

AMARNATH SECURITIES LIMITED

CIN NO. L67120GJ1994PLC023254

Regd. Office : Sarthak 1/104, Opp. City Centre, Nr, Swastik Cross Road, Navrangpura, Ahmedabad-380009

www.amarnathsecurities.co.in

Ref No.: ASL/SE/24-25/038

Friday January 17, 2025

To,
Corporate Relationship Dept,
Bombay Stock Exchange Limited,
P J Towers, Dalal Street,
Fort, Mumbai- 400001.

Ref : **MINUTES PURSUANT TO PROVISIONS OF REGULATIONS 30 AND 31A**

Pursuant to the provisions of Regulations 30 and 31A(8) of the Listing Regulations, we are enclosing herewith Minutes of the meeting held on 17.01.2025.

The above information is also available on the company's website at www.amarnathsecurities.co.in and on the website of the stock Exchange at www.bseindia.com.

**Thanking you,
Yours Sincerely,
For AMARNATH SECURITIES LIMITED**

**CHETAN PATEL
ADDITIONAL DIRECTOR
DIN: 03556088**

MINUTES OF THE MEETING OF (9/2024-2025) OF THE BOARD OF DIRECTORS OF AMARNATH SECURITIES LIMITED HELD ON FRIDAY, 17TH JANUARY, 2025 WHICH COMMENCED AT 02.30 P.M AT THE CORPORATE OFFICE OF THE COMPANY AND CONCLUDED ON 14.15 P.M.

DIRECTORS PRESENT:

Mr. Omkar Pravin Herlekar	Non- Executive Non – Independent Director
Mr. Amit Pandya	Additional Director In Capacity of Whole Time Director
Mr. Chetan Patel	Additional Director In Capacity of Whole Time Director

IN ATTENDANCE:

Mr. Chetan Patel occupied the Chair and conducted the proceedings of the meeting.

ITEM NO.1: QUORUM OF THE MEETING:

The Requisite Quorum as prescribed under the Companies Act, 2013 were present at the Meeting.

ITEM NO.2: LEAVE OF ABSENCE:

All Directors were Present at the meeting.

ITEM NO.3: CONFIRMATION OF MINUTES:

1. Confirmation of minutes of last Board Meeting held on 03rd January , 2025:

The minutes of the last Board meeting held on 03rd January, 2025 copies of which had been circulated to Directors were signed and confirmed by the Chairman

ITEM No. 4 RESIGNATION LETTER AND THE REQUEST RECEIVED FROM DR. OMKAR HERLEKAR FOR RECLASSIFICATION FROM PROMOTERS TO PUBLIC SHAREHOLDERS

The Board was informed that Dr.Omkar Herlekar, belonging to the “promoter” of the Company, had each vide their respective letters dated **16th January 2025** requested to the Company for re-classification from the ‘**promoter**’category to ‘**public**’ category shareholder of the Company. The Company intimated the aforesaid request(s) for re-classification to BSE Bombay Stock Exchnage Limited Exchange on **16th January 2025**.

Also he submitted his resignation letter during the company for the reasons mentioned in the resignation letter.

The letters received from Dr Omkar Herlekar were placed before the Board for its perusal.

The Board was informed that Dr Omkar Herlekar holds **95076** equity shares of the Company, representing **3.17 %** of the paid-up equity share capital of the Company

It was also informed that Dr. Omkar Herlekar in their respective request letters informed the Company that neither a hold any key managerial position in the Company. Further, they had

confirmed in their letters that they do not participate in the management of the Company in any manner or capacity and do not have any special rights in the Company through formal or informal arrangements, including any shareholder agreement.

The Board was also apprised that each of them are satisfying all the conditions specified in Regulation 31A (3)(b) of the Listing Regulations. The Board was further informed that in terms of Regulation 31A of the Listing Regulations, the said re-classification shall require the approval of the Board, shareholders/ members of the Company and the stock exchanges where the shares of - the Company are listed namely, BSE Limited ("Stock Exchanges").

Accordingly, on the basis of the rationale provided above and in accordance with the provisions of Regulation 31A of the Listing Regulations, the Board was of the view that the respective requests of Dr. Omkar Herlekar for re-classification from the '**promoter**' category to '**public**' category shareholder be accepted and approved, which shall be subject to the approvals of shareholders and the Stock Exchanges, or such other approval, if any as may be necessary in this regard.

