

## Almondz Global Securities Ltd.

### Annexure-1

1. Name of the Listed Entity: **Almondz Global Securities Ltd**
2. Quarter Ending: **31 March 2018**

1. Composition of Board of Directors								
Title (Mr./ Ms)	Name of the Director	PANs and DIN	Category (Chairperson/ Executive/Non- Executive/Ind ependent/No minee)&	Date of Appointmen t in the current term/cessati on	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulations 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulations 26(1) of Listing Regulations	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity (Refer Regulations 26(1) of Listing Regulations
Mr.	Atul Kumar Shukla	PAN:AHBPS 7974D; DIN: 00121601	Chairperson/ Independent/ Non Executive	29 September 2014	5 Years	2	4	1
Mr.	Navjeet Singh Sobti	PAN:AAYP S3411R  DIN:00008 393	Executive	12 August 2014	-	1	1	NIL
Mr.	Jagdeep Singh	PAN:AXKPS  8228D  DIN:00008	Executive	01  December  2014	-	1	1	NIL

SEBI Merchant Banking Registration No. INM000000834

F-33/3 Okhla Industrial Area Phase-II, New Delhi-110 020,India. Tel.: +91 11 4350 0700 /800 fax: + 91 11 4350 0735, 4350 0787

CIN: L74899DL1994PLC059839 Email: [delhi@almondz.com](mailto:delhi@almondz.com) Website: [www.almondzglobal.com](http://www.almondzglobal.com)

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Mr.	Krishan Lall Khetarpaul	PAN:AAEPK 6610N DIN:01268 756	Independent/ Non Executive	29 September 2014	5 Years	3	1	NIL
Mr.	Ajay Kumar	PAN:AEMP K5513J DIN:01954 049	Independent/ Non Executive	11 August 2015	5 Years	2	4	2
Ms.	Neelu Jain	PAN:AADPJ 6116B DIN:00227 058	Non Executive	12 August 2014	-	1	NIL	NIL
Mr.	Abdul Redha Mustafa Abdul Redha Sultan	DIN:05101 233	Non Executive	11 November 2011	-	1	NIL	Nil
Mr.	Sanjay Tiwari	PAN:AAMP T9380J DIN:03407 426	Non Executive	10 February 2011	-	1	NIL	NIL
Mr.	Satish Chandra Sinha	PAN:ADSPS 3128C DIN:03598 173	Independent/ Non Executive	25 May 2016	5 Years	2	2	1
Mr.	Debashish Ghoshal	PAN:ACWP G3140P DIN: 03040937	Executive	10 August 2017	3 Years	1	NIL	NIL

\$ PAN Number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

\*To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

### II. Composition of Committees

Name of Committee	Name of Committee members	Category(Chairperson/Executive/Non-Executive/independent/Nominee)\$
1. Audit Committee	(i) Mr. Ajay Kumar, (ii) Mr. Atul Kumar Shukla (iii) Mr. Krishan Lall Khetarpaul (iv) Mr. Satish Chandra Sinha	Chairperson/Independent/Non Executive Independent/Non executive Independent/ Non Executive Independent/ Non Executive
2. Nomination & Remuneration Committee	(i) Mr. Ajay Kumar, (ii) Mr. Atul Kumar Shukla (iii) Mr. Krishan Lall Khetarpaul	Chairperson/Independent/Non Executive  Independent/Non Executive Independent/ Non Executive

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3. Risk Management Committee	(Not applicable)	(Not applicable)	
4. Stakeholders Relationship Committee	(i) Mr. Ajay Kumar (ii) Mr. Navjeet Singh Sobti (iii) Mr. Jagdeep Singh	Chairperson/Independent/Non Executive Executive Executive	
<p>&amp; Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one Category write all categories separating them with hyphen</p>			
<b>III. Meeting of Board of Directors</b>			
Date(s) of Meeting(if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*	
6 December 2017	12 February 2018 30 March 2018	67 Days 45days	
<b>IV. Meeting of Committees</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
12 February 2018	Yes ( out of 4 Members 4 were present)	6 December 2017	67 days
30 March 2018 (Audit Committee)	Yes ( out of 4 Members 2 were present)		45 DAYS
*This information has to be mandatorily be given for audit committee, for rest of the committee giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance Status (Yes/No/NA) refer to note below</b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		No Material Transaction was involved ; hence shareholders approval not required	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee		NA	

## Almondz Global Securities Ltd.

**Note:**

1. In the column "Compliance Status" Compliance or non-compliance may be indicated by Yes/No/N.A.. for example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case Listing Entity has no related party transactions, the word "N.A. may be indicated.
2. If status is "No" details of non compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committee is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI(Listing obligations and disclosure requirements) Regulations, 2015
4. The meetings of the board of directors and the above committees have been conducted in the manners specified in SEBI(Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: First Report. This will be placed in the ensuing Board Meeting

**Ajay Pratap**  
Company Secretary/Compliance | ~~Officer/Managing Director/CEO~~

## Almondz Global Securities Ltd.

Annexure- II

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance Status (Yes/N/NA)</b>	
Details of business		
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A.	
New name and the old name of the listed entity	N.A.	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes

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Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

**Note**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.



## **Almondz Global Securities Ltd.**

**Ajay Pratap**

**Company Secretary / Compliance Officer / Managing Director / CEO**

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