagwandas Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
79	Mina Indubhai Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	121,788	0.73%

80	Kavita Kalpesh Rajyaguru	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%
81	Nikhil I Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	127,278	0.76%
82	Saurin Mayankbhai Shah HUF	Non – Promoter Category	Saurin Mayankbhai Shah	30,447	0.18%
83	Arvindbhai Naranbhai Rathod	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
84	Pareshbhai Jadavbhai Hadiya	Non – Promoter Category	Not Applicable, allottee being a natural person	24,358	0.15%
85	Sonalben Sunilbhai Bundheliya	Non – Promoter Category	Not Applicable, allottee being a natural person	10,819	0.06%
86	Ronak Vijaybhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	3,818	0.02%
87	Megha Lalit Bambhaniya	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
88	Chetnaben Jaysukhbhai Bambhaniya	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
89	Srushti Pinakin Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%
90	Sangita Chirag Dave	Non – Promoter Category	Not Applicable, allottee being a natural person	12,179	0.07%
91	Dakshaben Kalpeshbhai Baldaneeya	Non – Promoter Category	Not Applicable, allottee being a natural person	18,268	0.11%
92	Hareshbhai Kababhai Hadiya	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%
93	Prashant Natubhai Narigara	Non – Promoter Category	Not Applicable, allottee being a natural person	18,268	0.11%

94	Kalpesh Jitandrabhai Sanghavi	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
95	Asara Manish Gunavantray	Non – Promoter Category	Not Applicable, allottee being a natural person	61,094	0.37%
96	Yogeshbhai Trikambhai Bambhaniya	Non – Promoter Category	Not Applicable, allottee being a natural person	6,089	0.04%
97	Sanvi Kalpeshbhai Rajyaguru	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%
98	Mulshanker Amrutlal Rajyaguru HUF	Non – Promoter Category	Mulshanker Amrutlal Rajyaguru	60,894	0.36%
99	Nandish Kalpeshbhai Parikh	Non – Promoter Category	Not Applicable, allottee being a natural person	10,182	0.06%
100	Champaben Bharatbhai Nadiyapara	Non – Promoter Category	Not Applicable, allottee being a natural person	40,729	0.24%
101	Ajaykumar Ravjibhai Padaliya HUF	Non – Promoter Category	Ajaykumar Ravjibhai Padaliya	50,911	0.30%
102	Yash Hiteshbhai Maniar	Non – Promoter Category	Not Applicable, allottee being a natural person	6,364	0.04%
103	Maulik Kishorbhai Parikh	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
104	Jinesh Shah HUF	Non – Promoter Category	Jinesh Shah	30,447	0.18%
105	Kalpesh Mulshanker Rajyaguru HUF	Non – Promoter Category	Kalpesh Mulshanker Rajyaguru	60,894	0.36%
106	Sisara Jatinbhai Khatabhai	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%
107	Harsh Kaushikbhai Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	10,182	0.06%

108	Ketan Arvindbhai Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	12,422	0.07%
109	Mukesh Nanakram Ganwani	Non – Promoter Category	Not Applicable, allottee being a natural person	20,365	0.12%
110	Solanki Jitendra Dhirabhai	Non – Promoter Category	Not Applicable, allottee being a natural person	25,456	0.15%
111	Monil N Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
112	Arham Hardikbhai Sanghavi	Non – Promoter Category	Not Applicable, allottee being a natural person	60,894	0.36%
113	Neelam Dharmesh Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	155,280	0.93%
114	Sharat Kumar	Non – Promoter Category	Not Applicable, allottee being a natural person	310,560	1.86%
115	Dharmesh Bipinchandra Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	155,280	0.93%
116	Neeta Mandevia	Non – Promoter Category	Not Applicable, allottee being a natural person	527,950	3.16%
117	Shushila Prasad Shenoy	Non – Promoter Category	Not Applicable, allottee being a natural person	155,280	0.93%
118	Dipti Rahul Vithlani	Non – Promoter Category	Not Applicable, allottee being a natural person	200,000	1.20%
119	Suraj Umesh Mallya	Non – Promoter Category	Not Applicable, allottee being a natural person	27,950	0.17%
120	Harsh Churiwala	Non – Promoter Category	Not Applicable, allottee being a natural person	76,117	0.46%