The Board considered the matter and passed the following resolution unanimously:

"RESOLVED THAT pursuant to the provisions of the Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and subject to the approvals of the shareholders and the approval of the Stock Exchanges where the equity shares of the Company are listed namely, BSE Limited, or such other approval, if any, as may be required in this regard, the approval of the Board of Directors be and is hereby accorded to the respective request received from Dr. Omkar Herlekar, member of the promoter of the Company, for reclassification from the '**promoter**' category to '**public**' category shareholder of the Company.

RESOLVED FURTHER THAT approval be and is hereby given to the Company to seek shareholders' approval in relation to the re-classification in accordance with Regulation 31A (3)(a)(iii) of the Listing Regulations and the Company is hereby authorized to take all necessary steps in this regard.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, any director, be and are hereby severally authorized on behalf of the Company to do, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchanges to seek their approval for the re-classification in accordance with Listing Regulations and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

RESOLVED FURTHER THAT if any documents, relating to the re-classification is required to be affixed with the Common Seal of the Company, it be so affixed, and it be signed in accordance with the provisions of Article of Articles of Association of the Company by any one of the aforesaid persons.

RESOLVED FURTHER THAT a certified true copy of any of the resolutions and/ or extracts of the minutes of the board meeting be issued under the signature of any of the directors of the Company to the concerned person with a request to act thereon.”

ITEM NO 5 APPOINTMENT OF MR. AFZALKHAN USMANKHAN AFRIDI (DIN: 09365009) HAS BEEN APPOINTED AS AN ADDITIONAL DIRECTOR (NON-EXECUTIVE INDEPENDENT DIRECTOR) FOR A PERIOD OF 5 YEARS, EFFECTIVE FROM JANUARY 17, 2025

“**RESOLVED THAT** pursuant to provisions of section 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the ‘Act’), the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the ‘Listing Regulations’) and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Afzalkhan Usmankhan Afridi (DIN: 09365009) who appointed as an Additional Director (Non-Executive independent director) of the Company for a term of five years as an independent director of the company w.e.f from January 17, 2025 subject to approval of the Members in the ensuing General Meeting of the Company”

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, proper or desirable to give effect to this resolution.”

ITEM NO 6 APPOINTMENT OF MR. SANJAY RAJKUMAR (DIN: 10537921) HAS BEEN APPOINTED AS AN ADDITIONAL DIRECTOR (NON-EXECUTIVE INDEPENDENT DIRECTOR) FOR A PERIOD OF 5 YEARS, EFFECTIVE FROM JANUARY 17, 2025

“**RESOLVED THAT** pursuant to provisions of section 149, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the ‘Act’), the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the ‘Listing Regulations’) and amendments thereto (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sanjay Rajkumar (DIN: 10537921) who appointed as an Additional Director (Non-Executive independent director) of the Company for a term of five years as an independent director of the company w.e.f from January 17, 2025 subject to approval of the Members in the ensuing General Meeting of the Company”

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, proper or desirable to give effect to this resolution.”

ITEM NO 07 CONVENING OF EXTRAORDINARY GENERAL MEETING (EGM)

“RESOLVED THAT Extraordinary General Meeting of the Members of Company be convened on Thursday, 20th February, 2025 at 09:15 a.m. (IST) through the Video Conferencing (VC)/Other Audio Video Means (OAVM), without the physical presence of the Members at the meeting to transact the businesses) of the Company the registered office of the company to consider the resolution given in the notice as per draft placed before the meeting.

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, proper or desirable to give effect to this resolution.”

ITEM NO 08 APPOINTMENT OF APPOINTMENT OF SCRUTINIZER FOR E VOTING AT EGM

RESOLVED THAT the board has been Appointment **CS Shravan A Gupta**, Practicing Company Secretary Having **Membership No A27484** and **COP 9990** to act as Scrutinizer for E- Voting Process in Extra Ordinary General Meeting of the Company.

RESOLVED FURTHER THAT any director of the company be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, proper or desirable to give effect to this resolution.”

VOTE OF THANKS:

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date: 17.01.2025

Place: Mumbai

Mr. Chetan Patel
Additional Director