

USS GLOBAL LIMITED

(Formerly known as SURNIDHI INVESTMENT LIMITED)

Regd office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitam Pura, New Delhi – 110034

Phone: 011- 45824477, website: www.ussglobaltd.com

E-mail: surnidhiinvestmentltd@gmail.com CIN: L74900DL1993PLC056491

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that 01/2024 Extra-Ordinary General Meeting (“**EGM**”) of the Members of **USS Global Limited** will be held at Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitam Pura, New Delhi – 110034 on **Thursday, 22nd Day of February 2024 at 02:00 P.M. (IST)** to transact the following business:

SPECIAL BUSINESS:

1. INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and if thought fit, to pass with or without modifications, the following resolution as a **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, approval of the Members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 5,50,00,000/- (Rupees Five Crore Fifty Lakhs Only) divided into 55,00,000 (Fifty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 10,30,00,000/- (Rupees Ten Crore Thirty Lakhs Only) divided into 1,03,00,000 (One Crore Three Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and consequently the existing Clause V of the memorandum of association of the Company relating to share capital be and is hereby altered by deleting the same and substituting in its place and stead, the following as new Clause V:

“V. The Authorised Share Capital of the Company is Rs. 10,30,00,000/- (Rupees Ten Crore Thirty Lakhs Only) divided into 1,03,00,000 (One Crore Three Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.”

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard”

2. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:

To consider and if thought fit, to give assent/ dissent to the following resolution, as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) read with all applicable Rules and laws (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), provisions of Chapter V and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be modified or re-enacted from time to time (“**SEBI ICDR Regulations**”), the applicable Rules, Notifications, Guidelines, Policies, Procedures issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“**SEBI**”), the Reserve Bank of India (“**RBI**”), the Stock Exchange where the shares of the Company is listed and other competent authorities and subject to necessary approvals, permissions, sanctions and consents as may be required from any regulatory or other appropriate authorities (including but not limited to the SEBI, the Stock Exchange where the shares of the Company is listed, RBI, the Government of India, etc.), if any, and further subject to such terms, conditions, alterations, corrections, changes, variations and/ or modifications as may be prescribed or imposed by the Appropriate Authorities while granting any such approvals, permissions, consents and sanctions and all such other approvals which may be agreed to by the Board of Directors of the Company (**hereinafter referred to as the “Board”** which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent and approval of the members of the company be and is hereby accorded to the Board and the Board be and is hereby authorized in its absolute discretion to create, offer, issue and allot, in one or more tranches, to the Promoter and Non-Promoters as mentioned below (hereinafter referred to as the “**Proposed Allottees**”) on preferential basis upto 52,58,000 (Fifty Two Lakhs Fifty Eight Thousand) equity shares of face value of Rs. 10/- each at a price of Rs. 10/- each [Rupees Ten Only] or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations as amended, whichever is higher and the details of the securities to be issued are as follows:

Name of Applicant (Proposed Allottees)	Maximum No. of equity shares proposed to be allotted upto
Promoter (A)	
Mohit Gupta	38,57,100
Non-Promoter (B)	
Nimanyu Raj Agrawal	1,50,000
Satyam Goyal	81,800
Shivam Goyal	81,800
Pankaj Aggarwal	81,600
Nitin Aggarwal	81,600
Priya Aggarwal	81,600
Nandini Aggarwal	81,600

Tanuj Gupta	70,000
Hemant Jain	60,000
Banwari Lal Aggarwal	60,000
Atul Tandon	60,000
Jiwan Dhar Jain	60,000
Rekha Jain	60,000
Abhishek Gupta	60,000
Aakash Gupta	50,900
Surendra Kumar Jain	50,000
Amar Chand Gupta	50,000
Monika Aggarwal	50,000
Shakti Share Shoppe Private Limited	50,000
Nirmal Agrawal	50,000
Gaurav Gupta	30,000
Total (A+B)	52,58,000

RESOLVED FURTHER THAT the equity shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the equity shares to be allotted shall rank pari passu in all respects with the existing equity shares of the Company including Dividend.

RESOLVED FURTHER THAT In the event of the Company making a bonus issue of shares or making rights issue of shares or any other securities in whatever proportion or any corporate action prior to the exercise of the rights attached to the equity shares, the entitlement of the holders shall stand augmented in the same proportion in which the equity share capital of the company increases as a consequence of such bonus/rights issues or any corporate action and that the exercise price of the equity shares to be adjusted accordingly, subject to such approvals as may be required.

RESOLVED FURTHER THAT the Relevant Date, as stipulated in the Regulation 161 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 for determination of the Issue Price of equity shares shall be thirty (30) days prior to the date of this meeting where the proposed Preferential Issue is being considered for approval of the members of the Company or in the case where the Relevant Date falls on Weekend/Holiday, the day preceding the Weekend/Holiday will be reckoned to be the Relevant Date.