121	Agrawal Anilkumar Prakashchandra	Non – Promoter Category	Not Applicable, allottee being a natural person	76,117	0.46%
122	Tejas Kishorchandra Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	38,059	0.23%
123	Nikunj Kishorchandra Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	38,059	0.23%
124	Gaurav Maheshbhai Hurra	Non – Promoter Category	Not Applicable, allottee being a natural person	38,059	0.23%
125	Saurav Maheshbhai Hurra	Non – Promoter Category	Not Applicable, allottee being a natural person	38,059	0.23%
126	Birendra Dhaniram Agrawal	Non – Promoter Category	Not Applicable, allottee being a natural person	30,447	0.18%
127	Rajnikant Chandulal Shukla HUF	Non – Promoter Category	Leena Amitkumar Joshi	650,000	3.89%
128	Helly Raval	Non – Promoter Category	Not Applicable, allottee being a natural person	300,000	1.79%
129	Rupaben Jayeshbhai Raval	Non – Promoter Category	Not Applicable, allottee being a natural person	200,000	1.20%
130	Neela Falgun Yagnik	Non – Promoter Category	Not Applicable, allottee being a natural person	150,000	0.90%
131	Mideast Healthcare Pvt Ltd	Non – Promoter Category	Rakesh Zangadiya	700,000	4.19%
132	Vimal Shantilal Mehta	Non – Promoter Category	Not Applicable, allottee being a natural person	250,000	1.50%
133	Patel Mitesh	Non – Promoter Category	Not Applicable, allottee being a natural person	100,000	0.60%
134	Imprest Global LLP	Non – Promoter Category	Palakben Ronakbhai Sheth	250,000	1.50%

135	Hirenkumar Jagdishbhai Panchal	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
136	Dipesh Vyas	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
137	Chandni Hirenkumar Panchal	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
138	Vyas Bhumiben Dipeshbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
139	Dhruvi Dipeshbhai Vyas	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.15%
140	Shhivam R Dhama	Non – Promoter Category	Not Applicable, allottee being a natural person	127,877	0.76%

i) **Undertaking as to re-computation of price and lock-in of specified securities:** The Company shall re-compute the price of the Equity Shares, in terms of the provision of Regulation 164 of the ICDR Regulations or any other applicable laws, where it is required to do so. The Company further undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares shall continue to be locked- in till the time such amount is paid by the Equity Share Holder.

j) **Change in control, if any, in the Company that would occur consequent to the preferential offer:** There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Warrants and including the conversion thereof into Equity Shares of the Company.

k) **No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:** During the period from 1st April, 2026 till date of notice of this postal ballot, the Company has not made any preferential allotments.

l) **Valuation for consideration other than cash:** Not applicable.

m) **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** Not applicable.

n) **Lock-in period:** The Warrants and the Equity Shares being allotted pursuant to exercise of such Convertible Warrants shall be subject to a lock-in for such period as specified under applicable provisions of SEBI (ICDR) Regulations, 2018.

o) **Listing:** The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued on conversion of such Warrants. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.

p) **Practicing Company Secretary's Certificate:** The Company has obtained the Certificate from Mr. Rohit Bhatia, Practicing Company Secretary, certifying that the preferential issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations 2018. The same shall available and will be kept open for inspection on all working days between Monday to Friday of every week, upto the voting period of Postal Ballot Notice. Notice and the same may be accessed on the Company's website at the link: https://proclbglobal.com/wp-content/uploads/2026/07/PCS-Certificate.pdf

