

Annexure 'III' to Directors' Report

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
 As on Financial Year Ended on 31st March, 2019
 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
 Companies (Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

i)	CIN	L74899DL1994PLC059839
ii)	Registration Date	28 June, 1994
iii)	Name of the Company	Almondz Global Securities Limited
iv)	Category/Sub-category of the Company	Company Limited by Shares / Indian Non-Government Company
v)	Address of the Registered office & contact details	2nd Floor, 3 Scindia House, Janpath, New Delh-110001 Telephone No. 011-41514666-69 E-mail: secretarial@almondz.com
vi)	Whether listed Company	Yes
vii)	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services (P) Ltd. "Beetal House" 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi - 110 062 Phones: 011-29961281, 29961282 Fax: 011-29961280/84 E-mail: beetalrta@gmail.com Website: www.beetalfinancial.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Corporate finance & advisory fees	702, 649	33.42
2	Infrastructures Advisory	99832-33	33.65
3	Wealth/Broking Activities	6612	31.60

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. NO.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Almondz Finanz Limited 2nd Floor, 3 Scindia House, Janpath New Delhi -110001	U65191DL2006PLC148718	Subsidiary	100%	Section 2(87)
2.	Almondz Commodities Private Limited 2nd Floor, 3 Scindia House, Janpath New Delhi -110001	U51909DL2005PTC139714	Subsidiary	100%	Section 2(87)
3.	Almondz Wealth Advisors Limited 2nd Floor, 3 Scindia House, Janpath New Delhi -110001	U70200DL2008PLC183702	Subsidiary	100%	Section 2(87)
4.	Skiffle Healthcare Services Limited 2nd Floor, 3 Scindia House, Janpath New Delhi -110001	U85110DL2012PLC246241	Subsidiary	100%	Section 2(87)
5.	Almondz Global Infra-Consultant Limited F - 33/3, Okhla Industrial Area, Phase II, New Delhi -110020	U74140DL2013PLC262069	Subsidiary	100%	Section 2(87)
6.	North Square Projects Private Limited F - 33/3, Okhla Industrial Area, Phase II, New Delhi -110020	U45200DL2012PTC239856	Subsidiary	100%	Section 2(87)
7.	Premier Alcobev Private Limited F-33/4, Okhla Industrial Area, Phase-II, New Delhi -110020	U15530DL2007PTC281067	Associate	50%	Section 2(6)

S. NO.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
8.	Almondz Insolvency Resolutions Services Private Limited 2nd Floor 3 Scindia House, Janpath New Delhi -110001	U74999DL2017PTC324489	Associate	33%	Section 2(6)
9.	Avonmore Capital & Management Services Limited F-33/3, Okhla Industrial Area Phase-II New Delhi - 110020	L67190DL1991PLC045857	Holding	56.87	Section 2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	110715	0	110715	0.43	110715	0	110715	0.43	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	14804834	0	14804834	57.19	14804834	0	14804834	57.19	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Others	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	14915549	0	14915549	57.62	14915549	0	14915549	57.62	0
(2) Foreign									
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Others	0	0	0	0	0	0	0	0	0
Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A) (2)	14915549	0	14915549	57.62	14915549	0	14915549	57.62	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	528084	0	528084	2.04	387291	0	387291	1.50	(-) 0.54
ii) Overseas	3091500	0	3091500	11.94	3091500	0	3091500	11.94	0
b) Individuals									

