

# **METROGLOBAL LIMITED**

**( FORMERLY KNOWN AS GLOBAL BOARDS LIMITED )**

**ADMINISTRATIVE OFFICE:**

**508-509, "SHILP" C.G. ROAD, NAVRANGPURA, AHMEDABAD. 380009, INDIA**

**ACCOUNTS OFFICE: 808-809, "SHILP" C.G. ROAD, NAVRANGPURA, AHMEDABAD. 380009, INDIA**

**PHONE: 91-79-26468016, 26427713, 26403212, 26403930 FAX: 91-79-26407838**

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**SEC/MGL/87**

**3<sup>rd</sup> January, 2012**

**Mr. S. Subramanian**

**Manager- Department of Corporate Services**

**The Bombay Stock Exchange Limited**

**Floor No. 1, Rotunda Building,**

**Dalal Street, Mumbai- 400 001**

**Sub: Implementation of Scheme of Amalgamation in the nature of Merger of Metrochem Industries Limited with Metroglobal Limited ( Formerly known as Global Boards Limited.)**

**Script Code: 500159 Metroglobal Limited ( Formerly known as Global Boards Limited )**

**Script Code: 524683 Metrochem Industries Limited**

**Dear Sir,**

**We have submitted the details of Reduction of Capital of Metroglobal Limited ( Formerly known as Global Boards Limited ) in para 1 in which Illustration given for Distribution of fractional amount in cash is read as under,**

**Illustration: Shareholder holding 9 shares would receive Cheque of Rs.9.00 pursuant to reduction of capital, of Metroglobal Limited ( Formerly known as**

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**Global Boards Limited) accordingly ] fractional amount distributed in Cash to entitled shareholders.**

We are submitting brief note revised.

We request you give this information for information of our members and public at large.

Thanking You.

Yours faithfully,

**For METROGLOBAL LIMITED ( Formerly known as Global Boards Limited )**

  
**NITIN S.SHAH**

**COMPANY SECRETARY**

Encl.: As above.



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SEC/MGL/87

26th December, 2011

Mr. S. Subramanian

Manager- Department of Corporate Services

The Bombay Stock Exchange Limited

Floor No. 1, Rotunda Building,

Dalal Street, Mumbai- 400 001

**Sub: Implementation of Scheme of Amalgamation in the nature of Merger of Metrochem Industries Limited with Metroglobal Limited ( Formerly known as Global Boards Limited.)**

**Script Code: 500159 Metroglobal Limited ( Formerly known as Global Boards Limited )**

**Script Code: 524683 Metrochem Industries Limited.**

Dear Sir,

This is to inform you that the Board of Directors of the Company, at their meeting held on 26<sup>th</sup> December, 2011 has decided the **Record Date i.e. Thursday, 2<sup>nd</sup> February, 2012** for Shareholders of **Metroglobal Limited ( Script Code: 500159 )** and **Metrochem Industries Limited ( Script Code: 524683 )** for the following purposes:



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## **1. REDUCTION OF SHARE CAPITAL OF METROGLOBAL LIMITED ( FORMERLY KNOWN AS GLOBAL BOARDS LIMITED )**

The present issued and paid up capital of Metroglobal Limited ( Formerly known as Global Boards Limited ) i.e capital before the allotment of shares to the shareholders of Metrochem Industries Limited ( MCIL ) shall stand reduced on account of set-off against losses from Rs. 11,79,70,960 (Rupees Eleven Crores Seventy Nine Lakhs Seventy Thousand Nine Hundred Sixty Only) divided into 1,17,97,096 ( One Crore Seventeen Lakhs Ninety Seven Thousand Ninety Six ) fully paid-up equity shares of Rs. 10/- (Rupees Ten Only) each to Rs. 1,17,97,096 (Rupees One Crore Seventeen Lakh Ninety Seven thousand ninety six only), being 10% of the existing paid up equity capital divided into 11,79,709 (Eleven Lakhs Seventy Nine Thousand Seven Hundred Nine) fully paid-up equity shares of Rs. 10/- (Rupees Ten Only) each. and fractional share being paid out in cash.

**Illustration: Shareholder holding 100 shares would receive 10 shares pursuant to reduction of capital, of Metroglobal Limited ( Formerly known as Global Boards Limited)**

**Distribution of fractional amount in Cash:** Shareholders holding 10 and above will be given Shares as per their entitlement and any fractional amount paid in cash @Rs.10/- per equity Share.