q) **Other Disclosures / Undertakings:**

I. None of the Company, its Directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.

II. None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI ICDR Regulations.

III. As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation163(1)(h) is not applicable.

IV. None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

r) **The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:**

Sr. No.	Name	Current Status	Post Status
1	Adil V Mirzan	Non – Promoter Category	Non – Promoter Category
2	Chirayu Aggarwal	Non – Promoter Category	Non – Promoter Category
3	Geeta Sanjay Arora	Non – Promoter Category	Non – Promoter Category
4	Rana Dolarba Arvindsinh	Non – Promoter Category	Non – Promoter Category
5	Rana Anitaba Krushnapalsinh	Non – Promoter Category	Non – Promoter Category
6	Rana Birendrasing Arvindsing	Non – Promoter Category	Non – Promoter Category
7	Dimpleben Parasbhai Timania	Non – Promoter Category	Non – Promoter Category
8	Purohit Namrata Chetakumar	Non – Promoter Category	Non – Promoter Category
9	Vijaybhai Timaniya HUF	Non – Promoter Category	Non – Promoter Category
10	Bhavnaben Bharatbhai Shah	Non – Promoter Category	Non – Promoter Category
11	Shiyal Hardik Pragjibhai	Non – Promoter Category	Non – Promoter Category

12	Shiyal Bhagwati Pragjibhai	Non – Promoter Category	Non – Promoter Category
13	Manisha Nitesh Jumani	Non – Promoter Category	Non – Promoter Category
14	Laxmichand Rochaldas Jumani HUF	Non – Promoter Category	Non – Promoter Category
15	Nitesh Laxmichand Jumani	Non – Promoter Category	Non – Promoter Category
16	Jumani Nitesh Laxmichand HUF	Non – Promoter Category	Non – Promoter Category
17	Meenakshi Laxmichand Jumani	Non – Promoter Category	Non – Promoter Category
18	Meenaben Sureshbhai Shah	Non – Promoter Category	Non – Promoter Category
19	Riddhi Amitkumar Doshi	Non – Promoter Category	Non – Promoter Category
20	Nareshkumar Navnitrai Gandhi	Non – Promoter Category	Non – Promoter Category
21	Mehul S Shah	Non – Promoter Category	Non – Promoter Category
22	Amitbhai Shashikantbhai Mehta	Non – Promoter Category	Non – Promoter Category
23	Shah Keval C	Non – Promoter Category	Non – Promoter Category
24	Avni Kevalkumar Shah	Non – Promoter Category	Non – Promoter Category
25	Nikita Bharatbhai Salot	Non – Promoter Category	Non – Promoter Category
26	Ankita Nemil Salot	Non – Promoter Category	Non – Promoter Category
27	Jayendrakumar Navnitrai Gandhi	Non – Promoter Category	Non – Promoter Category
28	Gaurav Harshadrai Shah	Non – Promoter Category	Non – Promoter Category
29	Hetal Prakash Gada	Non – Promoter Category	Non – Promoter Category
30	Pinky Jalpesh Shah	Non – Promoter Category	Non – Promoter Category
31	Gandhi Pritiben J	Non – Promoter Category	Non – Promoter Category
32	Pankaj K Parmar	Non – Promoter Category	Non – Promoter Category
33	Kusum Vikas Darji	Non – Promoter Category	Non – Promoter Category
34	Shantilal Popatlal Gada	Non – Promoter Category	Non – Promoter Category
35	Dinesh Panchatbhai Senta	Non – Promoter Category	Non – Promoter Category
36	Mayaben Madhavbhai Pateliya	Non – Promoter Category	Non – Promoter Category
37	Ramila V Vejani	Non – Promoter Category	Non – Promoter Category
38	Yasha Nirav Vora	Non – Promoter Category	Non – Promoter Category
39	Ashok Mansukhlal Mandaliya HUF	Non – Promoter Category	Non – Promoter Category
40	Manjulaben Harshadray Shah	Non – Promoter Category	Non – Promoter Category
41	Desai Sandeep Bhai	Non – Promoter Category	Non – Promoter Category
42	Hakani Minal Nikunjbhai	Non – Promoter Category	Non – Promoter Category
43	Jaydevsinh Jadeja	Non – Promoter Category	Non – Promoter Category