RESOLVED FURTHER THAT the equity shares to be allotted on preferential basis shall be locked in for such period as prescribed in Regulation 167 of Chapter V of SEBI (ICDR) Regulations;

RESOLVED FURTHER THAT the Board be and is hereby authorized to approve the other terms and conditions of the issue and also to vary, alter or modify any of the terms and conditions in the proposal as may be required by the agencies/authorities involved in such issues but subject to such conditions as the Reserve Bank of India

(RBI)/Securities and Exchange Board of India (SEBI)/the Stock Exchange where the equity shares of the Company is listed and/or such other appropriate authority may impose at the time of their approval and as agreed to by the Board.

RESOLVED FURTHER THAT the equity shares to be allotted, be listed on the stock exchange where the shares of the Company is listed and that the Board be and is hereby authorized to make the necessary applications and to take all other steps as may be necessary for the approval of allotment of equity shares and listing of such equity shares and for the admission of such equity shares with the depositories, i.e. NSDL & CDSL, and for the credit of such equity shares to the holders dematerialized securities account.

RESOLVED FURTHER THAT for the purpose of creating, issuing, offering and allotting equity shares of the Company the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, desirable or appropriate to give effect to this resolution in all respects and in particular to settle any questions, difficulties or doubts that may arise with regard to the offering, issuing and allotting of equity shares of the Company, as it may, in its absolute discretion, deem fit and proper.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any other Director or Directors or Company Secretary or any other officer(s) or employee(s) of the Company or any advisor, as it may consider appropriate in order to give effect to this Resolution.”

By Order of the Board
For **USS Global Limited**
(Formerly known as Surnidhi Investment Limited)

Sd/-
Rachna Negi
(Company Secretary)
Membership No:ACS 70130

Date: Thursday, January 25, 2024

Place: New Delhi

Registered Office:

Office No. 400, ITL Twin Towers, B-9,
Netaji Subhash Place, Pitam Pura,
New Delhi – 110034

Website: www.ussglobaltd.com

Email: surnidhiinvestmentltd@gmail.com

CIN: L74900DL1993PLC056491

NOTES:

1. An explanatory statement pursuant to Section 102 of the Act, setting out the material facts and reasons for the proposed special business at Item No. 1 and 2 is appended herein below.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. Members holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of proxy, in order to be effective, should be deposited either in person or through post, at the registered office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A proxy form is annexed as Annexure-I to this notice.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members to cast their votes in respect of the resolutions listed in this Notice. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) as the authorized e-voting agency for facilitating electronic voting.
4. The Board of Directors of the Company has appointed, of M/s. Umesh Kumar & Associates(Certificate of Practice No.8361), Company Secretaries, as Scrutinizer for conducting the Postal Ballot process (including e-voting process) to scrutinize the voting in a fair and transparent manner. After completion of his scrutiny, the Scrutinizer will submit his report to the Chairman of the Meeting.
5. Notice of the Meeting will be sent to those Members, whose name will appear in the Register of Members / list of Beneficial Owners received from the Depositories as on Cut Off date i.e. Friday, 19th January, 2024. In compliance with the MCA Circulars and SEBI Circulars, Notice of the EGM is being sent through electronic mode to those Members whose email addresses are registered with the RTA/ Company/Depositories and to members other than those whose email addresses are registered with the RTA/ Company/Depositories is being sent through the permitted modes as per Companies Act, 2013.
6. The Extraordinary General Meeting will be conducted through physical mode and a Member entitled to attend and vote is also entitled to appoint a proxy on his/her behalf to attend and vote at the Extraordinary General Meeting.

The instrument appointing proxy in Form MGT-11 should be deposited at the registered office of the company or mailed at surnidhinvestmentltd@gmail.com not less than 48 hours before the commencement of the 1/2024 Extraordinary General Meeting.

