



Almondz Global Securities Limited

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Vidyanagari, Mumbai, Maharashtra- 400098, India

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CIN: L74899MH1994PLC434425;

Email: secretarial@almondz.com website: www.almondzglobal.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Members of
Almondz Global Securities Limited

NOTICE is hereby given that the resolutions set out below are proposed for approval by the members of Almondz Global Securities Limited ("**the Company**") by means of Postal Ballot, only by remote e-voting process ("**e-voting**") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("**the Act**"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.

The Board of Directors has appointed M/s Ashu Gupta & Co., Practising Company Secretaries (FCS: F4123/CP No. 6646), as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of Central Depository Services (India) Limited (hereinafter referred to as "CDSL" or "Service Provider") for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching postal ballot forms. In accordance with the MCA Circulars, the Company has made necessary arrangements with M/s Beetal Financial & Computer Services Private Limited, Registrar and Share Transfer Agent ("RTA") to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice.

The votes can be cast during the following voting period:

Commencement of e-voting	09.00 a.m. (IST) on Monday, 8 th June, 2026
End of e-voting	5.00 p.m. (IST) on Tuesday, 7 th July, 2026

The Scrutinizer will submit her report, after the completion of scrutiny, to the Chairman and Managing Director/ Wholtime Director of the Company or any person authorized by him. The results of e-voting will be announced within two workings days of the conclusion of the e-voting period and will be displayed on the Company's website at www.almondzglobal.com and the website of CDSL at www.cdslindia.com. The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.

SPECIAL BUSINESS:

RESOLUTION NO. 1.: TO APPROVE THE APPOINTMENT OF MRS. NEELU JAIN (DIN: 00227058) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to accord assent or dissent to the following resolution as *Special Resolution*:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and Regulation as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and on the recommendation of the Nomination and Remuneration Committee, consent of the shareholders be and is hereby accorded for the appointment of **Mrs. Neelu Jain (DIN: 00227058)**, who was appointed as Non-Executive Director of the Company and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the SEBI Listing Regulations, be and is hereby appointed as a Non-Executive, Independent Director of the Company for a term of 5 (Five) consecutive years with effect from May 22, 2026 to May 21, 2031 and not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all such acts, deeds, matters and things and to take necessary steps in the matter as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to the aforesaid resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT the Managing Director/Wholetime Director/Company Secretary of the Company, be and are hereby, severally/individually authorized to submit the requisite documents, forms, etc., to the Registrar of Companies, NCT of Delhi & Haryana in relation to the aforesaid.”

RESOLUTION NO.2: APPOINTMENT OF MR. RAJEEV KUMAR, AS DIRECTOR ON THE BOARD OF DIRECTORS OF THE COMPANY RETRIABLE BY ROTATION

To consider and if thought fit, to accord assent or dissent to the following resolution as *Special Resolution*:

RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, Mr. Rajeev Kumar (DIN:00270046) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 23rd May, 2026 in terms of Section 161 of the Act and Article 116 of the Articles of Association of the Company and who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation

RESOLUTION NO.3: APPOINTMENT OF MR. RAJEEV KUMAR (DIN: 00270046) AS A WHOLE-TIME DIRECTOR (DIRECTOR-FINANCE & CFO) OF THE COMPANY MAKING HIS APPOINTMENT RETIRE BY ROTATION AND THE REMUNERATION PAYABLE TO HIM

To consider and if thought fit, to accord assent or dissent to the following resolution as *Special Resolution*:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and all applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee consent of the shareholders be and is hereby accorded for the appointment of Mr. Rajeev Kumar (DIN:00270046) as Whole-Time Director (Designation- Director – Finance & Chief Financial Officer) Key Managerial Person (KMP) of the Company for a period of five years with effect from 23rd May 2026 to 22nd May 2031 (liable to retire by rotation) at a such remuneration and other terms and conditions as may be agreed to between the Board and Mr. Rajeev Kumar as under:

A. Salary

Gross Salary of Rs. 1,36,160/- per month; with a power to the Board on the recommendation of the Nomination and Remuneration Committee to give one or more annual increment subject to maximum of 50% over and above the present salary per month. The Gross Salary is inclusive of Perquisites (a) House Rent Allowance (b) Special Allowance (c) Conveyance Allowance (d) Medical Allowance.

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

B. Other Perquisites

Wholetime Director shall also be entitled to the following perquisites i) Contribution to Gratuity Fund as per the rules of the Company. ii) Medical Insurance. Iii) Group Term Life Insurance Premium (Lic).

C. Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Rajeev Kumar the Company has no profits or its profits are inadequate, the Company will pay remuneration, for a period of 3 years, by way of Salary, Benefits, Perquisites and Allowances as specified above, subject to further approvals if any as required under Schedule V of the Act, or any modification(s) thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

**By order of the Board of Directors
For Almondz Global Securities Limited**

**Ajay Pratap
Director Legal & Corporate Affairs
& Company Secretary
DIN: 10805775**

Date : May 22, 2026

Place: New Delhi

Registered Office:
Level 5, Grande Palladium, 175, CST Road,
Off BKC, Kalina, Santacruz (East),
Vidyanagari, Mumbai,
Maharashtra- 400098, India.
CIN: L74899MH1994PLC434425
Website: www.almondzglobal.com
E-mail: secretarial@almondz.com
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NOTES:

1. A Statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the Register of Members/Register of Beneficial Owners as on Friday, May 29, 2026 (“**Cut-Off Date**”) received from the Depositories and whose email address is registered with the Company/Registrar and Transfer Agent/Depository Participants/Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
3. This Postal Ballot Notice will also be available on the Company’s website at www.almondzglobal.com websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL at www.cdslindia.com
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register/update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.almondzglobal.com duly filled and signed along with requisite supporting documents to BEETAL Financial & Computer Services Pvt Ltd at BEETAL HOUSE, 3rd Floor, 99, Madangir, Behind LSC, New Delhi - 110062.
5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person, who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
6. Subject to the provisions of the Articles of Association of the Company, voting rights of a member/beneficial owner (in case of electronic shareholding) shall be in proportion to his/ her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended (“**SEBI Master Circular**”), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
8. **The e-voting period commences at 9:00 a.m. (IST) on Monday, 8th June, 2026 and ends at 5:00 p.m. (IST) on Tuesday, 7th July, 2026.**
9. **The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Tuesday, 7th July, 2026.**
10. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. Members seeking to inspect such documents can send an email to secretarial@almondz.com mentioning his/her/its folio number/DP ID and Client ID.

11. PROCEDURE FOR E-VOTING:

[i] E-VOTING FACILITY

- a. The Company is providing e-voting facility of CDSL to its members to exercise their right to vote on the proposed resolutions by electronic means.
- b. **The e-voting facility will be available during the following voting period:**

Commencement of e-voting	09.00 a.m. (IST) on Monday, 8 th June, 2026
End of e-voting	5.00 p.m. (IST) on Tuesday, 7 th July, 2026

The e-voting will not be allowed beyond the aforesaid date and time and the e- voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.

- c. **The manner of e-voting by (i) individual members holding shares of the Company in demat mode (ii) members other than individuals holding shares of the Company in demat mode, (iii) members holding shares of the Company in physical mode, and (iv) members who have not registered their e-mail address, is explained in the instructions given hereinbelow.**

[ii] **INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:**

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual ds shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins from **9.00 a.m. (IST) on Monday, June 8, 2026 and ends at 5.00 p.m. (IST) on Tuesday, July 7, 2026**. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date is **Friday, May 29, 2026**, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (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, listed entities are 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (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 Listed Companies, 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 abovesaid 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 Depository	<ol style="list-style-type: none"> 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 users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 evoting 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, so that the user can visit the e-Voting service providers’ website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 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.com home page. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL Depository	<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.</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 hold 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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 18002109911
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 toll free no.: 022-48867000 and 022-24997000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.

- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR 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.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - 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 linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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.
 - Alternatively Non Individual shareholders are required mandatory 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;secretarial@almondz.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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 meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 21 09911

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, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cDSLindia.com or call at toll free no. 1800 21 09911

EXPLANATORY STATEMENT

(Pursuant to Section 102 and any other applicable provisions of the Companies Act, 2013, the Rules made thereunder, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") as amended from time to time, Secretarial Standards on General Meeting ("SS-2") issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed/ issued by the Ministry of Corporate Affairs (the "MCA")

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned under Item 1 of the accompanying Notice:

ITEM NO.1

Pursuant to the Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 hereinafter referred to as the "Act") and the Rules made thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Neelu Jain (DIN: 00227058) was appointed as Non-Executive Director of the Company on 12 August 2014. The Nomination and Remuneration Committee in its meeting held on 22nd May, 2026 has recommend to the Board for her appointment as an Independent Director of the Company with effect from 22nd May, 2026.