44	Dhairya B Sheth	Non – Promoter Category	Non – Promoter Category
45	Mahideepsinh Raghuvirsinh Gohil	Non – Promoter Category	Non – Promoter Category
46	Chaitali Rajesh Doshi	Non – Promoter Category	Non – Promoter Category
47	Sheetal Jivani	Non – Promoter Category	Non – Promoter Category
48	Shailesh Pravinbhai Lodaliya	Non – Promoter Category	Non – Promoter Category
49	Rikhav Bhavesh Gandhi	Non – Promoter Category	Non – Promoter Category
50	Nitesh Manubhai Waghela	Non – Promoter Category	Non – Promoter Category
51	Suresh Amrutlal Popat	Non – Promoter Category	Non – Promoter Category
52	Ayushi Jayeshbhai Shah	Non – Promoter Category	Non – Promoter Category
53	Jainam Jayeshbhai Shah	Non – Promoter Category	Non – Promoter Category
54	Deepeskumar Kantilal Madiya	Non – Promoter Category	Non – Promoter Category
55	Akshay Jagdishbhai Kothari	Non – Promoter Category	Non – Promoter Category
56	Chandresh Subhashbhai Chhaiya	Non – Promoter Category	Non – Promoter Category
57	Hetalben Monil Vora	Non – Promoter Category	Non – Promoter Category
58	Truptiben Nileshbhai Shah	Non – Promoter Category	Non – Promoter Category
59	Gosaliya Drashti Hiteshbhai	Non – Promoter Category	Non – Promoter Category
60	Dhrodiya Sagar Kantilal	Non – Promoter Category	Non – Promoter Category
61	Paras Rameshbhai Navadiya	Non – Promoter Category	Non – Promoter Category
62	Nagariya Mukeshbhai Jayantilal	Non – Promoter Category	Non – Promoter Category
63	Nileshbhai Jaysukhlal Shah	Non – Promoter Category	Non – Promoter Category
64	Bharatbhai Manilal Gandhi	Non – Promoter Category	Non – Promoter Category
65	Vickash Chowdhury	Non – Promoter Category	Non – Promoter Category
66	Siroya Enterprise	Non – Promoter Category	Non – Promoter Category
67	Prachi Smit Dani	Non – Promoter Category	Non – Promoter Category
68	Meena Manisha Kantibhai	Non – Promoter Category	Non – Promoter Category
69	Ankita Varchas Amin	Non – Promoter Category	Non – Promoter Category
70	Patel Pratiti Bharatbhai	Non – Promoter Category	Non – Promoter Category
71	Prakash Shankar Adnani	Non – Promoter Category	Non – Promoter Category
72	Dharmik Mukeshbhai Nagariya	Non – Promoter Category	Non – Promoter Category
73	Purohit Pratham	Non – Promoter Category	Non – Promoter Category
74	Mithil Shah	Non – Promoter Category	Non – Promoter Category
75	Dipali	Non – Promoter Category	Non – Promoter Category
76	Arbaz Abdulmunafbhai Saiyad	Non – Promoter Category	Non – Promoter Category
77	Zala Kishorsinh Natubha	Non – Promoter Category	Non – Promoter Category
78	Jagdishkumar Bhagwandas Patel	Non – Promoter Category	Non – Promoter Category
79	Mina Indubhai Vora	Non – Promoter Category	Non – Promoter Category

