

Dated : 31st August, 2017

The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

Re : Notice of AGM, Fixation of Book Closure Date & E-voting schedule

Dear Sir,


Notice is hereby given that the 24th Annual General Meeting of the company for the financial year 2016-17 will be held on Tuesday, 26th September 2017 at 11.00 A.M. at the Auditorium of IETE, 2, Institutional Area, Lodhi Road, New Delhi-110003. Please also note that the Book Closure Date for the purpose of AGM has been fixed from 20th September 2017 to 26th September 2017 (both days inclusive).

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed the cut-off date (i.e. record date) for the purpose of reckoning eligibility of members for e-voting & for voting physically at the AGM is Tuesday, 19th September, 2017. The detailed instruction for the same is given in the Note No. 10 of the AGM Notice.

In this regard, pursuant to The (Listing Obligation & Disclosure Requirements) Regulations, 2015, we are attaching herewith the copy of Annual Report and the copy of Notice of AGM, Attendance Slip and Proxy Form.

Thanking you,

Yours faithfully
For **Globus Spirits Limited**


Santosh Kumar Pattanayak
(Company Secretary)



Globus Spirits Limited

(Corporate Identity Number: L74899DL1993PLC052177)

Registered & Corporate Office:

F-0, Ground Floor, The Mira Corporate Suites, Plot No. 1 & 2, Ishwar Nagar, Mathura Road, New Delhi 110065 Tel.: +91-11-66424600

Works(1): Village: Shyampur, Tehsil: Behror 301701 Distt.: Alwar (Raj.) Tel.: +91-1494-516340-41

Works(2): Haryana Organics 4 KM., Chulkana Road, Samalkha 132101 Distt.: Panipat (Har.) Telefax: +91-180-2570122

Works(3): Associated Distilleries Hisar Bye-Pass, National Highway, Hisar 125044 (Har.) Tel.: +91-1662-291905

Works(4): Village: Dhandua, Tehsil: Jandaha, Hajipur 844505 Distt.: Vaishali (Bihar) Tel.: +91-9917437425

Works(5): Plot No. B-7, Panagarh Industrial Park, Panagarh 713420 Distt.: Burdwan (West Bengal) Tel.: +91-9800297777

E-Mail: corpoffice@globusgroup.in Web: www.globusspirits.com



GLOBUS SPIRITS LIMITED

CIN: L74899DL1993PLC052177

Registered Office: F-0, Ground Floor, The Mira Corporate Suites,
Plot No.1&2, Ishwar Nagar, Mathura Road, New Delhi-110065

Tel : 011-66424600 Fax : 011-66424629

E Mail : corpoffice@globusgroup.in, Website : www.globusspirits.com

NOTICE

NOTICE is hereby given that the **Twenty Forth Annual General Meeting** of the Members of M/s Globus Spirits Limited will be held on Tuesday, 26th September, 2017 at 11:00 A.M. at the Auditorium of IETE, 2, Institutional Area, Lodhi Road, New Delhi-110003, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March 2017 including audited Balance Sheet as at 31st March, 2017, the statement of Profit & Loss for the year ended on that date, the Reports of the Auditors thereon and Directors report along with its annexures.
2. To appoint a Director in place of Mr. Manik Lal Dutta, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Shekhar Swarup, who retires by rotation and, being eligible, offers himself for re-appointment.
4. Ratification of Appointment of Statutory Auditor.

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, as amended from time to time, the appointment of M/s Deloitte Haskins & Sells, Chartered Accountants, having their office at 7th Floor, Building 10, DLF Cyber City Complex, DLF City Phase-II, Gurgaon-122002 having Firm Registration No. 015125N, as statutory auditors of the Company for the FY 2017-18, be and is hereby ratified for the fourth year of their term of five years to hold the office from the conclusion of this Annual General Meeting till the conclusion of twenty-fifth Annual General Meeting, on such remuneration, as may be fixed in this behalf by the board of directors of the Company."

