

ALMONDZ GLOBAL SECURITIES LIMITED

Corporate Identity Number (CIN) : L74899DL1994PLC059839

Regd. Office : 2nd Floor, 3, Scindia House, Janpath, New Delhi - 110 001

Tel : 011-41514665; Website : www.almondzglobal.com; email id : delhi@almondz.com

NOTICE

TO THE SHAREHOLDERS,

NOTICE is hereby given that the 23rd Annual General Meeting of the Members of ALMONDZ GLOBAL SECURITIES LIMITED will be held on Thursday, the 28th day of September 2017, at 11:00 a.m. at MPCU Shah Auditorium, Shree Gujarati Samaj (Regd.), 2, Raj Niwas Marg, Civil Lines, Delhi - 110054, to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:
"RESOLVED THAT the Audited standalone and consolidated financial statements as at 31 March 2017 of the Company for the year ended on that date, together with Directors' Report and Auditors' Report thereon as presented to the meeting, be and are hereby, approved and adopted."
2. To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. Sanjay Tiwari, (DIN 03407426) Director of the Company, who retires by rotation and being eligible for re-appointment, be and is hereby, re-appointed as a Director of the Company."
3. To consider and if thought fit, to pass the following Resolution as an Special Resolution:
"RESOLVED THAT pursuant to the provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded for appointment of M/s. Mohan Gupta & Co., Chartered Accountants, (New Delhi), Registration No. 006519N, as Auditors of the Company in place of the retiring Auditors, M/s. AVK & Associates, Chartered Accountants, to hold office from the conclusion of 23rd Annual General Meeting (AGM) till the conclusion of the 28th Annual General Meeting of the Company to be held in the year 2022 (subject to ratification of their appointment at every AGM) on such remuneration as may be fixed in this behalf by the Board of Directors of the Company in consultation with the Audit Committee thereof and the Auditors."
"FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. Abdul Redha Mustafa Abdul Redha Sultan (DIN 05101233), who has been appointed as an Additional Director of the Company by the Board of Directors with effect from 27th May, 2017, in terms of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company and

the period of his office shall be liable to determination by retirement of directors by rotation."

5. To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:
"RESOLVED THAT Mr. Debashish Ghoshal, (DIN: 03040937), who was appointed as an Additional Director with effect from 10 August 2017 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the company."
6. To consider and if thought fit, to pass, the following Resolution as an Special Resolution:
"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 and all other applicable provisions, if any of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities including the Central Government in granting such approvals, if any, permissions and sanctions, consent of the members be and is hereby accorded for payment of the same Remuneration as approved by the members of the Company in its Annual general Meeting held on 29 September, 2014 as detailed in the Explanatory Statement to the Vice Chairman and the Managing Director of the Company, Mr. Navjeet Singh Sobti, (DIN: 00008393) for the remaining period of his tenure i.e. upto 11 August 2019."
"RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Mr. Navjeet Singh Sobti, the Company has no profits or its profits are inadequate, the Company will pay the salary and perquisites upto the limits as specified above to Mr. Navjeet Singh Sobti as the minimum remuneration."
7. To consider and, if thought fit, to pass the following resolution as a Special Resolution:
"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 and all other applicable provisions, if any of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities including the Central Government in granting such approvals, if any, permissions and sanctions, consent of the members be and is hereby accorded to the revision in the remuneration of Mr.

Jagdeep Singh, (DIN: 00008348), Wholetime Director of the Company, w.e.f. 01.04.2017 on the remuneration, terms and conditions as recommended by the nomination and remuneration committee and as set out in the explanatory statement annexed to the notice, for the remaining period of his tenure i.e. upto 30 November 2019.”

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as the Wholetime Director of the Company, as approved by the resolution passed at 20th the Annual General Meeting of the Company held on 29.09.2014 shall remain unchanged.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. Jagdeep Singh, Wholetime Director, including the monetary value thereof, to the extent recommended by the nomination and remuneration committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013.

“RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Mr. Jagdeep Singh, the Company has no profits or its profits are inadequate, the Company will pay the salary and perquisites upto the limits as specified above to Mr. Jagdeep Singh as the minimum remuneration.”

RESOLVED FURTHER THAT any one of the Directors or Company Secretary of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

8. To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 and all other applicable provisions, if any of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the Authorities including the Central Government in granting such approvals, if any, permissions and sanctions, consent of the Board of Directors be and is hereby accorded for appointment of Mr. Debashish Ghoshal, (DIN: 03040937), as the Wholetime Director of the Company for a period of 3 years w.e.f. 10.08.2017 on the remuneration, terms and conditions as detailed herein below.”

A. Salary

Basic Salary of Rs. 1,75,000/- per month.

B. Perquisites

- (a) House Rent Allowance @ 50% of the Basic Salary as above
- (b) Medical Reimbursement of Rs. 1250 per month
- (c) Conveyance Allowance of Rs. 1600 per month
- (d) Special Allowance of Rs. 84650 per month
- (e) Leave and encashment of leave, in accordance with the Rules of the Company.
- (f) Reimbursement of the Actual Corporate Relations expenses.
- (g) Profit sharing: 30% of net revenue (as per explanation) to be distributed to the team in consultation with the management.