7. The Members/Proxies shall bring attendance slip (enclosed herewith) duly completed and signed along with one Identity Proof i.e. Copy of PAN Card, Aadhar Card, Voter ID etc. to attend the 1/2024 Extraordinary General Meeting of the Company.
8. A copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company between 11:00 A.M. to 5:00 P.M. on all working days between Monday to Friday upto the conclusion of 1/2024 Extraordinary General Meeting.
9. Alankit Assignments Limited is the Registrar and Share Transfer Agent of the Company. The contact details of RTA are as follows: Phone: 011-42541234/23541234; E-mail: info@alankit.com ;Address: Alankit House, 4E/2, Jhandewalan Extension, New Delhi 110055.
10. Members are requested to notify immediately the change of their name, postal address, email address, mobile number, PAN, nomination, bank particulars, if any, to their depository participants , if the shares are held by them in electronic form and to the registrar and share transfer agent ("RTA") of the company, i.e., Alankit Assignments Limited, if shares are held in physical form. Members are advised to exercise due diligence and not leave their demat account(s) dormant for long. They should obtain a periodic statement of holdings from the concerned depository participant and verify it.
11. Members who are yet to register/ who have not updated their email addresses shall update the same with the Company/Registrar and Transfer Agent or with the Depository Participants. Members are requested to update the same at the earliest to receive the communications addressed to them timely.
12. In line with the MCA circulars and SEBI circular, the notice calling the EGM has been uploaded on the website of the Company at www.ussglobaltd.com and on the website of the stock exchange at www.msei.in and also on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
13. Corporate Members intending to send their authorized representative to attend the EGM are requested to forward a certified copy of Board Resolution authorizing their representative to attend and vote at the Extraordinary General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
14. As per Section 72 of the Act, member(s) of the Company may nominate a person in whom the shares held by him shall vest in the event of his unfortunate death. Shareholders desirous of making nomination are requested to send their request in Form SH-13. For Members holding shares in dematerialised form, the nomination form may be filed with the concerned Depository Participant. For Members holding shares in physical form can make their nomination in the specified Nomination Form which can be obtained from the Company or the Registrar & Share Transfer Agents ("RTA").

15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Registrar & Share Transfer Agents.
16. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and to avail various other benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries. Members who still hold share certificates in physical form are advised to dematerialise their shareholding.
17. The Company has a dedicated e-mail address info@ussglobal.com for Members to mail their queries or lodge complaints, if any. We will endeavour to reply to your queries at the earliest. The Company's website ussglobaltd.com has a dedicated section for investors.
18. Register of Directors and Key Managerial Personnel will also be kept open for inspection during the Extraordinary General Meeting and accessible to the persons attending the Extraordinary General Meeting.
19. A Route Map for easy location and convenience of Members to reach the venue of Extraordinary General Meeting is annexed as Annexure-II to this notice.

20. THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ARE AS UNDER

PROCEDURE FOR REMOTE E-VOTING

The remote e-voting period will commence on 19th February, 2024 at 09:00 A.M. (IST) and will end at 5:00 P.M. (IST) on 21st February, 2024. After that, the remote e-voting module shall be disabled by CDSL. Once the vote on a resolution is cast by the member, the member cannot modify it subsequently.

Members are requested to carefully read the instructions for remote e-voting before casting their vote. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

- (i) Shareholders who have already voted prior to the meeting date through remote e-voting would not be entitled to vote at the meeting venue.
- (ii) 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, the Company is 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.

(iii) In terms of **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by the Company, 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.

PURSUANT TO ABOVE SAID 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	<p>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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>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 E-voting 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 i.e.CDSL/NSDL/KARVY/LINKINTIME,so that the user can visit the e-Voting service providers' website directly.</p>
	<p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>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.comhomepage or click on https://evoting.cdslindia.com/Evoting/Evoting Login. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

<p>Individual Shareholders holding securities in Demat mode with NDSL</p>	<p>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 or joining virtual meeting & voting during the meeting.</p> <p>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</p> <p>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 held 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 or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in Demat mode) login through their Depository Participants</p>	<p>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 or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned 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	Help desk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>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 22 55 33</p>

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
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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, NM Joshi Marg, Lower Parel (East),Mumbai-400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

Further, **Ms.Rachna Negi(ACS:70130), Company Secretary & Compliance Officer** of the Company will also be available to address the grievances connected with remote e-voting at the below mentioned details:

Name: Ms. Rachna Negi
Designation: Company Secretary & Compliance Officer
Telephone No.:011-45824477
Email Id: surnidhiinvestmentltd@gmail.com

LOGIN METHOD FOR E-VOTING FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING IN DEMAT FORM.

Following are the instructions for **Physical shareholders and shareholders other than individual holding in Demat form** to caste vote electronically:-

- I.** Log on to the E-Voting website www.evotingindia.com
- II.** Click on "Shareholders" tab.
- III.** Now, select "**USS GLOBAL LIMITED**" from the drop down menu and click on "**SUBMIT**".
- IV.** Now enter your USER ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DPID followed by 8 Digits Client ID).
- V.** Members holding Shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- VI.** However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting the vote.
- VII.** If you are a first time user follow the steps given below:

	For Members holding Shares in Demat Form and Physical Form
PAN (Permanent Account Number)	Enter your 10 digital alpha-numeric PAN issued by Income Tax Department. Note: •Members who have not updated their PAN with the

	<p>Company/Depository Participant are requested to use the first two letters of their name in CAPITAL followed by the last 8 digits of their Demat Account number/Folio No. as the case maybe, in the PAN Field.</p> <p>•In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence Number 1 then enter RA00000001 in the PAN Field.</p>
<p>Date of Birth or Date of Incorporation or</p> <p>Bank Account Number</p>	<p>Enter the Date of Birth in (dd/mm/yyyy) format as recorded in your Demat Account or in the Company records in order to login.</p> <p style="text-align: center;">OR</p> <p>Enter the Bank Account Number as recorded in your Demat Account or in the Company's records for the said Demat Account or Folio No.</p> <p>Please enter any one of the details in order to login. In case both the details are not recorded with the depository or the Company, please enter the Member ID/Folio No. in the Bank Account Number field.</p>

VIII. After entering these details appropriately, click on "**SUBMIT**" tab.

IX. 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 where in 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.

X. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

XI. Click on the EVSN for "**USS GLOBAL LIMITED**" on which you choose to vote.

XII. 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.

XIII. Click on the "**RESOLUTIONS FILE**" link if you wish to view the entire Resolution.

XIV. 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.

XV. Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.

XVI. You can also take the print of the votes cast by you by clicking on "**Click here to print**" option on the Voting Page.

XVII. If a Demat Account holder has forgotten the login password, then he may choose the "Forgot Password" option to reset the password, after entering the USER ID and image verification code and click on "Forgot Password" and enter the details as prompted by the system.

XVIII. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and window's phone user can download the App from the App store and the Window's phone store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

XIX. Note for Institutional Shareholders and Custodians:

- a. Institutional Shareholders (i.e. other than Individuals, HUFs and NRIs etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned Copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the custodian/Authorised Representatives, if any, should be uploaded in PDF format in the system or send to the Scrutinizer by email through its registered email address and may also 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - Alternatively Non Individual shareholders are required 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; csumesh07@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

XX. Any person who acquires Shares of the Company and becomes a Member of the Company after the dispatch of the EGM Notice and holds shares as on the cut-off date, i.e. 15th February, 2024 may obtain the login Id and password by sending a request at helpdesk.evoting@cDSLindia.com. However, if you are already registered with CDSL for remote e-voting, then you can use your existing user ID and password for casting your vote.

XXII. Please note that members connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connections to avoid any kind of glitches for the smooth e-voting for the 1/2024 Extraordinary General Meeting of the Company.

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 e-Voting & joining virtual meetings through Depository.

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, NM Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33.

20. Poll papers will be distributed at the meeting to enable shareholders to cast their vote physically. The members who have casted their vote by remote e-voting prior to the date of the 1/2024 Extraordinary General Meeting may also attend the meeting but shall not be entitled to cast their vote again. In case vote is casted by both the modes, then vote cast by remote e-voting prior to the meeting shall prevail.
21. The Scrutinizer shall immediately after the conclusion of the 1/2024 Extraordinary General Meeting count the votes cast at the 1/2024 Extraordinary General Meeting in the presence of at least two witnesses and thereafter unblock the votes cast through remote e-voting.

The Scrutinizer shall after the conclusion of the Extraordinary General Meeting make a Consolidated Scrutinizer's Report of the total votes cast in favour or against, on the resolution set out at the 1/2024 Extraordinary General Meeting along with the e-

voting Results and submit forthwith to the Chairman of the Meeting who shall countersign the same and shall declare the result of the e-voting forthwith.

- 22.** The E-voting Results will be placed on the Company's Website www.ussglobaltd.com and on the Website of CDSL and shall simultaneously be communicated to the Stock Exchange as per the prescribed timeline.
- 23.** The resolutions will be deemed to be passed on the EGM date subject to receipt of requisite majority on a resolution.
- 24.** All the documents referred to in the Notice and Explanatory Statement are open for inspection by the members of the Company at the Registered Office of the Company between 11:00 A.M. to 5 P.M. on all working days between Monday to Friday from the date of circulation of this notice up to the conclusion of the 1/2024 Extraordinary General Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to Resolution No(s). 1 to 2 mentioned in the accompanying Notice.

ITEM NO. 1

The authorized share capital of the Company is Rs. 5,50,00,000/- (Rupees Five Crore Fifty Lakhs Only) divided into 55,00,000 (Fifty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each. The resolution set out at Item No. 1 seeks to alter the capital clause of the memorandum of association of the Company by increasing the authorised share capital from Rs. 5,50,00,000/- (Rupees Five Crore Fifty Lakhs Only) divided into 55,00,000 (Fifty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 10,30,00,000/- (Rupees Ten Crore Thirty Lakhs Only) divided into 1,03,00,000 (One Crore Three Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

Pursuant to Section 61 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, the Company is required to obtain approval of its shareholders by means of a ordinary resolution to carry out amendments to the memorandum of association of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and/ or their relatives is deemed to be, in any way concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors accordingly recommend passing of the resolution as set out at Item No. 1 of the Accompanying EGM Notice for the approval of members of the Company as Ordinary Resolution.

ITEM NO. 2

The following disclosure is made in accordance with the provisions of the Companies Act, 2013 ("**the Act**") and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended thereof (hereinafter referred to as "**SEBI (ICDR) Regulations**").