Special Business:

5. To consider and if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**
"RESOLVED that Mr. Vijay Kumar Rekhi (DIN 00191298) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 19th May, 2017 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act") and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company."
6. To consider and if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**
"RESOLVED that Mr. Richard Piliro (DIN 07720542) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 10th April, 2017 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act") and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company."
7. To consider, and, if thought fit, to pass with or without modification the following resolution as **Special Resolution** :

RESOLVED THAT pursuant to the provisions of Section(s) 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and subject to the approval of the Central Government and other statutory approvals, if required, and pursuant to the provisions of Article of Association of the company, the Company hereby approves the appointment of Mr. Vijay Kumar Rekhi (DIN 00191298), as Whole-time Director of the Company designated as Executive Director, whose period shall be determined by liable to retire by rotation on the following remuneration and terms and conditions which were approved and recommended by the Nomination and Remuneration Committee:-

Basic Salary :	Rs.2,30,000/- per month with suitable increases as determined by the Board.
HRA :	Rs.1,15,000/- per month with suitable increases as determined by the Board.
Medical Allowance :	Rs.1,250/- per month with suitable increases as determined by the Board.
Conveyance Allowance :	Rs.1,600/- per month with suitable increases as determined by the Board.
Special Allowances :	Rs.83,400/- per month with suitable increases as determined by the Board.
Other Allowances :	Rs.1,43,750/- per month with suitable increases as determined by the Board
Upfront Payment :	Rs.15,00,000/- per annum at the beginning of each year commencing from 01st April 2017, 2018 & 2019.
Provision for Increment :	such rate as determined by the Board subject to maximum of 15% p.a.

Perquisites:

In addition to the above Mr. Vijay Kumar Rekhi will be entitled to the following perquisites restricted to an amount to be decided by the Board of Directors. Unless the context otherwise requires the perquisites are classified as follows:-

- i. **Gratuity** as per company's rules and regulations..
- ii. **Bonus** as per company's rules and regulations.
- iii. **Earned / Privilege Leave** : as per company's rules and regulations.

If at any time the Director ceases to be Director of the company for any cause whatsoever, he shall cease to be Executive / Whole-time Director of the Company."

8. To consider and if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**

"Resolved that in accordance with provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of the Central Government, if required, the remuneration amounting to Rs.80,000/- plus service tax and out-of-pocket expenses, as approved by the Board of Directors of the Company to be paid to M/s JSN & Co., (FRN 455) the Cost Auditors of the Company, appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the Financial year ending on March 31, 2018, be and is hereby ratified."

9. To consider and if thought fit, to pass with or without modification the following resolution as **Special Resolution**

RESOLVED THAT Pursuant to section 188 of Companies Act 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and/or any other provisions as may be applicable, the consent of the members of the company be and is hereby accorded for transactions of sale, purchase, export of various products of the company & other related services with its associate company M/s Globus Gapuma Limited during the F.Y 2017-18 for aggregating up to a maximum sum of Rs.25crores.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to do such acts, deeds and things as may be incidental, allied or required in this matter from time to time.

By Order of the Board
For **Globus Spirits Limited**

Place : New Delhi
Date : 11/08/2017

Sd/
(Santosh Kumar Pattanayak)
Company Secretary

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. A BLANK FORM OF PROXY IS SEPARATELY ANNEXED.**
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business is annexed hereto.
3. Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
4. A route map showing directions to reach the venue along with prominent landmarks of the 24th Annual General Meeting is given at the end of this notice
5. Members are requested to notify immediately any change in their address to the Registrar & Transfer Agent of the Company quoting their Folio Number to the following address:

Link Intime India Pvt. Ltd.
44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I
Near PVR Naraina, New Delhi-110028
6. Members who have multiple ledger folios in identical names or joint names in same order are requested to intimate/send the concerned share certificates quoting their ledger folios of such accounts to enable the Registrar & Transfer Agent to consolidate all such shareholdings into one folio.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 20th September, 2017 to 26th September, 2017 (both days inclusive).
8. Members intending to seek any information on the Annual Accounts at the meeting are requested to inform the Company in writing at least one week prior to the date of the meeting.
9. Electronic Copy of the Annual Report and the Notice of the AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the above documents are being sent in the permitted mode. Members are requested to get registered their e-mail ids with the Company or the Registrar and Share Transfer Agent for further communication.
10. The Company is extending its offer of e-voting facility as an alternative, for its members to enable them to cast their votes electronically instead of physical ballot.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual

General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Ltd. ("CDSL"):

The instructions for shareholders voting electronically are as under:

- I. The voting period begins on 23rd September 2017 at 9.00 A.M. and ends on 25th September 2017 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 19th September 2017, 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. The shareholders should log on to the e-voting website www.evotingindia.com.
- IV. Click on Shareholders.
- V. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- VI. Next enter the Image Verification as displayed and Click on Login.
- VII. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- VIII. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
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 as mentioned in instruction (v).