Explanation: Net revenue defined

Total Revenue booked in the Division	(A)
Less: Any referrals of Finder’s fees or commission, etc., paid	(B)
Less: Incentive paid to Staff	(C)

Less: Direct and Indirect allocable cost of your Division	(D)
Net Revenue of the Division	(A)-(B)-(C) – (D)

In addition to the above, the Wholetime Director shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.

C. Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Mr. Debashish Ghoshal, the Company has no profits or its profits are inadequate, the Company will pay the salary and perquisites upto the limits as specified above to Mr. Debashish Ghosal as the minimum remuneration as specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013 and subject to the approval of Central Government, if necessary.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. Debashish Ghoshal, Wholetime Director, including the monetary value thereof, to the extent recommended by the nomination and remuneration committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the Companies Act, 2013.

“RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Mr. Debashish Ghoshal, the Company has no profits or its profits are inadequate, the Company will pay the salary and perquisites upto the limits as specified above to Mr. Debashish Ghoshal as the minimum remuneration.”

RESOLVED FURTHER THAT any one of the Directors or Company Secretary of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.”

By Order of the Board of Directors

AJAY PRATAP

Company Secretary &

Vice President Corporate Affairs

New Delhi

August 28, 2017

Notes

1. The Explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF ON A POLL ONLY AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN WRITING, SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.**
3. The Register of Members and Transfer Books of the Company will be closed from Thursday, 21 September 2017 to Thursday, 28 September 2017, both days inclusive.
4. Members holding shares in physical form are requested to advise any change of address immediately to the Company’s Registrar and Share Transfer Agent namely Beetal Financial & Computer

Services Pvt. Ltd. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Registrar and Share Transfer Agent.

5. As a measure of austerity, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
6. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the Meeting. In case of joint holders attending the meeting, only such joint holder who is first in the order of names, will be entitled to vote.
7. All documents referred to in the accompanying Notice and Explanatory Statement shall be open for public inspection at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. to 1.00 p.m. upto and inclusive of the date of the Annual General Meeting.
8. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
9. As per the applicable provisions and rules there under any Dividend remaining unpaid and unclaimed at the end of 07th year thereafter, shall be transferred to the Investor Education and Protection Fund (IEPF). Accordingly, the Dividend paid during the year 2009-10 and remaining unpaid and unclaimed shall be transferred to IEPF fund. Besides, there has now been a change in the applicable provisions under the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, which now additionally mandate a transfer of the corresponding shares as well, to the IEPF regarding which adequate notice was also given by the Company through individual notices to shareholders at their registered address, newspaper advertisement and information in the official website. Such shares shall be credited to the Demat account of the IEPF Authority. Anybody whose dividends and corresponding shares are thus involved, may immediately contact the Company/its Compliance Officer.
10. The Securities 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 the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
11. The Company is registered with the following depositories for dematerialization of its Equity Shares:
 - i) National Securities Depositories Ltd. (NSDL) at Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013
 - ii) Central Depository Services (India) Ltd. (CDSL), at Phiroze Jeejeebhoy Towers, 28th Floor, Dalal Street, Mumbai - 400001
The Registration No. granted by NSDL & CDSL is ISIN INE-326B01027.
12. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
13. With a view to using natural resources responsibly, we request shareholders to update their email address with their Depository Participants to enable the Company to send communications electronically.
14. In compliance with the provisions of section 108 of the Act and the Rules framed thereunder, the Members are provided with

the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice.

15. Members desiring any information / clarification on the Annual Accounts are requested to write to the Company at its Registered Office at least 15 days before the date of Annual General Meeting so that the same may be attended to, well in advance.
16. Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company are provided in Annexure A of this Notice. The information or details pertaining to these Directors, to be provided in terms of Listing Regulations, are furnished in the Statement on Corporate Governance in this Annual Report.

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 8 of the accompanying Notice:

Item No. 3:

The Statutory Auditors, M/s AVK & Associates, Chartered Accountant, New Delhi who have completed one term and are due to retire at the forthcoming Annual General Meeting, have expressed their unwillingness to be re-appointed as the Auditors of the Company. A special notice under the provisions of Section 140(4)(i) read with Section 115 of the Companies Act, 2013 has been received from a Member proposing the appointment of M/s Mohan Gupta & Co, Chartered Accountants (New Delhi), Registration No. 006519N as the Statutory Auditors in place of the retiring Auditors, M/s AVK & Associates. A copy of the special notice has been sent to AVK & Associates. M/s Mohan Gupta & Co. have confirmed that the appointment, if made, would be acceptable to them and would be in compliance with the statutory requirements under the Companies Act, 2013 and the Listing Regulations. The Audit Committee has recommended to the Board of Directors, the appointment of Mohan Gupta & Co., as the Statutory Auditors as their qualifications and experience have been found to be commensurate with the size and requirements of the Company. The Board of Directors considered the matter and has recommended the appointment of M/s. Mohan Gupta & Co., as the Statutory Auditors in place of the retiring Auditors, M/s. AVK & Associates. The Directors recommend the Resolution for the approval of the Members. None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in this Resolution.