80	Kavita Kalpesh Rajyaguru	Non – Promoter Category	Non – Promoter Category
81	Nikhil I Vora	Non – Promoter Category	Non – Promoter Category
82	Saurin Mayankbhai Shah HUF	Non – Promoter Category	Non – Promoter Category
83	Arvindbhai Naranbhai Rathod	Non – Promoter Category	Non – Promoter Category
84	Pareshbhai Jadavbhai Hadiya	Non – Promoter Category	Non – Promoter Category
85	Sonalben Sunilbhai Bundheliya	Non – Promoter Category	Non – Promoter Category
86	Ronak Vijaybhai Shah	Non – Promoter Category	Non – Promoter Category
87	Megha Lalit Bambhaniya	Non – Promoter Category	Non – Promoter Category
88	Chetnaben Jaysukhbhai Bambhaniya	Non – Promoter Category	Non – Promoter Category
89	Srushti Pinakin Vora	Non – Promoter Category	Non – Promoter Category
90	Sangita Chirag Dave	Non – Promoter Category	Non – Promoter Category
91	Dakshaben Kalpeshbhai Baldaneeya	Non – Promoter Category	Non – Promoter Category
92	Hareshbhai Kababhai Hadiya	Non – Promoter Category	Non – Promoter Category
93	Prashant Natubhai Narigara	Non – Promoter Category	Non – Promoter Category
94	Kalpesh Jitandrabhai Sanghavi	Non – Promoter Category	Non – Promoter Category
95	Asara Manish Gunavantray	Non – Promoter Category	Non – Promoter Category
96	Yogeshbhai Trikambhai Bambhaniya	Non – Promoter Category	Non – Promoter Category
97	Sanvi Kalpeshbhai Rajyaguru	Non – Promoter Category	Non – Promoter Category
98	Mulshanker Amrutlal Rajyaguru HUF	Non – Promoter Category	Non – Promoter Category
99	Nandish Kalpeshbhai Parikh	Non – Promoter Category	Non – Promoter Category
100	Champaben Bharatbhai Nadiyapara	Non – Promoter Category	Non – Promoter Category
101	Ajaykumar Ravjibhai Padaliya HUF	Non – Promoter Category	Non – Promoter Category
102	Yash Hiteshbhai Maniar	Non – Promoter Category	Non – Promoter Category
103	Maulik Kishorbhai Parikh	Non – Promoter Category	Non – Promoter Category
104	Jinesh Shah HUF	Non – Promoter Category	Non – Promoter Category
105	Kalpesh Mulshanker Rajyaguru HUF	Non – Promoter Category	Non – Promoter Category
106	Sisara Jatinbhai Khatabhai	Non – Promoter Category	Non – Promoter Category
107	Harsh Kaushikbhai Patel	Non – Promoter Category	Non – Promoter Category
108	Ketan Arvindbhai Patel	Non – Promoter Category	Non – Promoter Category
109	Mukesh Nanakram Ganwani	Non – Promoter Category	Non – Promoter Category
110	Solanki Jitendra Dhirabhai	Non – Promoter Category	Non – Promoter Category
111	Monil N Vora	Non – Promoter Category	Non – Promoter Category
112	Arham Hardikbhai Sanghavi	Non – Promoter Category	Non – Promoter Category

