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

Date: 1st June, 2026

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

ISIN: INE438C01010
SCRIP CODE: 540703

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Execution of Memorandum of Understanding with K Globes Digital Media Private Limited

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that Pro CLB Global Limited ("the Company") has entered into a Memorandum of Understanding ("MOU") dated 1st June 2026 with K Globes Digital Media Private Limited (CIN: U63910GJ2026PTC175825) for a proposed strategic investment and acquisition.

As per the terms of the MOU, the Company proposes to acquire an initial equity stake of approximately 85% in K Globes Digital Media Private Limited ("KGDMPL"), subject to satisfactory completion of due diligence, execution of definitive agreements, receipt of applicable approvals and compliance with statutory and regulatory requirements.

Upon completion of the proposed transaction, KGDMPL is proposed to become a subsidiary of the Company. Further, the Company may increase its shareholding up to 100% in one or more phases, subject to mutual agreement between the parties, regulatory approvals and other applicable conditions.

The Company also proposes to invest up to Rs. 20 Crore in phases towards the development and expansion of KGDMPL's media and digital communication business, including television broadcasting, digital media platforms, content creation, business news, corporate communication and allied activities.

The MOU records the present understanding and intent of the parties and is primarily non-binding in nature, except for clauses relating to confidentiality, exclusivity, governing law and dispute resolution. The proposed transaction shall remain subject to satisfactory due diligence, approvals of the respective Boards and shareholders, where applicable, regulatory approvals and execution of definitive transaction documents.

A copy of the Memorandum of Understanding is enclosed herewith for information and record.

We request you to kindly take note of the above.

Thanking You,

Yours faithfully,
For PRO CLB GLOBAL LIMITED

HEMANT KUMAR SHANTILAL MEHTA

Digitally signed by HEMANT KUMAR SHANTILAL MEHTA
Date: 2026.06.01 17:38:09 +05'30'

Hemant Shantilal Mehta
Director
DIN: 05303980

MEMORANDUM OF UNDERSTANDING

BETWEEN

PRO CLB GLOBAL LIMITED
(Hereinafter referred to as the "Holding Company" or "PCGL")

AND

K GLOBES DIGITAL MEDIA PRIVATE LIMITED
(CIN: U63910GJ2026PTC175825)
(Hereinafter referred to as "KGDMPL" or the "Target Company")

Date: 01/06/ 2026

1. PREAMBLE

This Memorandum of Understanding ("MOU") is executed on this 01 day of June 2026 between:

PRO CLB GLOBAL LIMITED, a company incorporated under the provisions of the Companies Act, 2013 and having its Corporate office at 407, Sun Orbit Complex, Rajpath Rangoli Road, Nr Dindayal Auditorium, Bodakdev, Ahmedabad, India-380054 (hereinafter referred to as "PCGL" or "Holding Company");

AND

K GLOBES DIGITAL MEDIA PRIVATE LIMITED, a company incorporated under the Companies Act, 2013 having CIN U63910GJ2026PTC175825 and its Registered Office situated at World Center, Third Floor, Office No. 303-304-305, Ashram Road, Ahmedabad – 380009, Gujarat, India (hereinafter referred to as "KGDMPL" or "Target Company").

PCGL and KGDMPL are individually referred to as a "Party" and collectively as the "Parties".

2. PURPOSE

The purpose of this MOU is to establish a strategic association whereby:

a) PCGL proposes to acquire an initial 85% equity stake in KGDMPL;

b) KGDMPL shall become a subsidiary company of PCGL upon completion of definitive agreements and applicable approvals;

c) PCGL may subsequently increase its shareholding up to 100% of the paid-up equity share capital of KGDMPL, subject to:

i. Approval of the Board of Directors and Members of both companies, wherever applicable;

ii. Regulatory approvals, statutory permissions and compliances under applicable laws;

iii. Satisfactory due diligence findings; and

iv. Execution of definitive transaction documents.