Item Nos. 4&5:

In accordance with the provisions of Section 161 of the Companies Act, 2013 and Article 80 of Articles of Association of the Company, the following directors were appointed as additional director:-

1. Mr. Abdul Redha Mustafa Abdul Redha Sultan, w.e.f. 27.05.17
2. Mr. Debashish Ghoshal, w.e.f. 10.08.17

Pursuant to Section 161 of the Companies Act, 2013 the above directors hold office up to the date this Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing all above candidatures for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of these directors on the Board is desirable and would be beneficial to the company and hence recommend resolutions No. 4 & 5 for adoption.

None of the Directors or Key Managerial Personnel of the Company or their relatives other than those mentioned in the respective resolutions and their relatives are in any way concerned or interested, financially or otherwise, in the resolutions except themselves. The Board recommends resolutions under Item No. 4 to 5 to be passed as ordinary resolutions.

Item No. 6

Navjeet Singh Sobti, B.Com & (FCA), aged 50 years, is one of the promoter of the Company and serving the Board of the Company for the tenure upto 11 August 2019. On the Remuneration and terms and conditions as under as approved by the Shareholders as a special Resolution:

A. Salary

Basic Salary of Rs. 5,00,000/- per month

B. Perquisites (aggregating upto Rs. 5,00,000/- per month)

- (a) Free furnished Company's owned/hired/leased accommodation alongwith benefits of gas, fuel, water, electricity, telephone, as also upkeep and maintenance of such accommodation
- (b) Reimbursement of actual medical expenses incurred in India and/or abroad for self and family (including dependent children and parents), subject to one month of basic salary in a year.
- (c) Leave Travel Allowance for self and family (including dependent children and parents) once in a year @ one month of basic salary.
- (d) Club Fees of two Clubs in India (including admission and life membership fees)
- (e) Personal Accident Insurance Premium as per the Rules of the Company.
- (f) Company's Contribution towards Provident Fund and Superannuation Fund as per the Rules of the Company.
- (g) Gratuity as per the Rules of the Company.
- (h) Company's car with a driver.
- (i) Leave and encashment of leave, in accordance with the Rules of the Company.
- (j) Educational support for dependent children including their travel, hostel fees and tuition fees, subject to a maximum of one month's salary in a year.
- (k) Reimbursement of the Actual Corporate Relations expenses.
- (l) Incentive/bonus for each financial year, as may be determined by the Nomination & Remuneration Committee of the Board of Directors of the Company.

In addition to the above, the Vice Chairman & Managing Director shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.

C. Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Mr. Navjeet Singh Sobti, the Company has no profits or its profits are inadequate, the Company will pay the salary and perquisites upto the limits as specified above to Mr. Navjeet Singh Sobti as the minimum remuneration as specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013 and subject to the approval of Central Government, if necessary."

The Nomination and Remuneration Committee of the Company in its meeting held on 10.08.2017 has approved the payment of aforesaid remuneration for the remaining period of appointment of Mr. Navjeet Singh Sobti i.e., upto 11 August 2019.

Mr. Navjeet Singh Sobti is the Promoter of the Company. He is one of the members of the initial team which promoted the Company and has steered the Company to its present position of strength of being one of the largest mobilizers of funds from the domestic market for all government organizations and the private sector. He currently heads the Almondz team and his main areas of specialization include investment banking, corporate.

The appointment as well as payment of remuneration was approved by the Board based on industry standards, responsibilities handled by the Managing Director of the Company. However, due to inadequacy of profits, the managerial

remuneration paid/payable needs to be approved for the financial period 11 August 2017 onwards. The details of Mr. Navjeet Singh Sobti in pursuance of the provisions of the Listing Regulations are mentioned in Annexure. Approval of the shareholders his sought for ratification of remuneration paid/remuneration payable for the remaining period of existing appointment commencing from 11 August 2017 to Mr. Navjeet Singh Sobti as Vice President & Managing Director of the Company. Mr. Navjeet Singh Sobti and his relatives shall be deemed to be concerned or interested in the resolution to the extent of remuneration payable to Mr. Navjeet Singh Sobti under the resolution. With his vast experience, the Board of Directors considered it to be desirable to approve remuneration payable to him for his current tenure of appointment as Vice President & Managing Director. The Board of Director recommends the relevant resolution for your consideration and approval as a Special Resolution. None of the Directors except Mr. Navjeet Singh Sobti himself is concerned or interested in the resolution. No other Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

Item No. 7

The shareholders have appointed Mr. Jagdeep Singh as Wholetime Director of the Company with effect from 01.12.2014 for a period of 5 years at the meeting of the shareholders held on 29.09.2014.

Mr. Jagdeep Singh aged 52 years, has more than 28 years of experience in the field of marketing/distribution of financial products, viz. mutual funds, equity IPOs, private placement of debt instruments, etc. and is one of the important constituents of the Almondz team since incorporation. The Company is aggressively concentrating on its expansion plans besides exploring opportunities Financial Market. Since there has been a considerable increase in the duties and responsibilities performed by the Wholetime Director and after considering the prevailing managerial remuneration in industry, the Board of Directors at their meeting held on 10.08.2017, on the recommendations made by the nomination and remuneration committee, has approved the proposal to increase the salary of Mr. Jagdeep Singh, Wholetime Director from the present Rs. 2,85,000 per month to Rs. 3,50,000 per month w.e.f. 01.04.2017 for the remaining period of his tenure i.e., upto 30.11.2019. Except for the aforesaid revision in salary, all other terms and conditions of his appointment as the Wholetime Director of the Company as approved earlier, shall remain unchanged. As the terms for revision in remuneration proposed above are well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act, Central Government approval is not necessary for the above revision in remuneration.