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**Illustration: Shareholder holding 9 shares would receive Cheque of Rs.9.00 pursuant to reduction of capital, of Metroglobal Limited ( Formerly known as Global Boards Limited) accordingly ] fractional amount distributed in Cash to entitled shareholders.**

## **2. ISSUE OF SHARES BY TRANSFeree COMPANY**

( 1 ) The Modified Scheme becoming finally effective, in consideration of the transfer and vesting of the Undertaking of the Transferor company in the Transferee Company in terms of the Modified Scheme, the Transferee Company shall subject to the provisions of the Modified Scheme and without any further application, act or deed, issue and allot at par the Equity Shares of Rs.10/- (Rupees Ten Only) each credited as fully paid-up in the Capital of the Transferee Company to the Equity Shareholders of the Transferor company whose names appear in the Register of Members of the Transferor Company on 2<sup>nd</sup> February, 2012 (Record Date) fixed by the Board of Directors of the Transferee Company or to such of their respective heirs, executors, administrators or other legal representatives or other successors in title as may be recognized by the Board of Directors of the Transferee Company and approved by them to be placed on its register of names in the following proportion :



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**1 Equity share of Rs.10/- each, credited as fully paid-up in the capital of GBL for every 1 Equity Share of the face value of Rs. 10/- (Rupees Ten only) each held by the shareholders in Metrochem Industries Limited. ( MCIL )**

**( 2 ) The equity shares of Metroglobal Limited ( Formerly known as Global Boards Limited ) to be issued and allotted to the equity shareholders of Metrochem Industries Limited ( MCIL ) as mentioned herein above shall rank pari passu in all respects with the equity shares of Metroglobal Limited ( Finally known as Global Boards Limited )**

**( 3 ) The Transferee Company will endeavor that the new Equity Shares of the Metroglobal Limited ( Formerly known as Global Boards Limited ) issued in terms of the Modified Scheme of arrangement be listed and/or admitted to trading on the relevant Stock exchange/s, whether in India or abroad, where the equity shares of the Transferee Company are presently listed and/or admitted to trading. The Company shall enter in such arrangement and issue such confirmation and/or undertakings as may necessary in accordance with the applicable laws or regulations, for the above purpose. But on such formalities being fulfilled all such stock exchange shall list and/or admit the said new shares also for the purpose of trading. The Company would further endeavor that the new equity shares along with existing shares are admitted for trading in dematerialized mode and necessary agreement would be entered for the said purpose with National Securities Depository**

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Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The NSDL and CDSL shall admit the shares of the Company for dematerialization.

### **3. EFFECTIVE CAPITAL OF METROGLOBAL LIMITED ( Formerly known as GLOBAL BOARDS LIMITED )**

The Modified Scheme of Arrangement becoming effective, after considering the effect of Reduction of existing Share Capital of Metroglobal Limited ( Formerly known as Global Boards Limited ) ( GBL) and allotment of shares by Metroglobal Limited. ( Formerly known as Global Boards Limited ) to the shareholders of Metrochem Industries Limited ( MCIL), pursuant to Clause 8 of the said Modified Scheme, the issued, subscribed and paid-up Equity share capital of GBL shall be is Rs.12,61,30,420 (Rupees Twelve Crore Sixty One lakh Thirty Thousand Four Hundred twenty Only) divided into 1,26,13,042 (One Crore Twenty Six Lakhs Thirteen thousand fourty two) fully paid-up equity shares of Rs. 10/- (Rupees Ten Only) each .

We are enclosing herewith the Authenticated copy of the order of the Hon'ble High Court, of Bombay at Mumbai approving the Scheme of Amalgamation of the Company.

Please note that the your stock exchange has approved the said Scheme of Amalgamation



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Kindly take it on record and issue the Notice for information of the members of the Company..

Thanking you,

Yours faithfully,

**For METROGLOBAL LIMITED ( Formerly known as Global Boards Limited )**

  
**NITIN S. SHAH**

**COMPANY SECRETARY**

Encl.: As above.



CC

To (1) NSDL, Mumbai

(2) CDSL, Mumbai

(3) Sharex Dynamic India Pvt Ltd

(4) Link Intime India Pvt Ltd, Ahmedabad

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