113	Neelam Dharmesh Patel	Non – Promoter Category	Non – Promoter Category
114	Sharat Kumar	Non – Promoter Category	Non – Promoter Category
115	Dharmesh Bipinchandra Patel	Non – Promoter Category	Non – Promoter Category
116	Neeta Mandevia	Non – Promoter Category	Non – Promoter Category
117	Shushila Prasad Shenoy	Non – Promoter Category	Non – Promoter Category
118	Dipti Rahul Vithlani	Non – Promoter Category	Non – Promoter Category
119	Suraj Umesh Mallya	Non – Promoter Category	Non – Promoter Category
120	Harsh Churiwala	Non – Promoter Category	Non – Promoter Category
121	Agrawal Anilkumar Prakashchandra	Non – Promoter Category	Non – Promoter Category
122	Tejas Kishorchandra Shah	Non – Promoter Category	Non – Promoter Category
123	Nikunj Kishorchandra Shah	Non – Promoter Category	Non – Promoter Category
124	Gaurav Maheshbhai Hurra	Non – Promoter Category	Non – Promoter Category
125	Saurav Maheshbhai Hurra	Non – Promoter Category	Non – Promoter Category
126	Birendra Dhaniram Agrawal	Non – Promoter Category	Non – Promoter Category
127	Rajnikant Chandulal Shukla HUF	Non – Promoter Category	Non – Promoter Category
128	Helly Raval	Non – Promoter Category	Non – Promoter Category
129	Rupaben Jayeshbhai Raval	Non – Promoter Category	Non – Promoter Category
130	Neela Falgun Yagnik	Non – Promoter Category	Non – Promoter Category
131	Mideast Healthcare Pvt Ltd	Non – Promoter Category	Non – Promoter Category
132	Vimal Shantilal Mehta	Non – Promoter Category	Non – Promoter Category
133	Patel Mitesh	Non – Promoter Category	Non – Promoter Category
134	Imprest Global LLP	Non – Promoter Category	Non – Promoter Category
135	Hirenkumar Jagdishbhai Panchal	Non – Promoter Category	Non – Promoter Category
136	Dipesh Vyas	Non – Promoter Category	Non – Promoter Category
137	Chandni Hirenkumar Panchal	Non – Promoter Category	Non – Promoter Category
138	Vyas Bhumiben Dipeshbhai	Non – Promoter Category	Non – Promoter Category
139	Dhruvi Dipeshbhai Vyas	Non – Promoter Category	Non – Promoter Category
140	Shhivam R Dhama	Non – Promoter Category	Non – Promoter Category

The approval of the Members by way of Special Resolution is required in terms of the applicable provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, 2018 and accordingly the approval of the Members of the Company is being sought.

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out in Item No.2 in the accompanying notice for your approval.

None of the Directors or Key Managerial Personnel(s) of the Company or their relatives, are concerned or interested 'financially or otherwise in the resolution except to the extent of their shareholding in the Company, if any.

Resolution: 3

Authorize The Board To Borrow Money Pursuant To Section 180(1)(C)

Keeping in view, the existing borrowing and the additional fund requirements for meeting the capital expenditure for the ongoing/ future projects, capacity expansion, acquisitions and enhanced long term working capital needs of the Company, the Board of Directors had, in its meeting held on 29th July, 2026, considered and approved subject to the approval of the shareholders, the borrowing limits of the company to ₹1,00,00,00,000/- (Rupees One Hundred Crores Only) and creation of security on the properties of the Company and recommends Resolution no. 3 of the accompanying Notice to the shareholder for their approval by way of special resolution. Pursuant to Section 180(1)(c) of the Companies Act 2013, approval of the Shareholder by way of special resolution is required to authorize the Board of Director to borrow moneys up to the said limits and create security in respect thereof.

The Board recommends this resolution as set forth in Item of the accompanying notice for approval of the members of the Company by way of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives are financially or otherwise concerned with or interested in the resolution of the notice except to the extent of their shareholding in the company.

Resolution: 4

Authorize Board to Make Investments, Give Loans, Guarantees and Security in Excess of Limits Specified under Section 186 of the companies act, 2013

Pursuant to the provisions of Section 186(3) and any other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory modification or re- enactment thereof), company can make investment(s) in excess of limits specified under section 186 of the Companies Act, 2013 from time to time in acquisition of securities of anybody corporate or for giving loans, guarantees or providing securities to anybody or other person/entity whether in India or outside India, as may be considered appropriate for an amount not exceeding ₹1,00,00,00,000/- (Rupees One Hundred Crores Only), notwithstanding that such investment and acquisition together with existing investments of the Company in all other bodies corporate, loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013, i.e. the limits available to the company is sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more only after passing special resolution.

The Board recommends this resolution as set forth in Item of the accompanying notice for approval of the members of the Company by way of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives are financially or otherwise concerned with or interested in the resolution of the notice except to the extent of their shareholding in the company.

By Order of the Board of Directors
PRO CLB GLOBAL LIMITED

Place: Ahmedabad
Date: 29/07/2026

Sd/-
Monil Navinchandra Vora
Chief Executive Officer