The Details of remuneration payable is as under

A. Salary

- Basic Salary of Rs. 3,50,000/- per month.

B. Perquisites

- (a) Free furnished Company's owned/hired/leased accommodation alongwith benefits of gas, fuel, water, electricity, telephone, as also upkeep and maintenance of such accommodation
OR
House Rent Allowance upto 50% of the Basic Salary as above
- (b) Company's car & driver.
- (c) Leave and encashment of leave, in accordance with the Rules of the Company.
- (d) Reimbursement of the Actual Corporate Relations expenses.
- (e) Performance linked incentive/bonus at the end of each financial year, as may be determined by the Remuneration Committee of the Board of Directors of the Company.

In addition to the above, the Wholetime Director shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.

C. Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Mr. Jagdeep Singh, the Company has no profits or its profits are inadequate, the Company will pay the salary and perquisites upto the limits as specified above to Mr. Jagdeep Singh as the minimum remuneration as specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013 and subject to the approval of Central Government, if necessary.”

The Nomination and Remuneration Committee of the Company in its meeting held on 10.08.2017 has approved the payment of aforesaid remuneration for the remaining period of appointment of Mr. Jagdeep Singh i.e., upto 30 November 2019. The details of Mr. Jagdeep Singh in pursuance of the provisions of the Listing Regulations are mentioned in Annexure.

Approval of the shareholders is sought for remuneration payable for the remaining period of existing appointment commencing from 1 December 2017 to Mr. Jagdeep Singh as Wholetime Director of the Company. Mr. Jagdeep Singh and his relatives shall be deemed to be concerned or interested in the resolution to the extent of remuneration payable to Mr. Jagdeep Singh under the resolution.

Hons) from Calcutta University from Presidency College, Calcutta and also holds Post Graduate Diploma in Management (PGDM) from the Indian Institute of Management, Calcutta. He has a very rich experience in the field of investment banking and has worked with prestigious organization like SBI Capital Markets, Ernst & Young (E&Y), Tata Strategic Management Group (TSMG), ICICI Bank etc. He possesses good business acumen, good administration, decision making and leadership skills etc. The Board of Directors is quite hopeful to utilize his expertise in our organization.

The Nomination and Remuneration Committee of the Company in its meeting held on 10.08.2017 has approved the appointment and payment of aforesaid remuneration to Mr. Debashish Ghoshal for 3 years w.e.f., 10.08.2017. The details of Mr. Debashish Ghoshal in pursuance of the provisions of the Listing Regulation are mentioned in Annexure.

Approval of the shareholders is sought for appointment and payment of remuneration to Mr. Debashish Ghoshal as Wholetime Director of the Company. Mr. Debashish Ghoshal shall be deemed to be concerned or interested in the resolution to the extent of remuneration payable him under the resolution.

By Order of the Board of Directors

Item No. 8

To strengthen the Merchant Banking activities and also to add dynamism broad base the Board of Directors of the Company Mr. Debashish Ghoshal has been appointed as the Wholetime Director of the Company w.e.f. 10 August 2017. Mr. Ghoshal is B.Sc. (Economics

New Delhi
August 28, 2017

AJAY PRATAP
Company Secretary &
Vice President Corporate Affairs

Annexure A

Details of Directors seeking appointment/re- appointment at the Annual General Meeting

pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Standard 1.2.5 of SS-2, Secretarial Standard on General Meetings

Name of the Director	Mr. Sanjay Tiwari	Mr. Abdul Redha Mustafa Abdul Redha Sultan	Mr. Debashish Ghoshal
Date of Birth	10.06.1964	27.10.1969	09.07.1966
PAN No.	AAMPT9380J	Not Applicable	ACWPG3140P
DIN	03407426	05101233	03040937
Relationship with Directors	None	None	None
Expertise in specific functional area	Chartered Accountant with accreditations from the Institute of Chartered Accountants of India and a graduate in Commerce. He has 30 years of experience in Industries ranging from Textile, Cement, Tyre & Engineering to FMCG. He has in-depth knowledge of Middle East, South East and South Asian Markets. His core expertise has been to monitor and manage the operations of varied industries from financial and commercial view point. He has also been instrumental in turning around loss making companies in countries i.e. Malaysia, Egypt, India and Middle East.	He holds a degree in Finance from San Diego State University, USA). He has played an active role in developing the business environment for the private sector in the sultanate of Oman. He was selected as a honored member of International Who's Who for the year 1999.He has also developed other institutions within the Sultanate. Some of the renowned ventures in which he actively participated include the Oman Chapter of Young Presidents Organizations Inc.(YPO) since 2003.	He has a very rich experience in the field of investment banking and has worked with prestigious organization like SBI Capital Markets, Ernst & Young (E&Y), Tata Strategic Management Group (TSMG), ICICI Bank etc. He possesses good business acumen, good administration, decision making and leadership skills etc.
Qualification	C.A., B.Com	Degree in Finance from San Diego State University, (USA).	B.Sc. (Economics Hons) from Calcutta University from Presidency College, Calcutta and Post Graduate Diploma in Management (PGDM) from the Indian Institute of Management, Calcutta
Board Membership of other companies as on March 31, 2017	NIL	NIL	NIL