1. OBJECT OF THE PREFERENTIAL ISSUE:

In order to meet with the Long Term Working Capital Requirements, to give deposit and/or advances in any form for business purpose and for General Corporate Purposes, it is proposed to raise funds by issue of equity shares on preferential basis. The Board of Directors of the Company in its board meeting held on Thursday, January 25, 2024 has decided to issue and allot upto 52,58,000 equity shares of face value of Rs.10/- each at a price of Rs. 10/- per Equity Share [Rupees Ten Only] or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations as amended, whichever is higher.

2. MAXIMUM NUMBER OF SPECIFIED SECURITIES TO BE ISSUED:

To create, offer, issue and allot on a preferential basis to Promoter and Non-Promoters upto 52,58,000 (Fifty Two Lakhs Fifty Eight Thousand) equity shares of face value of Rs. 10/- each at a price of Rs. 10/- per Equity Share [Rupees Ten Only] or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations as amended, whichever is higher.

Issue of the Equity Shares pursuant to the Preferential Issue would be within the Authorised Share Capital of the Company.

3. THE CLASS OR CLASSES OF PERSONS TO WHOM THE ALLOTMENT IS PROPOSED TO BE MADE:

The Allotment is proposed to be made to the Individuals and Body Corporate belonging to Promoter and Non-Promoters as per the details mentioned at point no. 9 below.

4. INTENT OF THE PROMOTERS, DIRECTORS, KEY MANAGEMENT PERSONNEL OR SENIOR MANAGEMENT OF THE COMPANY TO SUBSCRIBE TO THE OFFER:

None of the Promoter, Directors, Key Management Personnel or Senior Management of the Company are subscribing to the proposed preferential offer except the following, who have conveyed to the Company in writing to subscribe to the equity shares of face value of Rs. 10/- each of the Company on preferential basis as proposed under Special Resolution at Item No. 2 above:

Sr.No.	Name of the Applicant (Proposed Allottee)	Category	Maximum No. of equity shares proposed to be allotted
1.	Mohit Gupta	Promoter/Managing Director	38,57,100

5. SHAREHOLDING PATTERN OF THE COMPANY BEFORE AND AFTER THE PROPOSED ISSUE:

Sr. No	CATEGORY	Pre-Issue Equity Holdings		No. of Equity Shares proposed to be issued	Post-Issue Equity Holdings*	
		No. of Shares	% of Shareholding	No. of Shares	No. of Shares	% of Shareholding
A	Promoter's Holding					
1	Indian Promoter/Promoter Group	33,58,900	67.18	38,57,100	72,16,000	70.35
2	Foreign Promoter/Promoter Group	0	0.00	0	0	0.00
	Sub-Total (A)	33,58,900	67.18	38,57,100	72,16,000	70.35

B	Non-Promoter's Holding					
1	Institutions:	0	0.00	0	0	0.00
2	Non-Institutions:					
	Private Corporate Bodies	0	0.00	50,000	50,000	0.49
	Directors and relatives	0	0.00	0	0	0.00
	Indian Public	16,41,100	32.82	13,50,900	29,92,000	29.17
	Others (including NRIs)	0	0.00	0	0	0.00
	Sub-Total (B)	16,41,100	32.82	14,00,900	30,42,000	29.65
	TOTAL (A+B)	50,00,000	100.00	52,58,000	1,02,58,000	100.00

* Assuming entire 52,58,000 equity shares to be issued under this Preferential issue is allotted.

6. NO CHANGE IN CONTROL:

The existing promoter of the company will continue to be in control of the company and there will not be any changes in the management/control of the company as a result of the proposed preferential allotment.

7. LOCK-IN PERIOD:

The equity shares to be allotted on preferential basis shall be locked in, for such period as prescribed in Chapter V of SEBI (ICDR) Regulations.

The entire pre preferential holding of the allottee, if any, shall be locked in as per Regulation 167(6) of Chapter V of the SEBI (ICDR) Regulations.

8. PROPOSED TIME WITHIN WHICH THE ALLOTMENT SHALL BE COMPLETED:

The proposed allotment of Equity Shares shall be completed, in accordance with Regulation 170 of SEBI (ICDR) Regulations, within 15 (fifteen) days period from the later of: **(i)** date of passing of the shareholders' special resolution ; or **(ii)** receipt of the permission or approval from any regulatory authority or the Central Government, if any, including receipt of the 'in principle approval' from the stock exchange (pursuant to Regulation 28 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) where the shares of the Company is listed.

The allotment of equity shares will be completed in dematerialized form.