- IX. After entering these details appropriately, click on "SUBMIT" tab.
- X. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- XI. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XII. Click on the EVSN for M/s Globus Spirits Limited on which you choose to vote.
- XIII. 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.
- XIV. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XV. 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.
- XVI. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVII. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XVIII. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XIX. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- 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.
- XX. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 19th September 2017 may follow the same instructions as mentioned above for e-Voting.
- XXI. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cDSLindia.com
- XXII. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 19th September 2017.
- XXIII. Mr. Sundeep Kumar Parashar, FCS, Company Secretary in Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- XXIV. The Scrutinizer shall unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- XXV. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.globusspirits.com and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and the National Stock Exchange of India Limited.
11. Details of the Directors seeking appointment/reappointment at the forthcoming Annual General Meeting (Pursuant to (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India):

Name	Mr. Manik Lal Dutta	Mr. Shekhar Swarup	Sh. Vijay Kumar Rekhi	Sh. Richard Piliero
Age	71 Years	31 Years	72 Years	45 Years
Qualifications	M. Tech, PGDBM	Degree in Business & Management from University of Bradford, UK	Post Graduate from IIM-Ahmedabad, Delhi School of Economics, Graduate from Shriram College of Commerce & Economics (SRCC).	B.A. Magna cum laude, in Business Economics and International Relations from Brown University & also passed out from Oxford University, Worcester College in the Politics, philosophy and economic program.
Expertise in specific functional area	He is the overall in-charge and responsible for production, planning, IMFL blends, brand development etc.	A strategic planner and a marketer at heart, he started up the branded liquors division in the company.	He has over 45 years of experience in the alcohol industry and ensured global leadership by volume in the domain of spirits.	He has vast experience in planning & making strategic investments and various investment banking departments.
Date of appointment as Director of the Company	01.08.2006	26.05.2012	19.05.2017	10.04.2017
Directorship of other companies #	NIL	1. M/s Himalayan Spirits Limited 2. M/s Globus Spirits (Jharkhand) Ltd. 3. M/s Globus Trois Freres India Ltd. 4. M/s Chandbagh Investments Limited 5. M/s Unibev Limited	1. Royal Orchid Hotels Ltd.	NIL
Chairman/Member of Committees of other Companies	NIL	NIL	2	NIL
No. of shares held*	2100	133461	NIL	NIL
Inter-se relationship with other Directors	NIL	Son of Sh. Ajay Kumar Swarup, (Managing Director)	NIL	NIL

Note: #. Private Limited Companies, Foreign Companies and companies under Section 8 of the companies Act, 2013 are excluded for the above purposes.

* Shares held by Directors are considered as on 31/03/2017.

12. The Company has paid the listing fees for year 2017-18 to both the Stock Exchanges i.e. NSE and BSE, where its' securities are listed.

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

ITEM No. 5

Mr. Vijay Kumar Rekhi, aged 72 years, has been appointed as Additional Director w.e.f. 19th May 2017. As per the provisions of section 161 of the Companies Act, 2013, Mr. Vijay Kumar Rekhi shall hold office as an Additional Director only upto the date of this AGM and is eligible for appointment as Director. As required, notice under section 160 of the companies Act, 2013 has been received from a shareholder proposing the appointment of Mr. Vijay Kumar Rekhi as Director of the company. Accordingly, the Board recommends the resolution to be passed by the shareholders as per the requirements of the Companies Act, 2013.

Brief Profile and educational qualification of Mr. Vijay kumar Rekhi is as below:-

After a very successful tenure with the UB Group spreading over four decades starting in 1972, Mr. Rekhi's formal association with it ended in April 2014. Mr. Rekhi having served as President & Managing Director of United Spirits Limited (USL) for 15 years from April 1996, last held the position of Chairman, Executive Committee. As Managing Director, Mr. Rekhi and his team ensured global leadership by volume in the domain of Spirits, surpassing even Diageo. Earlier to his position as Managing Director of USL, Mr. Rekhi held various leadership roles within the UB Group in India and Overseas.