Chairman/ Member of the Committee of the Board of Directors as on March 31, 2017	NIL	NIL	NIL
Chairman/Member of the Committee of Directors of other companies in which he is a director as on March 31, 2017	NIL	NIL	NIL
a) Audit Committee	NIL	NIL	NIL
b) Stakeholders Relationship Committee	NIL	NIL	NIL
Number of shares held in the Company as on March 31, 2017	NIL	NIL	NIL

STATEMENT CONTAINING INFORMATION AND DISCLOSURES AS REQUIRED PURSUANT TO SUB PARAGRAPH (iv) OF SECTION II, PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013.

The Company hereby declares that it has not invited any public deposits and there is no default in repayment of any of its debts or debentures or interest payable thereon for a continuous period of thirty days in the preceding financial year before the date of appointment of such managerial person:

I. General Information:

Sl. No.	Particulars	Disclosure	Disclosure	Disclosure
		Navjeet Singh Sobti	Jagdeep Singh	Debashish Ghoshal
1.	Nature of Industry	Financial Services	Financial Services	Financial Services
2.	Date or expected date of commencement of commercial production	The Company is already in existence and operation.	The Company is already in existence and operation.	The Company is already in existence and operation.
3.	In case of new companies, expected date of activities as per project approved by the financial institutions appearing in the prospectus	N. A.	N. A.	N.A.
4.	Financial Performance based on given indicators (as on 31 March 2017) – Audited	Turnover: Rs.3381.99 Lacs Profit after Taxes: Rs. 151.31 Lacs	Turnover: Rs.3381.99 Lacs Profit after Taxes: Rs. 151.31 Lacs	Turnover: Rs.3381.99 Lacs Profit after Taxes: Rs. 151.31Lacs
5.	Foreign investments or collaborators, if any	N. A.	N. A.	N.A.

II. Information about the Appointee:

Sl. No.	Particulars	Disclosure	Disclosure	Disclosure
1.	Background details	Mr. Navjeet Singh Sobti is a Fellow member of the Institute of Chartered Accountants of India. He is one of the initial constituents of the team which promoted the Company. He is having expert knowledge in the area of corporate finance, Investment Banking and Infrastructure project planning. The company in his leadership has achieved many milestones and he is holding the credit of steering the Company to its position of strength of being one of the top ranking domestic Investment Bankers in the past years.	Mr. Jagdeep Singh is a Fellow Member of the Institute of Chartered Accountants of India having more than 28 years of experience in the field of management of various public as well as rights issues, equity broking operations, and distribution of third party financial products.	Mr. Debashish Ghoshal is B.Sc. (Economics Hons) from Calcutta University from Presidency College, Calcutta and also holds Post Graduate Diploma in Management (PGDM) from the Indian Institute of Management, Calcutta. He has a very rich experience in the field of investment banking and has worked with prestigious organization like SBI Capital Markets, Ernst & Young (E&Y), Tata Strategic Management Group (TSMG), ICICI Bank etc. He possesses good business acumen, good administration, decision making and leadership skills etc.
2.	Past Remuneration (2016-17)	During the past financial year Mr. Navjeet Singh Sobti was paid remuneration of Rs. 70.64 Lakhs	During the past financial year Mr. Jagdeep Singh was paid remuneration of Rs. 48.27 Lakhs	N.A.

Sl. No.	Particulars	Disclosure	Disclosure	Disclosure
3.	Recognition or awards	N. A.	N. A.	N.A.
4.	Job Profile and his suitability	Presently, Mr. Navjeet Singh Sobti is looking after overall functions of the company. He has been instrumental in setting up various policy guidelines for the overall functioning of the Company. Under the supervision of the Board of Directors of the Company he has greatly contributed in building up and moving the organization towards growth with his entrepreneurship	Presently, Mr. Jagdeep Singh is looking after the Retail businesses in the Company including Equity Broking and Distribution Operations. He has been instrumental in setting up the network of agents/sub-agents for marketing of various third party retail financial products.	Presently, Mr. Debashish Ghoshal is heading the Merchant Banking and Investment Division of the Company. His position is based at Mumbai and looks after the work pan India.
5.	Remuneration proposed	As per the resolution placed	As per the resolution placed	As per the resolution placed
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Navjeet Singh Sobti is in consonance with the given criteria. Taking into consideration the size of the Company, the profile of Mr. Navjeet Singh Sobti, the responsibilities being shouldered by him and the industry benchmarks, the remuneration proposed to be paid to him commensurate with the remuneration packages paid to similar senior level counterpart(s) in comparable industries.	The remuneration of Mr. Jagdeep Singh is in consonance with the given criteria. Taking into consideration the size of the Company, the profile of Mr. Jagdeep Singh, the responsibilities being shouldered by him and the industry benchmarks, the remuneration proposed to be paid to him commensurate with the remuneration packages paid to similar senior level counterpart(s) in comparable industries.	The remuneration of Mr. Debashish Ghoshal is in consonance with the given criteria. Taking into consideration the size of the Company, the profile of Mr. Ghoshal, the responsibilities being shouldered by him and the industry benchmarks, the remuneration proposed to be paid to him commensurate with the remuneration packages paid to similar senior level counterpart(s) in comparable industries.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel	On the date of the notice, Mr. Navjeet Singh Sobti is holding 860715 equity shares (constituting 3.33%) of the Company and indirectly holding controlling interest in the Company besides being one of the promoters of the Company. Apart from that, he is not having any other pecuniary relationship with the Company or its managerial personnel	On the date of the notice, Mr. Jagdeep Singh is holding 292700 equity shares (constituting 1.13% of paid-up share capital) and apart from that, he is not having any pecuniary relationship with the Company or its managerial personnel	On the date of the notice, Mr. Debashish Ghoshal is not having any pecuniary relationship with the Company or its managerial personnel