The Company has received declaration from Mrs. Neelu Jain (DIN: 00227058) that she meets the criteria of independence, as prescribed, both under Section 149(6) of the Act and under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules 2014, provides for appointment of Independent Directors. It is proposed to appoint Mrs. Neelu Jain (DIN: 00227058) as an Independent Director under Section 149 of the Act and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office for 5 (Five) consecutive years with effect from May 22, 2026 to May 21, 2031.

In the opinion of the Board, Mrs. Neelu Jain (DIN: 00227058) fulfills the conditions for appointment as an Independent Director, as specified in the Act, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Neelu Jain (DIN: 00227058 is independent of the management.

Brief resume of Mrs. Neelu Jain, nature of her expertise in specific functional areas and names of Companies in which she holds directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between Directors inter-se are provided in Annexure to this Notice.

Copy of the draft letter for appointment of Mr. Neelu Jain as Independent Directors setting out the terms and conditions are available for inspection by members

This Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Save and except Mrs. Neelu Jain and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested financially or otherwise, in the resolution set out at Item No. 1 of the Notice.

The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval of the Members.

Item No. 2 & 3

Mr. Rajeev Kumar, has been appointed as Additional Director of the Company under Section 161(1) of the Companies Act, 2013, effective May 23, 2026 and is eligible for appointment as Director as provided under the Articles of Association of the Company. In terms of the Listing Regulations Mr. Rajeev Kumar appointment as a Director on the Board will be subject to a shareholders' approval.

The Company has received notice under Section 160 of the Companies Act, 2013, from a member signifying his/its Intention to propose the candidature of Mr. Rajeev Kumar for the office of Director.

A brief resume of Mr. Rajeev Kumar and other details, as required to be given pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have been given elsewhere in this Notice.

Accordingly, it is proposed to appoint Mr. Rajeev Kumar as a Director of the Company liable to retire by rotation.

The Board of Directors, at the same meeting, as per the recommendations of the Nomination and Remuneration Committee(NRC), and given the knowledge, background, experience of Mr. Rajeev Kumar, decided that it would be in the best interest of the Company to appoint him on the Board as a Wholetime Director as he fulfils the requisite criteria laid down by the Board in the Company's Nomination Policy for appointment as a Director of the Company and as required in the context of the Company's business and sector it operates in.

In view of the same the Board of Directors appointed Mr Rajeev Kumar as a Wholetime Director of the Company designated as Director -Finance & CFO for a period of 5 (Five) years, commencing from 23rd May, 2026 till 22nd May, 2031, subject to the approval of the Members of the Company.

Mr. Rajeev Kumar satisfies all the conditions set out in Part-1 of Schedule V to the Act as also the conditions set out under Section 196(3) of the Act for being eligible for this appointment.

The Board of Directors has, accordingly, considered the terms and conditions of Mr. Rajeev Kumar appointment as per the recommendations of the NRC which is in accordance with Schedule V of the Companies Act, 2013.

As per the provisions of Sections 152, 196 and 197 of the Act and the Rules thereunder, a Director / Wholetime Director can be appointed with the approval of the Members in the General Meeting. Accordingly, approval of the Members is sought for the appointment and remuneration of Mr. Rajeev Kumar as a Director and Wholetime Director of the Company.

The appointment of Mr. Rajeev Kumar as the Wholetime Director shall be retrieable by rotation so that the provisions of the companies Act be complied with however, such retirement shall not be treated as break in service.

As required under Regulation 36 of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2 requisite information is annexed as Annexure hereto, and forms a part of this Postal Ballot Notice.

Your Board of Directors recommend the Resolution at Item No. 2 & 3 for approval by the Members by way of Special Resolutions.

Except Mr. Rajeev Kumar and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the respective Resolutions set out at Item No. 2 & 3 of this Postal Ballot Notice.

The Board of the Company recommends the Special Resolution as set out in Item no. 2 & 3 of this Notice for approval of the shareholders.

**By order of the Board of Directors
For Almondz Global Securities Limited**

**Ajay Pratap
Director Legal & Corporate Affairs
& Company Secretary
DIN: 10805775**

Date : May 22, 2026
Place: New Delhi

Registered Office:
Level 5, Grande Palladium, 175, CST Road,
Off BKC, Kalina, Santacruz (East),
Vidyanagari, Mumbai,
Maharashtra- 400098, India.
CIN: L74899MH1994PLC434425
Website: www.almondzglobal.com
E-mail: secretarial@almondz.com
Tel.: +91 22 66437600
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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:

S. No.	Particulars	Disclosure
1.	Nature of Industry	Financial Services
2.	Date or Expected date of commencement of commercial production	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.
4.	Financial Performance based on given indicators (as on 31 st March 2026) Audited	As given below
5.	Foreign investments or collaborators, if any	N.A.