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2222120	167330	2389450	9.23	1807749	154304	1962053	7.58	(-) 1.65
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	4258543	17400	4275943	16.52	4795591	17400	4812991	18.60	(+) 2.08
c) Other (Specify)									
i) NRI	321203	13700	334903	1.29	308265	3700	311965	1.21	(-) 0.08
ii) HUF	129176	0	129176	0.50	179476	0	179476	0.69	(+) 0.19
iii) Clearing Members	21443	0	21443	0.08	5917	0	5917	0.02	(-) 0.06
iv) Trust	75	0	75	0.0003	75	0	75	0.0003	0
v) IEPF Authority	198844	0	198844	0.77	218150	0	218150	0.84	(+) 0.07
Sub-total (B)(2):	10770988	198430	10969418	42.38	10794014	175404	10969418	42.38	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	10770988	198430	10969418	42.38	10794014	175404	10969418	42.38	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	25686537	198430	25884967	100	25709563	175404	0	100	0

(ii) Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Navejeet Singh Sobti	60715	0.23	0	60715	0.23	0	0
2.	Gurpreet N. S. Sobti	50000	0.19	0	50000	0.19	0	0
3.	Avonmore Capital & Management Services Limited	14719744	56.87	0	14719744	56.87	0	0
4.	Innovative Money Matters Private Ltd.	85090	0.33	0	85090	0.33	0	0
	Total	14915549	57.62	0	14915549	57.62	0	0

(iii) Change in Promoter's Shareholding: There is no Change in Promoters Shareholding during the Year under Review.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Top 10 Shareholders*	Shareholding at the beginning of the year (01-04-2018)		Cumulative Shareholding at the end of the year (31-03-2019)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Al Anwar Holdings SAOG	3091500	11.94	3091500	11.94
2.	Dilip Kumar Lakhi	1170117	4.52	1170117	4.52
3.	Balbir Kumar	0	0	400000	1.54
4.	Darshana Anant Sanghvi	359536	1.39	359536	1.39
5.	Banarsi Lal Mahajan	274368	1.06	274368	1.06
6.	Manish Lakhi	239157	0.92	239157	0.92
7.	Investor Education and Protection Fund	198844	0.76	218150	0.84
8.	Bennett, Coleman and Company Limited	187500	0.72	187500	0.72

S. No.	Top 10 Shareholders*	Shareholding at the beginning of the year (01-04-2018)		Cumulative Shareholding at the end of the year (31-03-2019)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
9.	Jasmeet Kaur Sethi	186200	0.72	186200	0.72
10.	Bhimavarapu Sridhar Reddy	195842	0.75	185842	0.72

*The shares of the Company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name	Shareholding		Date	Increase/Decrease in share holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning of the year(01-04-2018)/ end of the year (31-03-2019)	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	Navjeet Singh Sobti (Vice Chairman and Managing Director)	60715	0.23	NA	NA	NA	60715	0.23
				31-03-2019	NA	NA	60715	0.23
2.	Jagdeep Singh (Whole Time Director)	366563	1.41	01-04-2018	NA	NA	366563	1.41
				13-04-2018	15000	Acquisition	381563	1.47
				19-04-2018	5573	Acquisition	387136	1.49
				23-04-2018	7774	Acquisition	394910	1.52
				24-04-2018	5000	Acquisition	399910	1.54
				25-04-2018	4716	Acquisition	404626	1.56
				10-05-2018	7279	Acquisition	411905	1.59
				30-05-2018	3000	Acquisition	414905	1.60
				04-06-2018	1000	Acquisition	415905	1.60
				19-02-2019	3303	Acquisition	419208	1.61
				20-02-2019	2086	Acquisition	421294	1.62
				21-02-2019	2503	Acquisition	423797	1.63
		25-02-2019	522	Acquisition	424319	1.63		
		31-03-2019	NA	NA	NA	424319	1.63	
3.	Debashish Ghoshal (Whole Time Director)	0	0	NA	NA	NA	0	0
4.	Krishan Lall Khetarpaul (Independent Director)	0	0	NA	NA	NA	0	0
5.	Sanjay Kumar Tiwari (Director)	0	0	NA	NA	NA	0	0
6.	Satish Chandra Sinha (Independent Director)	0	0	NA	NA	NA	0	0
7.	Abdul Redha Mustafa Abdul Redha Sultan (Director)	0	0	NA	NA	NA	0	0
8.	Ajay Kumar (Independent Director)	0	0	NA	NA	NA	0	0
9.	Neelu Jain (Director)	0	0	NA	NA	NA	0	0