III. Other Information:

Sl. No.	Particulars	Disclosure	Disclosure	Disclosure
1.	Reasons of Loss or inadequate profits	Not applicable This disclosure is only an enabling disclosure for payment of aforesaid remuneration in the unlikely scenario of loss / inadequacy of profits. It is pertinent to note that the Company does not foresee any inadequacy of profits in the forthcoming years. Accordingly, the aforesaid remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/ inadequacy of profits due to unavoidable circumstances. However, by way of abundant caution, the Company shall make an application to the Central Government seeking its	Not applicable This disclosure is only an enabling disclosure for payment of aforesaid remuneration in the unlikely scenario of loss / inadequacy of profits. It is pertinent to note that the Company does not foresee any inadequacy of profits in the forthcoming years. Accordingly, the aforesaid remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/ inadequacy of profits due to unavoidable circumstances. However, by way of abundant caution, the Company shall	Not applicable This disclosure is only an enabling disclosure for payment of aforesaid remuneration in the unlikely scenario of loss / inadequacy of profits. It is pertinent to note that the Company does not foresee any inadequacy of profits in the forthcoming years. Accordingly, the aforesaid remuneration is proposed to be paid as minimum remuneration in the event of loss/absence/ inadequacy of profits due to unavoidable circumstances to Mr. Debashish Ghoshal for the period 10 August 2017 to 9 August 2020 in the event of loss or inadequacy of profits.

Sl. No.	Particulars	Disclosure	Disclosure	Disclosure
		approval for payment of remuneration to Mr. Navjeet Singh Sobti for the remaining period August 12, 2014 to August 11, 2019 in the event of loss or inadequacy of profits.	make an application to the Central Government seeking its approval for payment of remuneration to Mr. Jagdeep Singh for the remaining period December 1, 2017 to November 30, 2019 in the event of loss or inadequacy of profits.	
2.	Steps taken or proposed to be taken for improvement	Not applicable	Not applicable	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable	Not applicable	Not applicable

IV. Disclosures:

- The details of remuneration proposed to be paid to the Managing Director and Wholetime Directors are contained in the Resolution under Item No 6, 7 & 8 of the Notice read with corresponding Explanatory Statement required under Section 102 of the Companies Act, 2013.
- All the necessary disclosures pertaining to the Directors shall be made in the Director's Report under the heading "Corporate Governance" for the FY 2016-17.

Name of other companies in which the appointee also holds directorship/s @	1. Almondz Commodities Pvt. Ltd. 2. Premier Alcobev Pvt Ltd 3. Almondz Finanz Ltd 4. Skiffle Healthcare Services Ltd 5. Carya Chemicals & Fertilizers Pvt. Ltd 6. Yug Infrastructures Pvt Ltd 7. Almondz Debt Advisors Ltd 8. Amandeep Johl Golf Academy Pvt. Ltd 9. ALP Overseas Pvt Ltd	1. Almondz Commodities Pvt. Ltd 2. Almondz Wealth Advisors Ltd. 3. Almondz Debt Advisors Ltd. 4. Almondz Finanz Ltd 5. Skiffle Healthcare Services Ltd 6. Almondz Global Infra-Consultant Limited	1. Invictus Corporate Solutions LLP
Name of other companies in which the appointee holds membership/s of the committee/s of Board \$	NIL	NIL	NIL
Shareholding in Almondz Global Securities Ltd. #	860715	292700	NIL

Note:

@ This does not include position in foreign companies, position as an advisory board member and position in companies under Section 8 of Companies Act 2013 but included Private Limited Companies.

\$ includes chairmanship/membership of Audit and Stakeholders Grievance committee only

Includes shares held jointly with immediate family members.