3. BUSINESS OBJECTIVES

The Parties intend to jointly develop and expand the media and digital communication business of KGDMPL, including but not limited to:

a) Television Broadcasting and Business News Channels;

b) Digital Media Platforms and News Portals;

c) Print Media Publications;

d) Corporate Communication Services;

e) Digital Marketing and Branding Solutions;

f) Media Production, Broadcasting and Content Creation;

g) Business Information, Financial News and Market Intelligence Services; and

h) Any allied activities approved by the Parties.

4. PROPOSED INVESTMENT

4.1 Initial Funding Commitment

Subject to satisfactory due diligence and regulatory approvals, PCGL proposes to invest up to Rs.20,00,00,000/- (Rupees Twenty Crore Only) in phases for development and implementation of the project.

4.2 Utilization of Funds

The funds may be utilized towards:

a) Business expansion;

b) Technology infrastructure;

c) Content development;

d) Licensing and regulatory approvals;

e) Broadcasting and digital platform development;

f) Working capital requirements;

g) Marketing and brand development; and

h) Any other business purposes approved by the Board of Directors.

4.3 Additional Funding

The Parties may mutually agree upon further funding requirements after review of the Detailed Project Report (DPR), financial performance and business expansion plans.

5. DUE DILIGENCE

5.1 KGDMPL shall provide all relevant information, records and documents required for financial, legal, commercial, tax, operational and technical due diligence.

5.2 The proposed investment and acquisition shall remain subject to satisfactory due diligence conducted by PCGL and/or its appointed advisors.

5.3 The Detailed Project Report (DPR), financial projections, implementation roadmap and business plans shall form an integral reference document to this MOU.

6. FUND RAISING BY PCGL

The Parties acknowledge that PCGL may raise funds for the proposed investment through one or more of the following methods:

a) Preferential Issue of Equity Shares;

b) Rights Issue;

c) Preference Shares;

d) Qualified Institutional Placement (if applicable);

e) Debt Instruments;

f) Strategic Investors; and/or

g) Any other lawful fundraising mechanism approved by the Board, Members and Regulatory Authorities.

The investment contemplated under this MOU shall be subject to successful completion of such fundraising activities.

7. SHAREHOLDING STRUCTURE

Phase I:

PCGL shall acquire and/or subscribe to equity shares representing approximately 85% of the equity share capital of KGDMPL.

Phase II:

PCGL may increase its holding from 85% up to 100% in one or more tranches based on:

a) Business performance;

b) Achievement of milestones;

c) Mutual agreement of Parties;

d) Valuation considerations;

e) Regulatory approvals; and

f) Approval of shareholders and competent authorities.

8. MANAGEMENT AND GOVERNANCE

8.1 Upon completion of the initial acquisition:

a) PCGL shall have the right to nominate majority directors on the Board of KGDMPL.

b) KGDMPL shall function as a subsidiary company of PCGL.

c) Key operational decisions shall be undertaken in accordance with approved business plans and Board approvals.

8.2 The Parties shall establish suitable governance, reporting and internal control mechanisms after completion of the transaction.

9. CONDITIONS PRECEDENT

The proposed transaction shall be subject to:

a) Completion of satisfactory due diligence;

b) Approval of Boards of Directors;

c) Approval of shareholders wherever required;

d) Compliance with Companies Act, 2013;

e) Applicable provisions of SEBI Regulations and Stock Exchange requirements (if applicable);

f) Execution of Share Subscription Agreement, Share Purchase Agreement and Shareholders' Agreement, as may be required;

g) Regulatory approvals from government authorities, if applicable; and

h) Such other approvals as may be necessary.

10. CONFIDENTIALITY

The Parties shall keep confidential all business, technical, commercial and financial information exchanged pursuant to this MOU and shall not disclose such information to third parties without prior written consent, except where required by law.

11. EXCLUSIVITY

During the validity of this MOU, KGDMPL shall not enter into negotiations for sale of controlling stake to any third party without prior written notice to PCGL.

12. NON-BINDING NATURE

Except for clauses relating to Confidentiality, Exclusivity, Governing Law and Dispute Resolution, this MOU represents the present understanding and intention of the Parties and does not constitute a legally binding obligation to complete the transaction.

