

**Almondz Global Securities Ltd.**

Ref: agsl/corres/Bse-Nse/24-25/43

October 10, 2024

**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**

**Sub: Outcome of Board Meeting held on 10<sup>th</sup> October, 2024**

Sir/Ma'm,

This is to intimate that the following are the outcome of the meeting of the Board of Directors of the Company held today, i.e. 10<sup>th</sup> October, 2024:

1. Approval for Sale, Transfer or disposal of Wealth Division business of the Company to its wholly owned subsidiary namely Almondz-Wealth Limited, of as a going concern on a 'slump sale basis'.
2. Appointment of Mr. Ajay Pratap as Additional Director of the company with effect from the date of allotment of Director Identification Number (DIN) by the Ministry of Corporate Affairs.
3. Appointment of Mr. Ajay Pratap as Whole-time Director of the Company with effect from the date of the allotment of Director Identification Number (DIN) by Ministry of Corporate Affairs.
4. To revise the remuneration payable to managing director Mr. Manoj Kumar Arora.

The relevant disclosure for the aforesaid transactions is attached as Annexure A and Annexure B

The meeting of the Board of Directors commenced at 4.30 p.m. and concluded at 5.15 P.M.

We request you to kindly take the same in your record and oblige.

Thanking you.

Yours Faithfully,

**For Almondz Global Securities Ltd.ss**

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

Encl: a/a

## Almondz Global Securities Ltd.

### Annexure A

Details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is as under:

S. No	Information sought	The proposed transaction of sale of company's undertaking comprising of the Wealth Division
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the of the listed entity during the last financial year	On the basis of unaudited financial results 30-06-2024: Turnover contribution- 17.91 % Networth Contribution- 0.33%
2	Date on which the agreement for sale has been entered into	The Board of Directors of the Company has on 10-10-2024 approved the Business Transfer Agreement (BTA) and the same got signed on 10-10-2024
3	The expected date of completion of sale/disposal	Within 3 months or within such extended period as may be required to complete the operationsl formality.
4	Consideration received from such sale/disposal	The proposed consideration is Rs. 53.66 Lakh.
5	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof	The buyer is Almondz-Wealth Limited which is Wholly Owned Subsidiary of the Transferor Company
6	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	<p>a. Name of the entity(ies) forming part of the slump sale/amalgamation/merger, details in brief such as, size, turnover etc.</p> <p><i>Almondz-Wealth Limited is a newly incorporated wholly owned subsidiary to take up the business of distribution of financial products. The operation will start once the business is transfered in the company.</i></p> <p>b. Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"</p>

**Registered Office: F - 33/3 Okhla Industrial Area Phase - II,  
New Delhi - 110020, India.**

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

**Tel.: + 91 11 43500700 Fax: + 91 11 4350 0735**

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		<p><i>Details as mentioned in point No. 7 below</i></p> <p>c. Area of business of the entity(ies);</p> <p><i>(i) Distribution of Financial Products</i></p> <p>d. Rationale for Slump sale/amalgamation/ merger.</p> <p><i>To comply with the regulatory requirements.</i></p> <p>e. In case of cash consideration – amount or otherwise share exchange ratio.</p> <p>Rs. 53.66 Lakh</p> <p>f. Brief details of change in shareholding pattern (if any) of listed entity.</p> <p><i>There would not be any change in the listed entity pursuant to execution of the proposed transaction.</i></p>
7	Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm's length;	<p>The proposed transaction falls within related Party Transaction.</p> <p>The proposed transaction is done on arm's length.</p>
8	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	Not Applicable

**Almondz Global Securities Ltd.**

**Annexure B**

Details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is as under:

<b>SR. NO.</b>	<b>PARTICULARS</b>	<b>Details of Mr. Ajay Pratap</b>
1	Reason for change viz. appointment, resignation. removal, death or otherwise	Appointed as Wholetime Director of the Company
2	Date of appointment/cessation (as applicable) & term-of appointment	with effect from the date of allotment of Director Identification Number (DIN) by Ministry of Corporate Affairs.  (5Years)
3	Brief Profile (in case of appointment)	<p>Mr. Ajay Pratap is a Company Secretary and also holds a Degree in Law from Delhi University. Mr. Ajay Pratap, with experience of almost 20 years, carries the overall responsibility of managing the Secretarial and Legal Compliances of Almondz Global Securities Limited. He also takes care of the Secretarial and Legal of the whole Group.</p> <p>His core competency is:</p> <ul style="list-style-type: none"> <li>• Statutory and Legal Compliance</li> <li>• Contract Management</li> <li>• Capital and Stock Exchange Matters</li> <li>• SEBI Regulations and Risk Management</li> <li>• Legal and Administrative Strategy</li> <li>• Issue Management</li> </ul>