*Mr. Dabashish Ghoshal has been appointed Wholetime Director w.e.f. 10.08.2017

The instructions for shareholders voting electronically are as under :

- The voting period begins on September 25, 2017 at 10:00 a.m. and ends on September 27, 2017 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cutoff date (record date) of September 22, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on Shareholders.
- Now Enter your User ID
 - For CDSL : 16 digits beneficiary ID,
 - For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below :

For Members holding shares in Demat & Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on mailing address. 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.
Dividend Bank Detail Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd / mm / yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx) Note for Non – Individual Shareholders and Custodians.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (i) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. July 03, 2015 may follow the same instructions as mentioned above for e-Voting.
- (ii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
- The instructions for shareholders voting physically are as under :**
- A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed envelope on which postage will be paid by the Company which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, at the expense of the Member will also be accepted. Members are requested to convey their assent or dissent in this Postal Ballot Form only. The

assent or dissent received in any other form or manner shall be considered as invalid.

2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched.
3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar / Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with Registrar / Depository) by the first named Member and in his / her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5.00 pm on September 27, 2017. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
5. In case of Equity Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution /authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
6. Shareholders are requested not to send any paper (other than the Resolution / authority as mentioned under instruction above) along with the Postal Ballot Form in the enclosed self- addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope, the same would not be considered and would be destroyed by the Scrutinizer.
7. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of the joint Members. On receipt of the duplicate Postal Ballot Form, the original will be rejected.
8. A Member may request for a duplicate Postal Ballot Form, if so required or can download the Postal Ballot Form from the Company's website www.almondzglobal.com and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above.
9. The votes should be cast either in favour of or against by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the columns will render the Form invalid.
10. Incomplete, unsigned or improperly or incorrectly filled Postal Ballot Form shall be rejected.

PROXY FORM

ALMONDZ GLOBAL SECURITIES LIMITED

Corporate Identity Number (CIN) : L74899DL1994PLC059839

Regd. Office : 2nd Floor, 3, Scindia House, Janpath, New Delhi - 110 001

Tel : 011-41514666; Website : www.almondzglobal.com; email id : delhi@almondz.com

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

*Applicable for investors holding shares in physical form.

I / We being a Member / Members of shares of the above named 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.....or failing him/her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 23rd Annual General Meeting of the Company, to be held on Thursday, the 28th day of September, 2017 at 11.00 a.m. at M. P. C. U. Shah Auditorium, Shree Delhi Gujarati Samaj (Regd.), 2, Raj Niwas Marg, Civil Lines, Delhi – 110 054 and at any adjournment thereof in respect of such resolutions as are indicated below :

Item No.	Resolution	For	Against
1.	Adoption of Annual Financial Results and other Reports of the Company		
2.	Appointment of Mr. Sanjay Tiwari as an Ordinary Director of the Company		
3.	Appointment of M/s Mohan Gupta & Co. as Statutory Auditors of the Company		
4.	Appointment of Mr. Abdul Redha Mustafa Abdul Redha Sultan as an Ordinary Director of the Company		
5.	Appointment of Mr. Debashish Ghoshal as an Ordinary Director of the Company		
6.	Payment of Remuneration of Mr. Navjeet Singh Sobti, Vice Chairman and Managing Director of the Company		
7.	Increase & payment of Remuneration of Mr. Jagdeep Singh, Wholetime Director of the Company		
8.	Appointment of Mr. Debashish Ghoshal as Wholetime Director of the Company		

Signed this day of 2017.

Signature of Shareholder

Signature of Proxy

Affix a Re. 1/- Revenue Stamp
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- NOTE : (i) this form of proxy in order to be effective should be duly completed and deposited at Registered office of the Company, not less than 48 hours before the commencement of the Meeting.
- (ii) Please complete all details including all details of Member(s) in above box before submission

-----TEAR HERE-----

ALMONDZ GLOBAL SECURITIES LIMITED

Corporate Identity Number (CIN) : L74899DL1994PLC059839

Regd. Office : 2nd Floor, 3, Scindia House, Janpath, New Delhi - 110 001

Tel : 011-41514666; Website : www.almondzglobal.com; email id : delhi@almondz.com

ATTENDANCE SLIP

I hereby record my presence at the 23rd ANNUAL GENERAL MEETING of the Company held on Thursday, the 28th day of September, 2017 at 11.00 a.m. at M. P. C. U. Shah Auditorium, Shree Delhi Gujarati Samaj (Regd.), 2, Raj Niwas Marg, Civil Lines, Delhi – 110 054

Name of the Member / Proxy.....
(in block letters)

Please (✓) in the Appropriate Box Member Proxy

CLIENT ID No.		No. of Shares		(Signature of the Member / Proxy)
DP ID No.		Regd. Folio No. *		

* Applicable for investor holding shares in physical form.