13. TERM

This MOU shall remain valid for a period of six (6) months from the date of execution unless extended by mutual written consent.

14. GOVERNING LAW AND DISPUTE RESOLUTION

This MOU shall be governed by the laws of India.

Any dispute arising out of or relating to this MOU shall be resolved amicably between the Parties. Failing such resolution, the dispute shall be referred to arbitration under the Arbitration and Conciliation Act, 1996. The seat of arbitration shall be Ahmedabad, Gujarat.

15. DEFINITIVE AGREEMENTS

The Parties agree to negotiate and execute definitive agreements including but not limited to:

a) Share Subscription Agreement;

b) Share Purchase Agreement;

c) Shareholders' Agreement;

d) Investment Agreement;

e) Business Transfer/Service Agreements, if required; and

f) Any other agreements necessary to implement the proposed transaction.

IN WITNESS WHEREOF, the Parties have executed this Memorandum of Understanding on the date first written above.

FOR PRO CLB GLOBAL LIMITED

Authorized Signatory

Name: Hemant Shantilal Mehta

Designation: Director

DIN: 05303980

Date: 01/06/2026

HEMANT KUMAR SHANTILAL MEHTA

Digitally signed by HEMANT KUMAR SHANTILAL MEHTA
Date: 2026.06.01 17:37:23 +05'30'

FOR K GLOBES DIGITAL MEDIA PRIVATE LIMITED

Authorized Signatory

Name: Monil Navinchandra Vora

Designation: Director

DIN: 09627136

Date: 01/06/2026

MONIL N VORA

Digitally signed by MONIL N VORA
Date: 2026.06.01 17:37:47 +05'30'

K GLOBES DIGITAL MEDIA

Building Gujarat's Next-Generation Business Media Ecosystem

Corporate Strategic Portfolio & Growth Vision
Board of Directors Presentation

Registered Office: Ahmedabad, India | CIN: U63910GJ2026PTC175825

Corporate Profile & Base Credentials

Company Parameter	Official Credentials
Company Name	K Globes Digital Media Private Limited (KGDMPL)
Industry Category	Media, Broadcasting, Digital Communication & Content Solutions
CIN & PAN	U63910GJ2026PTC175825 | PAN: AAMCK7458B
Registered Address	World Center, Third Floor, Office No. 303-304-305, Ashram Road, Ahmedabad-380009
Key Initiative	"Kubera Now" Multi-Platform Gujarati Business Media
Corporate Website	www.kuberanow.com

Executive Summary: Redefining Regional Media

Strategic Market Positioning

K Globes Digital Media is poised at the unique convergence of top-tier corporate journalism, technological intelligence, and custom-engineered branding solutions. We aim to construct a modernized, trusted business media ecosystem in Gujarat.

The Regional Information Gap

Gujarat houses over 50 million active business and investment-minded speakers, yet lacks a dedicated, 24x7 specialized economic media voice in Gujarati. KGDMPL fulfills this gap via television broadcast, prints, and custom-focused digital assets.

Our Strategic Vision & Mission

Corporate Vision

To emerge as Gujarat's most relied-upon and high-influence business media platform, offering accurate, state-of-the-art journalism, tech-integrated workflows, and complete corporate advertising mechanisms that empower regional trading groups, investors, and communities globally.

Corporate Mission

To sculpt highly impactful and modern business information hubs by coordinating regional broadcast channels, targeted print bulletins, mobile platforms, and interactive social communities, significantly scaling both investor-knowledge capital and corporate business-advertiser valuation.