9. IDENTITY OF NATURAL PERSONS WHO ARE THE ULTIMATE BENEFICIAL OWNERS OF THE SHARES PROPOSED TO BE ALLOTTED AND/OR WHO ULTIMATELY CONTROL THE PROPOSED ALLOTTEES AND THE PERCENTAGE OF POST PREFERENTIAL ISSUE CAPITAL THAT MAY BE HELD BY THE ALLOTTEES:

In compliance with Regulation 163(1)(f) and 163(1)(fa) of SEBI (ICDR) Regulations and amendments thereof and also in compliance with SEBI Circular No. CIR/MIRDS/2/2013 dated January 24, 2013, details of the proposed allottees to whom securities to be issued pursuant to the Special Resolution at Item No. 2 of the Notice, the Identity of Natural Persons who are the Ultimate Beneficial Owners of the proposed allottees and the percentage of the expanded capital to

be held by the proposed allottees after the proposed allotment of the said securities are as under:

Name of Proposed Allottees	Identity of Natural Persons Who are the Ultimate Beneficial Owners	Pre-Issue Equity Holdings		No. of equity shares proposed to be issued	Post-Issue Equity Holding*	
		No. of Shares	% of Shareholding		No. of Shares	% of Shareholding
Promoter						
Mohit Gupta	Mohit Gupta	33,58,900	67.18	38,57,100	72,16,000	70.35
Non-Promoter						
Nimanyu Raj Agrawal	Nimanyu Raj Agrawal	0	0.00	1,50,000	1,50,000	1.46
Satyam Goyal	Satyam Goyal	0	0.00	81,800	81,800	0.80
Shivam Goyal	Shivam Goyal	0	0.00	81,800	81,800	0.80
Pankaj Aggarwal	Pankaj Aggarwal	0	0.00	81,600	81,600	0.80
Nitin Aggarwal	Nitin Aggarwal	0	0.00	81,600	81,600	0.80
Priya Aggarwal	Priya Aggarwal	0	0.00	81,600	81,600	0.80
Nandini Aggarwal	Nandini Aggarwal	0	0.00	81,600	81,600	0.80
Tanuj Gupta	Tanuj Gupta	0	0.00	70,000	70,000	0.68
Hemant Jain	Hemant Jain	0	0.00	60,000	60,000	0.58
Banwari Lal Aggarwal	Banwari Lal Aggarwal	0	0.00	60,000	60,000	0.58
Atul Tandon	Atul Tandon	0	0.00	60,000	60,000	0.58
Jiwan Dhar Jain	Jiwan Dhar Jain	0	0.00	60,000	60,000	0.58
Rekha Jain	Rekha Jain	0	0.00	60,000	60,000	0.58
Abhishek Gupta	Abhishek Gupta	0	0.00	60,000	60,000	0.58
Aakash Gupta	Aakash Gupta	0	0.00	50,900	50,900	0.50
Surendra Kumar Jain	Surendra Kumar Jain	0	0.00	50,000	50,000	0.49
Amar Chand Gupta	Amar Chand Gupta	0	0.00	50,000	50,000	0.49
Monika Aggarwal	Monika Aggarwal	0	0.00	50,000	50,000	0.49
Shakti Share Shoppe Private Limited	Deepak Singhvi	0	0.00	50,000	50,000	0.49
Nirmal Agrawal	Nirmal Agrawal	0	0.00	50,000	50,000	0.49
Gaurav Gupta	Gaurav Gupta	0	0.00	30,000	30,000	0.29

* Assuming entire 52,58,000 equity shares to be issued under this Preferential issue is allotted.

The consent of the Members is sought for the issue of Equity Shares in terms of Section 62 of the Companies Act, 2013, and all applicable provisions of the Companies Act, 2013 and in terms of the provisions of the SEBI (ICDR) Regulations and the listing agreements entered into by the Company with the stock exchange, where the Company's equity shares is listed.

10. THE CURRENT AND PROPOSED STATUS OF THE ALLOTTEES POST THE PREFERENTIAL ISSUE NAMELY, PROMOTER OR NON-PROMOTER:

Proposed Allottees	Current status of the allottees	Proposed status of the allottees post the preferential issue
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Mohit Gupta	Promoter	Promoter
Nimanyu Raj Agrawal	Non-Promoter	Non-Promoter
Satyam Goyal	Non-Promoter	Non-Promoter
Shivam Goyal	Non-Promoter	Non-Promoter
Pankaj Aggarwal	Non-Promoter	Non-Promoter
Nitin Aggarwal	Non-Promoter	Non-Promoter
Priya Aggarwal	Non-Promoter	Non-Promoter
Nandini Aggarwal	Non-Promoter	Non-Promoter
Tanuj Gupta	Non-Promoter	Non-Promoter
Hemant Jain	Non-Promoter	Non-Promoter
Banwari Lal Aggarwal	Non-Promoter	Non-Promoter
Atul Tandon	Non-Promoter	Non-Promoter
Jiwan Dhar Jain	Non-Promoter	Non-Promoter
Rekha Jain	Non-Promoter	Non-Promoter
Abhishek Gupta	Non-Promoter	Non-Promoter
Aakash Gupta	Non-Promoter	Non-Promoter
Surendra Kumar Jain	Non-Promoter	Non-Promoter
Amar Chand Gupta	Non-Promoter	Non-Promoter
Monika Aggarwal	Non-Promoter	Non-Promoter
Shakti Share Shoppe Private Limited	Non-Promoter	Non-Promoter
Nirmal Agrawal	Non-Promoter	Non-Promoter
Gaurav Gupta	Non-Promoter	Non-Promoter