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ALMONDZ GLOBAL SECURITIES LIMITED

Corporate Identity Number (CIN) : L74899DL1994PLC059839

Regd. Office : 2nd Floor, 3, Scindia House, Janpath, New Delhi - 110 001

Tel : 011-41514666; Website : www.almondzglobal.com; email id : delhi@almondz.com

BALLOT FORM

1. Name (s) of Shareholder(s) / Beneficial Owner including joint-holders, if any :
2. Registered Address of the Sole / First named Shareholder :
3. Registered Folio No. / Client ID No. :
4. No. of Shares held :
5. I / we hereby exercise my / our vote in respect of the Resolution / s through Ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution/s by placing Tick (✓) mark at the appropriate box below :

S.No.	Resolution Type	Particulars	I / We assent to the Resolution/s	I / We dissent to the Resolution/s
1.	Ordinary	Adoption of Annual Financial Results and other Reports of the Company		
2.	Ordinary	Appointment of Mr. Sanjay Tiwari as an Ordinary Director of the Company		
3.	Special	Appointment of M/s Mohan Gupta & Co. as Statutory Auditors of the Company		
4.	Ordinary	Appointment of Mr. Abdul Redha Mustafa Abdul Redha Sultan as an Ordinary Director of the Company		
5.	Ordinary	Appointment of Mr. Debashish Ghoshal as an Ordinary Director of the Company		
6.	Special	Payment of Remuneration of Mr. Navjeet Singh Sobti, Vice Chairman and Managing Director of the Company		
7.	Special	Increase & payment of Remuneration of Mr. Jagdeep Singh, Wholetime Director of the Company		
8.	Special	Appointment of Mr. Debashish Ghoshal as Wholetime Director of the Company		

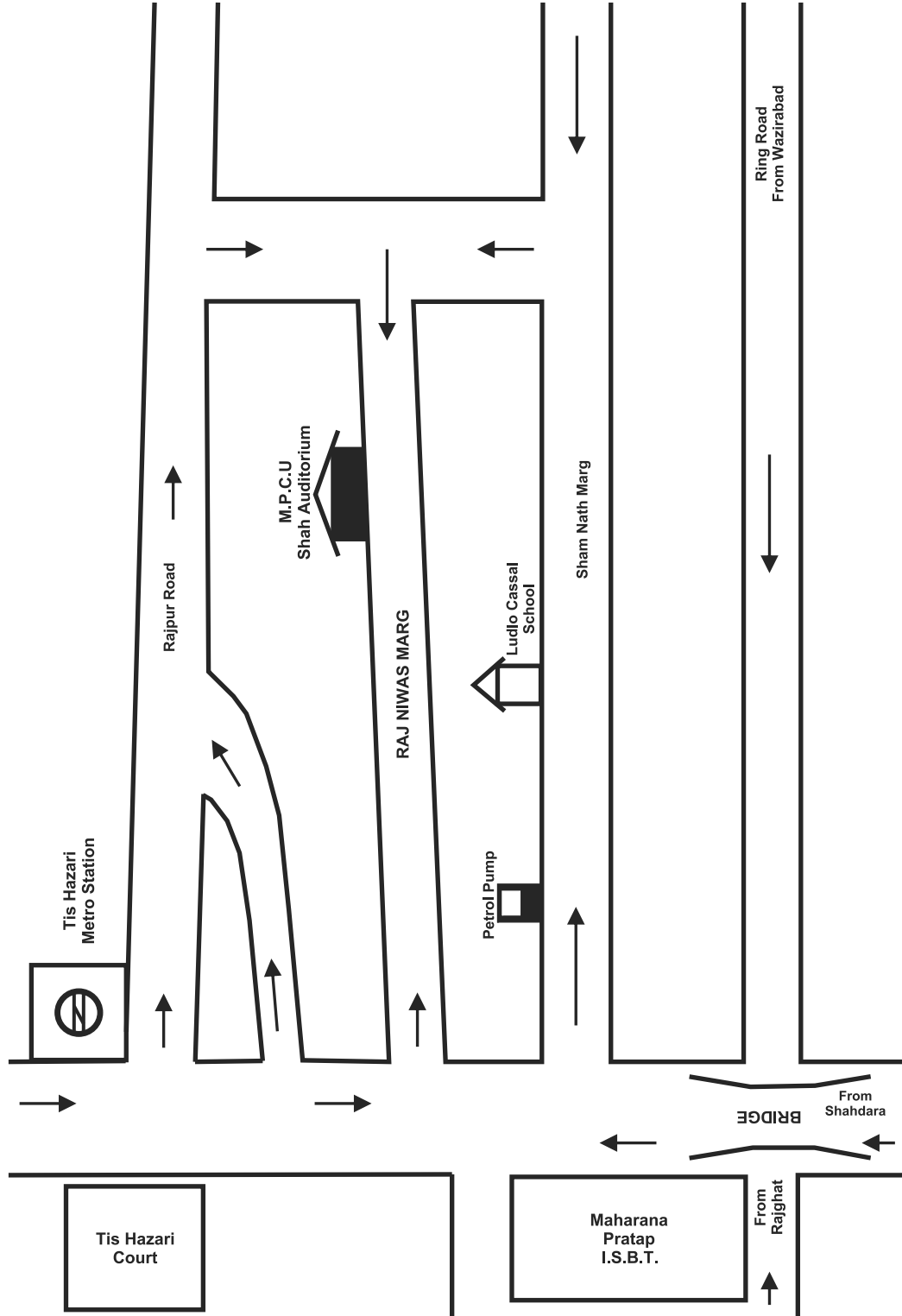
Place :

Date :

.....
Signature of the Shareholder / Beneficial Owner

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VENUE ROUTE MAP FOR ANNUAL GENERAL MEETING, MPCU SHAH AUDITORIUM



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