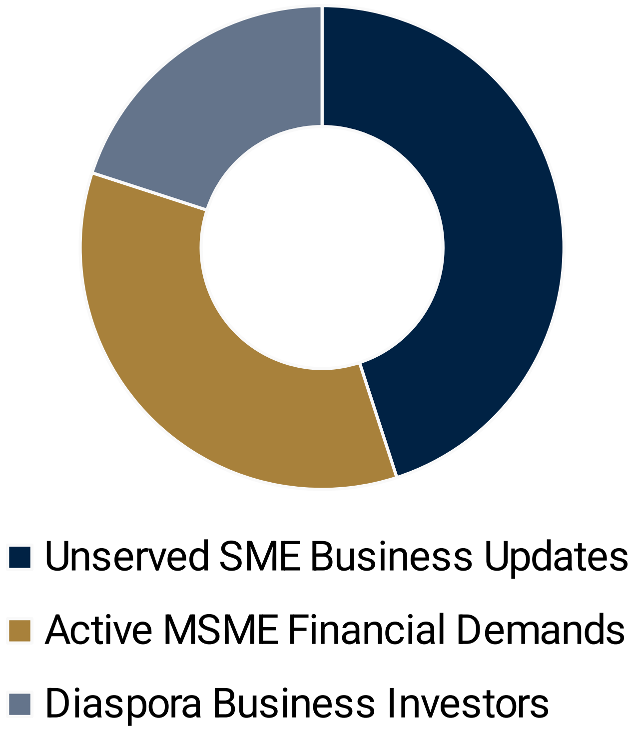
Our Founding Corporate Philosophy

"

Empowering Business Through Credible Media, Insightful Journalism & Digital Innovation.

— K Globes Digital Media Corporate Philosophy

Regional Landscape: Market Opportunities



High-Growth Market Focus Pillars

- **Regional Unserved Communities (45%):** No dedicated regional-language business channel exists locally in Gujarat.
- **SME/MSME Demand Clusters (35%):** Urgent need for compliance updates, local trade insights, and policy forecasts.
- **Global Gujarati NRI Diaspora (20%):** Requires curated real-time financial tracking for investment decisions.

Four Structural Corporate Verticals

01. Television Broadcasting

The upcoming "Kubera Now" 24x7 commercial broadcast channel supplying stock market updates.

02. Specialized Print Media

Publishing the fortnightly "KUBERA BULLETIN" high-end business journal for corporate leaders.

03. Digital & Audience Ecosystem

Web asset www.kuberanow.com delivering rapid bulletins and structured social platforms.

04. Digital Media Solutions Agency

High-caliber corporate film-making, documentary development, and brand management solutions.

Broadcasting: "Kubera Now" TV

24x7 Regional Business Television

• **High-Definition Regional Broadcasting:**
Creating a reliable voice in news for corporate events, industrial corridors, and policy actions.

• **Targeted Regional Demographics:**
Directly designed to serve the business ambitions of high-net-worth investors, local trade bodies, MSMEs, and commodity trading firms throughout India.

Broadcasting Content Structure

Market Updates

Continuous tickers showing regional commodity exchanges (cotton, oil, metals), spot currency trading rates, and SEBI-indexed equity analyses.

Strategic SME Features

Deep-dive programs sharing the journeys of thriving regional startups, family-run MSMEs, and rural entrepreneurs to foster investment and scaling.

Print Media: "KUBERA BULLETIN"

Fortnightly Analytical Journal

- **High-Recall Niche Print publication:**
A curated fortnightly business brief supplying highly detailed analytical reporting that goes beyond daily flash news.

- **High-Influence Target Base:**
Directly delivered to key decision-makers, senior professionals, commercial analysts, corporate boards, and chambers of commerce.

KUBERA BULLETIN: Readership Focus

Industrial Intelligence

Providing analysis of GIFT city financial trends, chemical manufacturing networks, pharmaceutical hubs, diamond exchanges, and large-scale infrastructure corridors.

Financial Strategic Counsel

Special columns focused on tax updates, national business frameworks, export regulations, corporate structuring, and wealth legacy strategies.

Digital Ecosystem: www.kuberanow.com

Flagship Multimedia Portal

• **Instant Global Access:**
Connecting the global Gujarati-speaking NRI business base directly to local regional developments with multi-device responsive design.

• **High Frequency Interactive Elements:**
Leveraging in-house CMS backends to deliver live notifications, market charts, breaking updates, and specialized trade-analysis articles.

