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SMC GLOBAL SECURITIES LIMITED

Member: NSE • BSE • MSE • NCDEX • ICEX • MCX

Clearing & Trading Member : Cash, F&O, Currency, Debt & Commodity

SEBI Regn. No. : INZ 000199438 • Research Analyst No. : INH100001849 • Investment Adviser No. : INA100012491

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E-mail : smc@smcindiaonline.com Website : www.smcindiaonline.com

Date: 07th May, 2022

Listing Operations BSE Limited, P J Towers, Dalal Street, Mumbai-400001, India Scrip Code: 543263	Listing Department National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400051 Symbol: SMCGLOBAL
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Sub: Announcement under regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of our Company has approved the following:

(i) The alteration in the object clause of the Memorandum of Association with respect to insertion of business object pertaining to acting as an Investment Manager for the purpose of incorporation of Alternate Investment Fund Category III, subject to the approval of the Shareholders of the Company at the ensuing Annual General Meeting.

(ii) Re-appointment of Mr. Mahesh C Gupta (DIN 00003082), Managing Director of the Company for a further period of 5 (five) years i.e. from 1st September, 2022 to 31st August, 2027, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting. **(Refer Annexure-I)**

(iii) Re-appointment of Mr. Naveen ND Gupta (DIN: 00271748), as an Independent Non- Executive Director of the Company for the second term of five consecutive years from 31st January, 2023 upto 30th January, 2028 as per the recommendation of the Nomination & Remuneration Committee of the Board of Directors, subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting. **(Refer Annexure-II)**

(iv) Re-appointment of the PNG & Co., Chartered Accountant, as the internal auditor of the Company for the financial year 2022-23. **(Refer Annexure-III)**

This is for your information and record.

Thanking You,

For SMC Global Securities Limited

Suman Kumar

E.V.P. (Corporate Affairs), Company Secretary & Compliance Officer

Membership No. F5824



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Annexure I

Brief profile of Mr. Mahesh C Gupta

<u>Name & DIN</u>	<u>Mr. Mahesh Chand Gupta</u> <u>(DIN-00003082)</u>
Age	65 Years
Qualifications	Fellow Chartered Accountant
Experience (including expertise in specific functional area)	He has more than 33 years' experience in the field of Securities Markets and Financial Services. He possess good knowledge about the intricacies of the Indian Stock Market
Terms and Conditions of Appointment / Reappointment	Appointed in the 23 rd AGM for a term of 5 years from 01st September, 2017 to 31st August, 2022
Remuneration last drawn (including sitting fees, if any)	INR 1,36,50,000 remuneration paid
Date of first appointment on the Board	01/09/2007
Shareholding in the Company as on March 31, 2022	82,48,500 equity shares of SMC Global Securities Limited (7.29%)
Relationship with other Directors/Key Managerial Personnel	His son Mr. Himanshu Gupta is a Non-Executive Director on the Board of the Company
Number of meetings of the Board attended during the year	4 Meetings of Board of Directors were attended (7 th June, 2021, 11 th August, 2021, 8 th November, 2021 and 31 st January, 2022)
Directorships of other Boards as on March 31, 2022	SMC Insurance Brokers Private Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2022	SMC Insurance Brokers Private Limited- Audit Committee (Member) and CSR Committee (Chairman)
Listed entities from which the person has resigned in the past three years.	None

Annexure II

Brief Profile of Mr. Naveen ND Gupta(DIN:00271748)

Name & DIN	Mr. Naveen ND Gupta (DIN: 00271748)
Age	50 Years
Qualifications	Fellow Chartered Accountant
Experience(including expertise in specific functional area)	A seasoned professional of around 25 years of standing, CA Naveen ND Gupta was Category A member on the Board of International Federation of Accountants, New York, USA a federation of accounting regulators of 176 countries. He is the Past President of the Indian Institute of Chartered Accountants of India (ICAI) and presently is the Chairman of Shaheed Sukhdev College of Business Studies, Delhi University
Terms and Conditions of Appointment / Reappointment	As per existing terms and conditions for appointment of Independent Director
Remuneration last drawn (including sitting fees, if any)	Rs. 3,70,000 during the financial year 2020-21 as sitting fees for attending Board and Committee Meetings
Remuneration proposed to be paid	As per existing terms and conditions
Date of first appointment on the Board	31/01/2018
Shareholding in the Company as on March 31, 2022	Nil
Relationship with other Directors/Key Managerial Personnel	None
Number of meetings of the Board attended during the year	4 Meetings of Board of Directors were attended (7 th June, 2021, 11 th August, 2021, 8 th November, 2021 and 31 st January, 2022)
Directorships of other Boards as on March 31, 2022	1.BSES Yamuna Power Limited 2.TATA Power Delhi Distribution Limited 3.BSES Rajdhani Power Limited 4.Four Plus Security Services Private Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2022	BSES Yamuna Power Limited & BSES Rajdhani Power Limited - Audit Committee (Member) - NRC Committee (Member) Tata Power Delhi Distribution Limited

	<ul style="list-style-type: none"> - Audit Committee - Liquidation and Regulatory Assets Committee
Listed entities from which the person has resigned in the past three years.	None
In case of re-appointment of Independent Directors, performance evaluation report of such Director or summary thereof.	Average rating of performance of Mr. Naveen ND Gupta has been marked as Excellent
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Director with financial expertise

PNG & Co.

Chartered Accountants

1207, New Delhi House,
27, Barakhamba Road, New Delhi - 110001
Tel. : +91-11-41526886, 43829979
E-mail : admin@pngco.in

Annexure - III

To,
The Board of Directors
SMC Global Securities Limited
11/6B, Shanti Chambers, Pusa Road
New Delhi- 110005

Dear Sir(s):

Sub: Consent to act as Internal Auditors of the Company

Pursuant to the provisions of section 138 of the Companies Act, 2013 read with allied Rules and such other applicable provision of law, we hereby declare that we are eligible to be appointed as an Internal Auditor of the Company and hereby give our consent to act as an Internal Auditor of SMC Global Securities Limited for the period 1st April, 2022 to 31st March, 2023.

In this regard, relevant details for the Internal Audit are annexed as **Annexure A.**

Thanking You,

Yours Faithfully



Prabha Kumar

Partner

FRN : 021910N

M.NO 087257

Annexure A

Sl. No.	Particulars	
1	Scope of Internal Audit	As Enclosed for the Financial Year 2022-23
2	Structure of Internal Audit Department	We do not have Separate Internal Audit Department in our firm. The Team working for Statutory Audits and other Taxation matter(s) is deputed at client place for Internal audit, wherever required.
3	Staffing of Internal Audit Team	We propose to deploy 2 Article/ Semi qualified staff under the supervision of 1 qualified staff, with reporting to Senior Chartered Accountant.
4	Seniority of official conducting Internal Audit	Qualified Staff having working experience of 1-3 yrs under Senior Chartered Accountant having experience more than 15 yrs experience
5	Internal Audit Reporting Structure	Audit team reports to supervising qualified staff on day to day basis, and weekly discussion with Senior Chartered Accountant. Partner reviews the final observation and working papers.
6	Frequency of Internal Audit	Every Quarter
7	Peer Reviewed by Peer Review Board of ICAI	Yes, Peer review certificate No. 012758 Valid up to 30.11.2023