II INFORMATION ABOUT THE DIRECTOR:

S. No.	Particulars	Disclosure
1.	Name of Director	Rajeev Kumar
2.	Background Detail	He has been associated with the Company and the Group for more than two decades and has made significant contributions in the areas of finance, accounts, taxation, regulatory compliance, and corporate financial management. His extensive experience, sound professional expertise, and in-depth understanding of the Company's operations make him well suited for induction on the Board..
3.	Past Remuneration	Rs. 1,36,160 p.m.
4.	Recognition or Awards	Management of the Company subject to shareholders' approval decided to fix the remuneration to Rs. 1,36,160 p.m.
5.	Job Profile and his suitability	Presently, Mr. Rajeev Kumar, CFO of the Company is involved in in the areas of finance, accounts, taxation, regulatory compliance, and corporate financial management of the Company.
6.	Remuneration proposed	As per the Resolution Passed.
7.	Comparative remuneration profile with respect To industry size of the, company, profile of the position and person	The Remuneration of Mr. Rajeev Kumar is in the consonance with the given criteria taking into consideration the size of the Company, the profile of Mr. Rajeev Kumar, 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.
8.	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel	He is not having any other pecuniary relationship with the company or its managerial personnel.

III OTHER INFORMATION:

S. NO.	Particulars	Disclosure
1.	Reasons of Loss or Inadequate profit	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.

2.	Steps taken or proposed to be taken for improvement	NA
3.	Expected increase in productivity and profits in measurable terms	NA

IV Disclosures :

- The details of remuneration proposed to be paid to the Whole Time Director are contained in resolution Item No. 3 of the Notice read with corresponding Explanatory Statement required under Section 102 of the Companies Act, 2013.

S. No.	Particulars/Financial Year	2025-26 (Rs. In Lacs)	2024-25 (Rs. In Lacs)	2023-24 (Rs. In Lacs)
1	Total Revenue	6,389.37	3,659.14	3,726.63
2	EBITDA	729.08	513.01	2,327.86
3	PBT	209.29	297.49	2,166.87
4	PAT	93.31	222.45	2,111.26
5	PAID-UP EQUITY CAPITAL	1,736.47	1,722.85	1,608.60
6	NET WORTH	17,045.74	16,760.43	16,150.65
7	EPS	0.05	0.11	7.91

Particulars	Disclosure
	Rajeev Kumar
Name of the Other Companies in which the appointee holds directorship	Nil
Name of the Company in which Appointee holds membership of the Committee of the Board	Nil
Shareholding in Almondz Global Securities Limited	105

Pursuant to Regulations 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards -2, the details of the Directors proposed to be appointed through Postal Ballot process are given below:

Name of the Director	Mrs. Neelu Jain	Mr. Rajeev Kumar
DIN	00227058	00270046
Date of Birth	12.06.1956	17.12.1971
Qualifications	M.A in English	C.A.
Experience / expertise in specific functional areas	She is having vast experience in the field of teaching, administration and human resources. She is also associated a Director in Jan Sikshan Sansthan and works for upliftment and empowerment of women. She is also a member of the Prevention of Sexual Harrasment Committee of the Company.	He has been associated with the Company and the Group for more than two decades and has made significant contributions in the areas of finance, accounts, taxation, regulatory compliance, and corporate financial management. His extensive experience, sound professional expertise, and in-depth understanding of the Company's operations make him well suited for induction on the Board.
Relationship between Directors inter-se; with other Directors and Key Managerial Personnel of the Company	None	None
Date of first appointment on the Board	12.08.2014	23.05.2026
Number of equity shares held in the Company	NIL	105
Terms and condition of appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person if applicable	Director not Retire able by rotation. No remuneration except sitting fees	As per Resolution placed
Directorship in other Companies	Rama Vision Limited, Avonmore Capital & Management Services Limited, Hitech Machines Private Ltd	N.A.
Chairmanship / Membership of Committees in other Companies	3	N.A.
Number of Meetings of the Board attended during the year 2025-26	8	N.A.
Date of Appointment & term of Appointment	For a term of 5 consecutive years from 22 ND May 2026 to 21 ST May 2031	For a term of 5 consecutive years from 23 RD May 2026 to 22 ND May 2031
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24 dated 20th June, 2018.	Mrs. Neelu Jain is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	Mr. Rajeev Kumar is not debarred from holding the office of director by virtue of any SEBI order or any other such authority