Multi-Platform Social Syndication

Video Syndication

Creating high-relevance economic reels, visual case studies, and corporate interview webcasts on YouTube, Instagram, and LinkedIn.

Direct Broadcasts

Employing instant alert groups on WhatsApp and Telegram to distribute real-time financial changes, spot commodity movements, and breaking updates.

B2B Networking

Targeting high-level discussions, corporate collaborations, policy analytical research papers on LinkedIn, X, and Facebook.

Digital Solutions Agency Model

Brand Growth Architect

Empowering regional businesses and brands to establish visual dominance via end-to-end strategy, social community coordination, structured PR campaigns, and target campaigns.

Elite Video Creation

Producing ultra-professional commercial spots, high-impact corporate films, short documentaries, and founder spotlights showcasing company strengths.

Corporate Creative Solutions

B2B Marketing Campaigns Portfolio Structure

✔ **Strategic Positioning:** Analyzing corporate assets to help companies communicate their value propositions perfectly.

✔ **Professional Storytelling:** Crafting beautiful documentaries and founder case files that showcase industrial authority.

✔ **Synchronized Media Campaigns:** Syncing brand marketing efforts simultaneously across regional television networks, printed bulletins, and digital channels.

Seven Core Operational Strengths

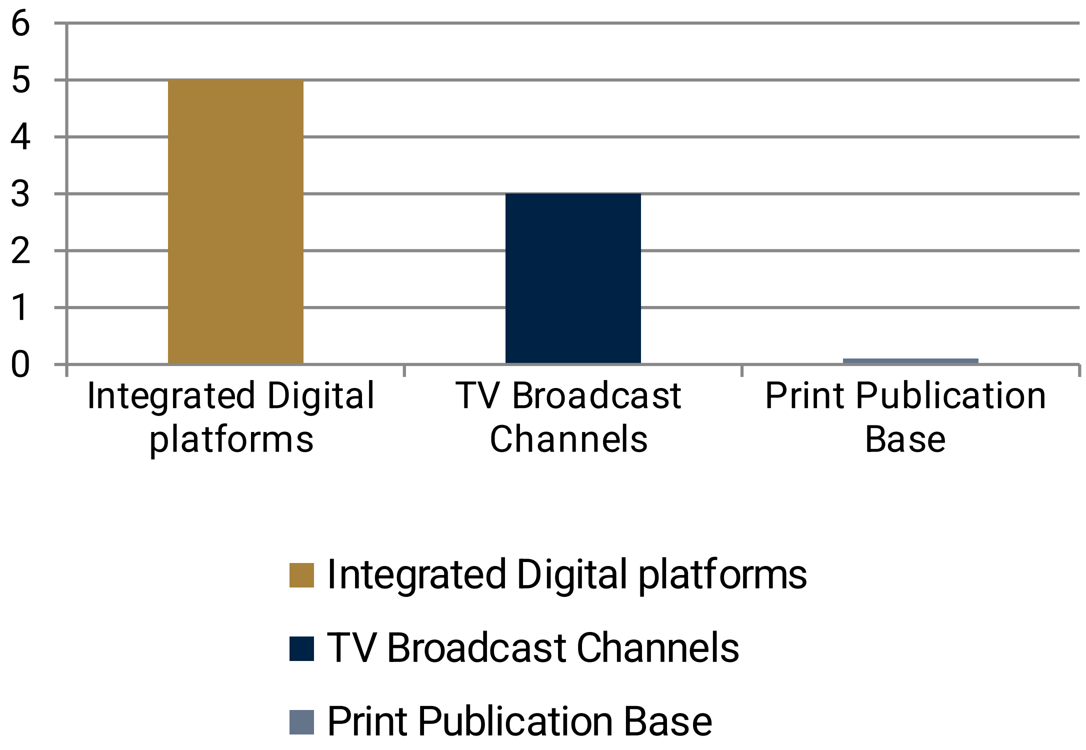
Why KGDMPL Dominates

Our structural leverage is built upon multi-platform cross-promotion, combining high-integrity media with professional communication suites for high-growth firms.