11. BASIS ON WHICH THE PRICE HAS BEEN ARRIVED AT AND JUSTIFICATION FOR THE PRICE (INCLUDING PREMIUM, IF ANY):

The Equity Shares of the company is listed on Metropolitan Stock Exchange of India Limited for a period of more than 90 trading days as on the relevant date i.e Tuesday, January 23, 2024 and are infrequently traded in accordance with Regulation 164 of SEBI (ICDR) Regulations.

In compliance with Regulation 166A of the SEBI (ICDR) Regulations as the preferential issue to Mr. Mohit Gupta., an proposed allottee, is more than five per cent of the post issue fully diluted share capital of the Company, therefore, the minimum issue floor price is higher of the price determined through following methods:

- a. The price determined in Compliance with Regulation 165 and 166A of the SEBI (ICDR) Regulations through Valuation report dated Thursday, January 25, 2024 issued by Mr. Manish Kumar Bhagat, Registered Valuer (IBBI Registration No: IBBI/RV/06/2020/13484) i.e., Rs. 10/- per Equity Share ("Valuation Report"). The Valuation Report shall be available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch of the EGM Notice till Thursday, February 22, 2024 and may be accessed on the website of the company at <https://www.ussglobaltd.com/>.
- b. Method of determination of floor price as per the Articles of Association of the Company: Not applicable as the Articles of Association of the Company are silent on method of determination of a floor price of the shares issued on preferential basis.

The Board proposes to issue the equity share of face value of Rs. 10/- each at a price of Rs. 10/- each [Rupees Ten Only] or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations as amended, whichever is higher.

12. THE PRICE OR PRICE BAND AT/WITHIN WHICH THE ALLOTMENT IS PROPOSED:

The issue price of the equity shares to be allotted on preferential basis shall be at a price of Rs. 10/- each [Rupees Ten Only] or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations as amended, whichever is higher. Kindly refer to the above mentioned point no. 11 for the basis of determination of the price.

13. PARTICULARS OF THE OFFER, KINDS OF SECURITIES OFFERED, PRICE OF THE SECURITIES OFFERED INCLUDING DATE OF PASSING OF BOARD RESOLUTION:

Issue of upto 52,58,000 Equity Shares of face value of Rs. 10/- each at a price of Rs. 10/- each [Rupees Ten Only] or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations as amended, whichever is higher for Cash consideration.

Date of passing Board Resolution for aforesaid Preferential Issue is Thursday, January 25, 2024.

14. AMOUNT WHICH THE COMPANY INTENDS TO RAISE BY WAY OF SUCH SECURITIES:

The Company intends to raise upto Rs. 5,25,80,000/- by way of Preferential Issue of upto 52,58,000 Equity Shares.

15. NUMBER OF PERSONS TO WHOM ALLOTMENT ON PREFERENTIAL BASIS HAVE BEEN MADE DURING THE YEAR, IN TERMS OF NUMBER OF SECURITIES AS WELL AS PRICE:

During the period from April 01, 2023 till the date of this Notice, the Company has not made any allotment on Preferential Basis.

16. NAME AND ADDRESS OF THE VALUER WHO PERFORMED VALUATION OF THE SECURITY OFFERED:

The valuation was performed by Mr. Manish Kumar Bhagat, Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13484) having his office at B-1204, Shilp Corporate Park, Rajpath Rangoli Road Next to Aaron Spectra, Thaltej, Ahmedabad – 380054.

17. THE JUSTIFICATION FOR THE ALLOTMENT PROPOSED TO BE MADE FOR CONSIDERATION OTHER THAN CASH TOGETHER WITH VALUATION REPORT OF THE REGISTERED VALUER:

Not Applicable, as the proposed preferential allotment is made for Cash consideration.

18. PRINCIPLE TERMS OF ASSETS CHARGED AS SECURITIES:

Not Applicable.

19. PRACTICING COMPANY SECRETARY CERTIFICATE:

A copy of the certificate from Mr. Akshat Garg & Associates, Proprietor of M/s. Akshat Garg & Associates, Practicing Company Secretaries (M. No.F9161 and CP No.10655), as mandated under Regulation 163(2) of the SEBI (ICDR) Regulations, certifying that the Proposed Preferential Issue is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations shall be placed before the shareholders at their proposed Extra Ordinary General Meeting and the same shall be available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch of the EGM Notice till Thursday, February 22, 2024. This certificate is also placed on the website of the company at <https://www.ussglobaltd.com/>.