Educational Qualification : Mr. Rekhi has had a brilliant academic record and went to the top rung and globally acclaimed institutions schools and colleges such as Harvard (HBS) and Wharton Business Schools, Indian Institute of Management (IIM), Ahmedabad, India, Delhi School of Economics (DSE), Delhi, India, Shriram College of Commerce & Economics (SRCC), Delhi, India.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Vijay Kumar Rekhi is interested in the resolution.

ITEM No. 6

Mr. Richard Piliero, aged 45 years, has been appointed as Additional Director w.e.f. 10th April 2017. As per the provisions of section 161 of the Companies Act, 2013, Mr. Richard Piliero shall hold office as an Additional Director only upto the date of this AGM and is eligible for appointment as Director. As required, notice under section 160 of the companies Act, 2013 has been received from the shareholder proposing the appointment of Mr. Richard Piliero as Director of the company. Accordingly, the Board recommends the resolution to be passed by the shareholders as per the requirements of the Companies Act, 2013.

Brief Profile and educational qualification of Mr. Richard Piliero is as below:-

Mr. Richard Piliero, Senior Vice President, Senior Executive Director and Head of Private Equity – South East Asia and Latin America with the Templeton Asset Management Limited. Mr. Piliero holds a B.A. Magna cum laude, in Business Economics and International Relations from Brown University. He also spent a year at Oxford University, Worcester College in the Politics, philosophy and economic program. Prior to Joining Franklin Templeton in 2001, Mr. Piliero was with Investor Growth Capital in New York (the Private Equity Division of Investor AB of Sweden) and Bears Stearns & Co., in the Investment Banking Department. He was also co-founder of Aigis Ventures LLC, a seed-stage venture capital company in the United States. He entered the financial services industry in 1996.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Richard Piliero is interested in the resolution.

ITEM No. 7

Mr. Vijay Kumar Rekhi, aged 72 years, has been appointed as Executive Director by the Board of Directors of the company w.e.f. 19th May 2017. And pursuant to section 196 read with Schedule V of The Companies Act, 2013 also read with Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the said appointment requires the consent of the shareholders of the company accorded by passing special resolution. Mr. Rekhi is having a vast experience of more than 45 years in the Alcohol Industry. After a very successful tenure with the UB Group spreading over four decades starting in 1972, Mr. Rekhi's formal association with it ended in April 2014. Mr. Rekhi having served as President & Managing Director of United Spirits Limited (USL) for 15 years from April 1996, last held the position of Chairman, Executive Committee. As Managing Director, Mr. Rekhi and his team ensured global leadership by volume in the domain of Spirits, surpassing even Diageo. Earlier to his position as Managing Director of USL, Mr. Rekhi held various leadership roles within the UB Group in India and Overseas.

Educational Qualification : Mr. Rekhi has had a brilliant academic record and went to the top rung and globally acclaimed institutions schools and colleges such as Harvard (HBS) and Wharton Business Schools, Indian Institute of Management (IIM), Ahmedabad, India, Delhi School of Economics (DSE), Delhi, India, Shriram College of Commerce & Economics (SRCC), Delhi, India.

As required, notice section 160 of the companies Act, 2013 has been received from a member proposing the name of Mr. Vijay Kumar Rekhi for the office of Executive Director of the company. Accordingly, the Board recommends the resolutions to be passed by the shareholders as per the requirements of the Companies Act, 2013. None of the Directors, Key Managerial Personnel or their relatives except Mr. Vijay Kumar Rekhi is interested in the resolution.

The information required to be given as per Section II of Part II of Schedule V of the Companies Act, 2013 is detailed below:

I) General Information: Refer Annexure - 1

II) Information about Sh. Vijay Kumar Rekhi:

(1)	Background Details & Suitability	Given above as a part of AGM Notice.
(2)	Past Remuneration	Nil
(3)	Recognition or Awards	Nil
(4)	Job Profile & Proposed Remuneration	He is responsible for overall branded liquor especially IMFL segment operations and growth in the company and his proposed remuneration is as mentioned in the Resolution.
(5)	Comparative Remuneration	Suitable in view of the vast experience and professional qualifications of Mr. Vijay Kumar Rekhi.
(6)	Relationship	Mr. Vijay Kumar Rekhi does not have any other pecuniary relationship other than getting his remuneration and is also not related to any managerial personnel of the Company.