1. **Deep Regional Insight:**
Direct understanding of Gujarat's unique trading & industrial landscapes.

2. **Unified Multi-Platform Suite:**
Simultaneous TV, Print, and Mobile network reach.
3. **Expert Financial Guidance:**
Corporate governance steered by qualified market experts.
4. **Scalable Technology Platforms:**
Modern distribution formats built for instantaneous global access.

Strategic Year 1 Reach Projections



Synergized Audience Reach

By leveraging TV, high-quality analytical print journals, and high-frequency digital outlets, we create a feedback loop that maximizes advertiser value and retains reader interest significantly better than single-channel competitors.

Leadership: Shri Monil Vora

Chairman & Managing Director

- **22+ Years of Financial Markets Authority:**
Extensive background in investment modeling, financial advisory, corporate direction, and scalability frameworks.

- **Institutional Guidance Legacy:**
Built upon structured principles of operational discipline, strong regulatory compliance, and technology-leveraged accessibility to financial analytics.

Executive Leadership Credentials

Academic Profile

- **PhD in Economics**
Gold Medalist from the prestigious Gujarat University, bringing foundational analytical rigor.

- **Master of Commerce (M.Com)**
Strong operational base in business management, regional trade dynamics, and market systems.

Professional Certifications

- **Financial Management Professional (FMT)**
- **NISM Certified Wealth & Market specialist**
- **NCFM & MCCP Certified Market Authority**

Ensures that all company financial journalism and insights are structured with industry-validated regulatory compliance.

Target Market Demographics

- **Entrepreneurs & MSME Founders:**
Active commercial operators seeking policy deciphering, compliance guidelines, and expansion opportunities.

- **HNIs & Stock/Commodity Traders:**
Requires lightning-fast updates on global commodities, bullion pricing, corporate news, and capital movements.

- **Global Gujarati Diaspora:**
Highly active NRI investor segment seeking trusted tracking of state business environments.

Corporate Roadmap: Milestones

Q1-Q2: Set Up

Licensing approvals, corporate setup in Ahmedabad, key media hiring.

Q3: Digital

Launch of flagship portal and inaugural print run of BULLETIN.

Q4: Broadcast

Test feeds of Kubera Now 24x7 regional business broadcasting.

Year 2: Scale

Full agency solution deployment and deeper regional integration.

Balanced Business & Monetization

Core Media Revenue

- High-Value commercial TV advertisement spots.
- Corporate event sponsorships & show hosting.
- KUBERA BULLETIN subscription runs and print advertising placements.
- Programmatic, native digital ads on portal.

Digital Solution Agency

- Retainer-based social media management.
- Custom commercial ad film-making contracts.
- Specialized B2B documentary films for large regional corporations.
- Corporate identity and PR communications strategy services.

Early Stage Corporate Milestones

Co-Powering the 12th IIIA

Kubera Now proudly served as the Co-Powered partner of the 12th India International Influencer Awards (IIIA) in Ahmedabad.

This early strategic presence significantly solidified our reputation among major economic stakeholders, business innovators, and corporate brand decision-makers in Western India.

Corporate Legality & Compliance

Legal Registrations

K Globes Digital Media Private Limited (KGDMPL) is incorporated formally under the Ministry of Corporate Affairs, strictly conforming to modern commercial standards in India.

CIN: U63910GJ2026PTC175825
PAN: AAMCK7458B

Operational Integrity Code

We implement strict fact-checking controls, transparency, and data validation across all TV broadcasting, print runs, and mobile platforms.

This guarantees maximum governance compliance and client alignment.

Strategic Board Review & Q&A

“Empowering Business Through Credible Media, Insightful Journalism & Digital Innovation.”

Registered Address: World Center, Third Floor, Office 303-305, Ashram Road, Ahmedabad-380009
Contact Number: +91 9327310794 | Email: kgdmpl26@gmail.com | Portal: www.kuberanow.com