20. RELEVANT DATE:

The "Relevant Date" in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for the purpose of determining the price of equity shares to be issued on preferential basis shall be 30 days prior to the date of this meeting of the Shareholders of the Company or in the case where the Relevant Date falls on Weekend/Holiday, the day preceding the Weekend/Holiday will be reckoned to be the Relevant Date i.e Tuesday, January 23, 2024.

21. OTHER DISCLOSURES:

- a. As the equity shares have been listed on a recognized Stock Exchange (i.e Metropolitan Stock Exchange of India Limited (MSE)) 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 Regulation 163(1)(h) is not applicable.
- b. Neither the Company nor any of its Promoter or Directors are a willful defaulter or a fraudulent borrower as defined under SEBI (ICDR) Regulations and none of its directors or Promoter are fugitive economic offender as defined under SEBI (ICDR) Regulations.

Except Mr. Mohit Gupta, Managing Director and his relatives, No other Director(s) and/or Key Managerial Personnel of the Company and/ or their relatives are, in any way concerned or interested, financially or otherwise in the resolution set out at Item No. 2 of the Notice, except to the extent of their shareholding interest, if any, in the company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and accordingly recommend passing of the resolution as set out at Item No. 2 of the Accompanying EGM Notice for the approval of members of the Company as Special Resolution.

By Order of the Board
For **USS Global Limited**
(Formerly known as Surnidhi Investment Limited)

Sd/-
Rachna Negi
(Company Secretary)
Membership No:ACS 70130

Date : Thursday, January 25, 2024

Place: New Delhi

Registered Office:

Office No. 400, ITL Twin Towers, B-9,
Netaji Subhash Place, Pitam Pura,
New Delhi – 110034

Website: www.ussglobaltd.com

Email: surnidhiinvestmentltd@gmail.com

CIN: L74900DL1993PLC056491

USS GLOBAL LIMITED

(Formerly known as SURNIDHI INVESTMENT LIMITED)

Regd office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitam Pura, New Delhi – 110034

Phone: 011- 45824477, website: www.ussglobaltd.com

E-mail: surnidhiinvestmentltd@gmail.com CIN: L74900DL1993PLC056491

ATTENDANCE SLIP

1/2024 Extraordinary General Meeting – 22nd February, 2024

Folio No DP ID.....

No. of Share held..... Cleint ID

I/We certify that I am a *Member/Proxy/Authorised Representative for the Member(s) of the Company.

I hereby record my presence at the **1/2024 Extraordinary General Meeting** of the Company at the Registered Office of Company situated at **Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi – 110034** on **Thursday, 22nd February, 2024** at **2:00 P.M.**

Name of the *Member/Proxy/Authorised Representative: (IN BLOCK LETTERS)
--

Signature of the *Member/Proxy/Authorised Representative :

Note(s):

1. Please fill all details and hand it over duly signed Attendance Slip at the entrance of the Meeting Venue.
2. Members are requested to bring copies of the 1/2024 EGM Notice along with their one Identity Proof i.e. copy of Aadhar card or PAN card or Voter ID etc. to the Extraordinary General Meeting venue.
3. The Route Map to reach Extraordinary General Meeting (EGM) venue is given below for the convenience of the Shareholders.

***Strike out whichever is not applicable**

USS GLOBAL LIMITED

(Formerly known as SURNIDHI INVESTMENT LIMITED)

Regd office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitam Pura, New Delhi – 110034

Phone: 011- 45824477, website: www.ussglobaltd.com

E-mail: surnidhiinvestmentltd@gmail.com CIN: L74900DL1993PLC056491

FORM NO. MGT-11 PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

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

I/We, being the Member (s) holding.....shares of the above mentioned Company, hereby appoint

1.Name:.....**Address:**.....
..... **E-mail ID:**.....
Signature:or failing him/her

2.Name:.....**Address:**.....
..... **E-mail ID:**.....
Signature:.....or failing him/her

3.Name:.....**Address:**.....
.....**E-mail ID:**..... **Signature** :.....

As my/ our proxy to attend and vote for me/us and on my/our behalf at the **1/2024 Extraordinary General Meeting** of the Company to be held on **Thursday at 2:00 P.M.** at the Registered Office of the Company situated at **Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034** or at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Type of Resolution	Please mention No. of Shares	
			For	Against
1.	1.INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.	Ordinary Resolution		
2.	2.ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS	Special Resolution		

Signed this.....day of2024
Signature of the Shareholder.....
Signature of the Proxy holder (s).....

Affix Revenue Stamp of Rs.1/-
--

Notes:

*This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company or e-mail at surnidhiinvestmentltd@gmail.com not less than 48 hours before the commencement of the Meeting.

*Please complete all details before submission.

ROUTE MAP