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4	Disclosure of Relationships (in case of appointment)	He is not related to any of the Director of the Company
5	Information as required under circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by BSE and NSE respectively.	He is not debarred from holding the office of a director by virtue of any SEBI Order or any other such authority

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## Profile of Mr. Ajay Pratap

### Contact Information:

Phone: +91 8800513939

Email: pratap2004ajay@gmail.com

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### Professional Summary

Mr. Ajay Pratap is a highly dedicated and accomplished Company Secretary and Compliance Officer with around 20 years of comprehensive experience in corporate governance, regulatory compliance, and legal affairs. Currently serving as the Company Secretary & Compliance Officer at Almondz Global Securities Limited—a company listed on both the Bombay Stock Exchange and the National Stock Exchange—Ajay has demonstrated a robust capacity for managing corporate affairs, ensuring compliance with statutory regulations, and steering corporate governance initiatives.

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### Areas of Expertise

- **Corporate Governance:** Extensive knowledge of Corporate Affairs, Secretarial Functions, and Corporate Governance Norms, enabling effective oversight of compliance and ethical standards within organizations.
  - **Regulatory Compliance:** Proven track record in ensuring adherence to SEBI laws, Companies Act regulations, and various Stock Exchange requirements, which fortifies the organization's reputation and integrity.
  - **Legal Advisory:** Proficient in providing legal protection and risk management advice, especially in contract management, thereby facilitating informed decision-making at the management level.
  - **Issue Management:** Hands-on experience in managing rights issues, delistings, and ESOPs, demonstrating the ability to navigate complex financial landscapes.
  - **Liaison and Coordination:** Expertise in liaising with various governmental and regulatory authorities, banks, and stakeholders to ensure smooth corporate operations and compliance.
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### Core Competencies

- Statutory and Legal Compliance
  - Capital and Stock Exchange Matters
  - SEBI Regulations and Risk Management
  - Secretarial Assistance and Administration
  - Legal and Administrative Strategy
  - Issue Management
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## **Professional Experience**

### **Almondz Global Securities Ltd.**

*Company Secretary & Compliance Officer*

*February 2012 - Present*

- Oversee compliance with all requirements set by the Registrar of Companies, Stock Exchanges, SEBI, and other relevant authorities.
- Lead due diligence activities for the Merchant Banking Division, ensuring full compliance with applicable laws and regulations.
- Liaise with the Reserve Bank of India (RBI) for the regularization of NBFC licenses and ensure compliance with prudential norms.
- Manage mergers and acquisitions, ensuring compliance with statutory regulations and effective documentation.

### **Almondz Capital & Management Services Ltd.**

*Company Secretary & Compliance Officer*

*April 2008 - February 2012*

- Conducted various corporate governance functions, including organizing Board and General Meetings and drafting agendas, minutes, and annual reports.
- Maintained statutory records and registers required under the Companies Act.

### **Almondz Capital Markets Private Ltd.**

*Company Secretary & Compliance Officer*

*March 2005 - March 2008*

- Ensured compliance with rules and regulations applicable to stockbrokers, commodity brokers, and insurance broking companies.

### **Capital Factors & Recoveries Ltd.**

*Legal Executive*

*February 2003 - February 2005*

- Handled legal cases related to the recovery of bad debts for corporate clients, appearing as a complainant in various courts and coordinating with panel lawyers.

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## **Key Assignments**

- Independently prepared annual reports and conducted Annual General Meetings for multiple listed and unlisted companies.
  - Led the regularization process of NBFC licenses for two companies and acquired extensions for Annual General Meetings from the Registrar.
  - Managed the intricacies of Preferential Allotment for listed companies, including documentation for approvals and compliance with SEBI regulations.
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## **Educational Background**

- **Professional Qualification:**  
Member of The Institute of Company Secretaries of India (2005)
  - **LL.B:**  
Delhi University (2007)
  - **B.Sc. (Physics Hons):**  
A N College, Patna
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## **Technical Skills**

- Proficient in Microsoft Office and Internet Applications, facilitating effective reporting and documentation.
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## **Languages**

- Fluent in English and Hindi.
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## **Date of Birth**

10th July 1977

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Mr. Ajay Pratap is a motivated and goal-driven professional who continuously strives for improvement. His strong work ethic, combined with his excellent administrative aptitude, positions him as a valuable asset for any organization seeking to enhance its corporate governance and compliance framework.