III) Other Information: Refer Annexure - 2

IV) Disclosures:

Remuneration Package	As mentioned in Resolution.
Other information	As per Corporate Governance Report

ITEM No. 8

The Board of Directors at its meeting held on 19th May, 2017 appointed

M/s. JSN & Co., Cost Accountants as the Cost Auditor to conduct audit of cost accounting records maintained by the Company for various products manufactured by the Company for the year ending on 31/03/2018, at a remuneration amounting to Rs.80,000/- plus service tax and out-of-pocket expenses.. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor shall be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for approving the Ordinary Resolution as set out in Item No. 8 for ratification by the shareholders at the ensuing Annual General Meeting of the Company. None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Resolution.

ITEM No. 9

Your Board of Directors at their meeting held on 19th May, 2017 approved for the proposed related party transaction of sale, purchase, export of various products of the company and other related services with its associate company M/s Globus Gapuma Limited up to a maximum amount of Rs.25crores for the FY 2017-18 or up to such period as the Directors of the company may think fit. In terms of the provisions of section 188 of Companies Act 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, the approval of the shareholders of the Company by passing special resolution is required for such related party transaction. The Audit Committee of the Board has also accorded their consent for this related party transaction.

Accordingly, consent of the members is sought for approving the Special Resolution as set out in Item No. 9 for ratification by the shareholders at the ensuing Annual General Meeting of the Company. None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Resolution except Mr. Shekhar Swarup, Joint Managing Director of the company and his relatives being director in both the companies.

ANNEXURE - 1**I) General Information:**

(1)	Nature of Industry	Globus Spirits Limited is a leading spirits Company in India with a 360 degree portfolio of bulk alcohol, bottled liquors of various owned brands as well as bottling operations for India's top IMFL companies.		
(2)	Year of commencement of commercial production :	1993-94.		
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus :	Not Applicable		
(4)	Financial Performance based on the given indicators:			
	Particulars	Financial Year 2014-15	Financial Year 2015-16	Financial Year 2016-17
	Net Sales	58567.37	70670.38	78912.38
	Other Income	435.62	382.22	443.21
	Total Income	59002.99	71052.60	79355.59
	Expenditure	53694.09	63679.43	73291.22
	Depreciation	2872.63	4216.09	3809.40
	Interest	1406.71	1685.27	1752.22
	Profit / (Loss) before exceptional items and tax	1029.56	1471.81	502.75
	Provision for taxation (including Deferred tax)	322.86	218.04	(399.18)
	Profit / (Loss) after tax	706.70	1253.77	901.93
(5).	Export performance based on the given indicators	During the year 2016-17, total export performance were ₹ 85 72crores		
(6).	Foreign investments or collaborators, if any	...Not Applicable....		

ANNEXURE – 2**III) Other Information:**

(1)	Reasons of inadequate profits	The financial performance of GSL was affected due to the high input costs especially raw materials cost. Further, interest cost and depreciation/amortization of Fixed Assets were also another factors effecting the financial performance of the Company.
(2)	Steps taken or proposed to be taken for improvement	The Company has taken the following steps to negate the adverse impact in the coming years – 1) Improvement in Productivity 2) Higher capacity utilization & value added by-products 3) Increase in realization of various products.
(3)	Expected increase in productivity and profits in measurable terms	With the above measures, the operating efficiencies and profits of the Company is expected to increase.

By Order of the Board
For **Globus Spirits Limited**

Place : New Delhi
Date : 11/08/2017

Sd/-
(Santosh Kumar Pattanayak)
Company Secretary

GLOBUS SPIRITS LIMITED

CIN: L74899DL1993PLC052177

Registered Office: F-0, Ground Floor, The Mira Corporate Suites, Plot No.1&2, Ishwar Nagar, Mathura Road, New Delhi-110065

Tel : 011-66424600 Fax : 011-66424629 E Mail : corpoffice@globusgroup.in, Website : www.globusspirits.com

ATTENDANCE SLIP

Registered Folio No./DP ID No./Client ID No. :

Name & Address of the Member(s) :

Joint Holder1 :

Number of Shares held :

I certify that I am a Member / Proxy of the company.

I hereby record my presence at the 24th Annual General Meeting of the Company on Tuesday, the 26th September, 2017 at 11:00 A.M. at the Auditorium of IETE, 2, institutional Area, Lodhi Road, New Delhi-110003.