S. No.	Name	Shareholding		Date	Increase/Decrease in share holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning of the year(01-04-2018)/ end of the year (31-03-2019)	% of total shares of the Company				No. of shares	% of total shares of the Company
10.	Rajeev Kumar (Chief Financial Officer)	0	0	NA	NA	NA	0	0
11.	Ajay Pratap (Company Secretary)	0	0	NA	NA	NA	0	0

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	12,78,17,511	50,000		12,78,67,511
ii) Interest due but not paid	-	28,65,605		28,65,605
iii) Interest accrued but not due	-	-		-
Total (i+ii+iii)	12,78,17,511	29,15,605	-	13,07,33,116
Change in Indebtedness during the financial year				
* Addition	4,10,68,64,622	13,82,09,838		4,24,50,74,460
* Reduction	4,12,92,08,049	12,90,70,427		4,25,82,78,476
Net Change	-2,23,43,427	91,39,411		-1,32,04,016
Indebtedness at the end of the financial year				
i) Principal Amount	10,54,74,084	1,00,65,000		11,55,39,084
ii) Interest due but not paid		19,90,016		19,90,016
iii) Interest accrued but not due				
Total (i+ii+iii)	10,54,74,084	1,20,55,016		11,75,29,100

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mr. Navjeet Singh Sobti (Vice Chairman & Managing Director) (w.e.f. 12.08.2014)	Mr. Jagdeep Singh (Whole time Director) (w.e.f 01.12.2014)	Mr. Debashish Ghoshal (Whole time Director) (w.e.f 10.08.2017)	
1	Gross salary	7052595	6039600	5100000	18630429
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2290500	6000000	5100000	13390500
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	4762095	39600	-	4801695
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify	-	-	-	-
5	Others, please specify	--	-	--	-
	Fee for attending board/committee meetings				
	Total (A)	7052595	6039600	5100000	18192195
	Ceiling as per the Act	8400000	8400000	8400000	2,52,00,000

B. Remuneration to other directors

S. No.	Particulars of Remuneration	Name of the Directors						Total Amount
		Mr. Atul Kumar Shukla*	Mr. Ajay Kumar	Mr. Satish Chandra Sinha	Mr. Krishan Lal Khetarpaul	Mr. Sanjay Kumar Tiwari	Mrs. Neelu Jain	
1.	Independent Directors							
	Fee for attending board/committee meetings	127500	98705	90000	127500	0	0	443705
	Commission	0	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0	0
	Total (1)	127500	98705	90000	127500	0	0	443705
2	Other Non-Executive Directors	0	0	0	0	0	0	0
	Fee for attending board/committee meetings	0	0	0	0	45000	82500	127500
	Commission	0	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0	0
	Total (2)	0	0	0	0	45000	82500	127500
	Total (B)=(1+2)	127500	98705	90000	127500	45000	82500	571205
	Total Managerial Remuneration	Total remuneration to Managing Director and other Directors (being the total of A and B) =18762400						
	Overall Ceiling as per the Act	Upto Rs. One Lac per Director for each meeting of Board/Committee						

*Mr. Atul Kumar Shukla has been resigned from the company w.e.f 29.03.2019.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S. No	Particulars of Remuneration	Key Managerial Personal		
		Chief Financial Officer Mr. Rajeev Kumar *	Company Secretary Mr. Ajay Pratap	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	2256000	2256000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	(6959 – Loan Perk)	6959
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	-	2262959	2262959

*Remuneration to MR. Rajeev Kumar is paid from wholly owned subsidiary namely Almondz Finanz Limited

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board of Directors

SATISH CHANDRA SINHA
Chairman

New Delhi
August 8, 2019