

**Almondz Global Securities Limited**

Ref: agsl/corres/Bse/Nse/22-23/0060

February 15, 2023

**The General Manager  
(Listing & Corporate Relations)  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001**

**The Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400051**

**Re: Notice of Class Meeting of Preference Shareholders on Feb 20, 2023**

Sir/Ma'am,

In compliance with requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of the Notice of Class Meeting of Preference Shareholders of Almondz Global Securities Limited will be held on Monday, 20<sup>th</sup> February, 2023 at 3:00 P.M. at registered office of the Company situated at F-33/3 Okhla Industrial Area, Phase-II, New Delhi, at a shorter notice,

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,  
**For Almondz Global Securities Ltd.**

**Ajay Pratap  
Company Secretary &  
Vice President Corporate Affairs**



Encl: a/a

SEBI Registration : INM000000834

Registered Office : F-33/3, Okhla Industrial Area Phase - II, New Delhi - 110 020, India. Tel. :+91 11 4350 0700, 4151 6800 Fax: +91 11 4350 0735

CIN : L74899DL1994PLC059839 • Email : info@almondz.com • Website : www.almondz.com

**Almondz Global Securities Limited**

ALMONDZ GLOBAL SECURITIES LIMITED

Corporate Identity Number (CIN) : L74899DL1994PLC059839

Regd. Office : F-33/3, Phase-II, Okhla Industrial Area, New Delhi-110 020 Tel : 011-43500700;

Website : www.almondzglobal.com; email id : [secretarial@almondz.com](mailto:secretarial@almondz.com)

**NOTICE OF MEETING OF PREFERENCE SHAREHOLDER**

NOTICE is hereby given that the Class Meeting of Preference Shareholders of Almondz Global Securities Limited will be held on Monday, 20<sup>th</sup> February, 2023 at 3:00 P.M. at registered office of the Company situated at F-33/3, Phase-II, Okhla Industrial Area, New Delhi-110020 at a shorter notice, for transacting the following business:

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections-48 and 55 of Companies Act, 2013 (which corresponds to section 80 and 106 of the Companies Act 1956) and applicable provisions, if any of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the enabling provisions or the Memorandum and Articles of Association of the Company, the Listing Agreements entered into by the Company with Stock Exchanges where the shares or the company are listed and subject to such approvals, consents, sanctions and permissions of appropriate authorities, departments and bodies as may be required and subject to such terms and conditions, alteration and modifications as may be considered appropriate and agreed to by the Board of Directors of the company (hereinafter referred to as the "Board" which term shall include a duly authorized committee thereof for the time being exercising the powers conferred by the Board), not affecting the rights of any other class of shareholder, consent of the preference shareholder be and is hereby accorded for variation in the rights of 12,00,000 preference Shareholder to the extent that the period of redemption of 7% Redeemable Preference Shares of Rs. 100/- each fully paid up held by them, shall be extended from after 1 year but before 3 years from the date of issue to after 1 year but before 20 years from the date of issue.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take all such steps and actions and give such directions as may be in absolute discretion deem necessary and to settle any question that may arise in this regard, without being required to seek 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 Board be and is hereby authorized to delegate all or any of the Representative conferred to any committee of Directors of any other office(s) / Authorized (s) of the Company to give effect to the aforesaid resolution. By Order of the Board of Directors

For Almondz Global Securities Ltd.



*Ajay Pratap*  
Ajay Pratap

Company Secretary

New Delhi

11<sup>th</sup> February 2023

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Notes

1. Statement pursuant to Section 102(1) of the Companies Act, 2013, ("The Act") relating to the Special Business to be transacted at the Meeting is annexed hereto.

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.

By Order of the Board of Directors  
For Almondz Global Securities Ltd.



Ajay Pratap  
Company Secretary



New Delhi  
11<sup>th</sup> February 2023

**Almondz Global Securities Limited**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The Company had issued 12,00,000 (Twelve Lakh) 7% Non-Convertible Non-Cumulative Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred Only) each, at par aggregating to Rs. 12,00,00,000/- (Rupees Twelve Crores Only) on preferential basis to Avonmore Capital & Management Services Limited.

The preference shares were issued to meet the networth requirement of the company. The term period of redemption *inter alia* was after 1 year but before 3 years from the date of issue at the option of the company.

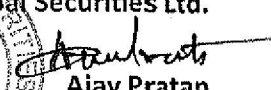
It is proposed to extend the redemption period of the preference shares upto the maximum period allowed so that the impact of INDAS while treating the capital in networth calculation is minimized. Accordingly, it is proposed to extend the existing maximum redemption of 3 years to 20 years from the date of issue. The other terms and condition of the Preference shares shall remain the same.

Pursuant to section 48 of the Companies Act 2013 and other applicable provisions, if any, since the share capital of company is divided into different classes of shares, the rights attached to the shares of any class may be varied with the consent in writing of not less than three-fourths of the issued shares of that class or with the sanction of a special resolution passed at a separate meeting of the holders of the issued shares of that class. Also, section 55 of the Companies Act - 2013 provides that redeemable preference shares can be issued for a maximum period of 20 years, therefore the company with the approval of preference shareholders intend to extend the redemption period of stated shares from maximum three years to twenty years from date of issue.

Accordingly, the Board recommends the special resolution at item no. I for approval.

None of the Directors/Key Managerial Personnel of the Company except Mr. Ajay Kumar who is common Independent Director are interested in the aforesaid resolution.

By Order of the Board of Directors  
For Almondz Global Securities Ltd.

  
Ajay Pratap  
Company Secretary

New Delhi  
11<sup>th</sup> February 2023

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