.....
Name of Member/Proxy

.....
Signature of Member/Proxy

- Notes: 1. A Member or his duly appointed proxy wishing to attend the Meeting must complete this Attendance Slip and hand it over at the entrance.
2. Name of the Proxy in Block letters (In case of Proxy..... attending the meeting)
3. Members are requested to bring their copies of Annual Report to the Meeting.

.....
Please cut here and bring the above Attendance Slip to the Meeting Hall

Electronic Voting Particulars

Electronic Voting Sequence No. (EVSN)	User ID	PAN/Default PAN No. (Sequence Number)

GLOBUS SPIRITS LIMITED

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PROXY FORM

Name of the Member (s) :	Registered Address :
E-mail ID :	Folio No./Client ID :
DP ID :	No. of Shares :

I/We of being a member/members of M/s Globus Spirits Limited do hereby appoint of or failing him/her of as my/our proxy to attend and vote for me/us on my/our behalf at the 24th Annual General Meeting of the Company to be held on Tuesday, the 26th September, 2017 at 11:00 A.M. at the Auditorium of IETE, 2, institutional Area, Lodhi Road, New Delhi-110003 and at any adjournment thereof in respect of such resolutions as are indicated below :

I/We hereby record my / our voting as marked (√)

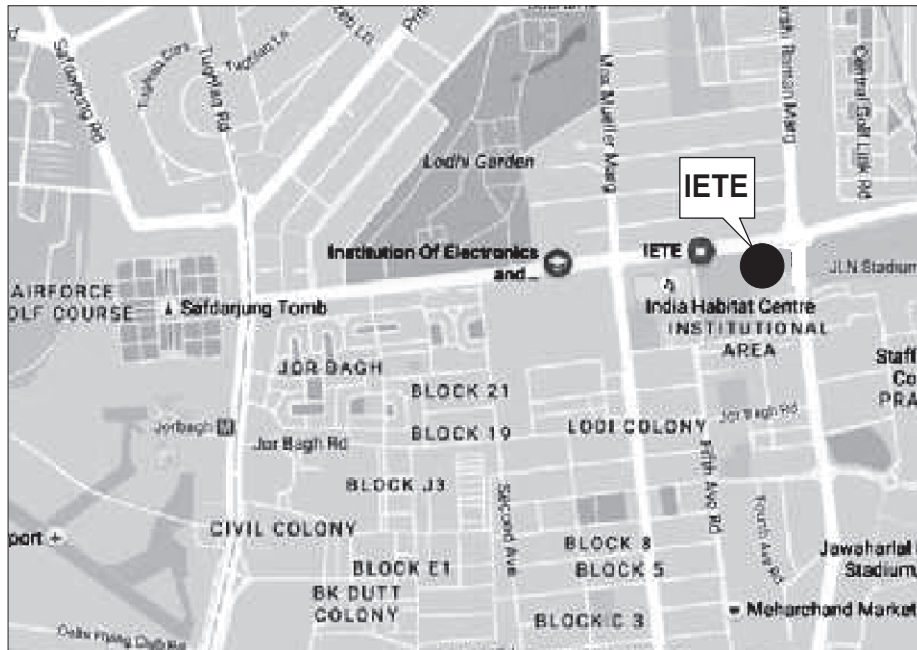
Item No.	Particulars	For	Against
1	Adoption of Consolidated & Standalone Audited Annual Accounts and Reports thereon for the year ended 31 st March 2017.		
2	Re-appointment of Mr. Manik Lal Dutta as Director who retires by rotation.		
3	Re-appointment of Mr. Shekhar Swarup as Director who retires by rotation.		
4	Ratification of Appointment of M/s. Deloitte Haskins & Sells LLP as Auditors.		
5	Appointment of Mr. Vijay Kumar Rekhi as director of the company who was appointed as Additional Director during the year.		
6	Appointment of Mr. Richard Piliero as director of the company who was appointed as Additional Director during the year.		
7	Appointment of Mr. Vijay Kumar Rekhi as Executive Director of the company.		
8	Approval for payment of remuneration to M/s JSN & Co, Cost Auditor of the company.		
9	Special Resolution for approval of entering into related party transaction with M/s Globus Gapuma Limited.		

Date..... Signature(s).....

Note: This Proxy form must be deposited at the Registered Office of the Company not less than 48 hours before the time for commencement of the Meeting.

* Applicable for investors holding shares in demat form.

Revenue Stamp



Globus Spirits

GLOBUS SPIRITS LIMITED

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