



Almondz Global Securities Ltd.

Ref:agsl/corres/Bse-NSE/22-23/reg43/0050

30th December, 2022

**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: Outcome of Postal Ballot as per Regulation 30, 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Sir/Ma'm,

This is in continuation with our Letter No. Ref:agsl/corres/Bse-Nse/22-23/0045 dated November 26, 2022, wherein we intimated about the initiation of the Postal Ballot process by the Company for seeking approval of the Members by way of Special/Ordinary Resolution, to be passed through remote e-voting ('E-voting') in respect of the Postal Ballot Notice dated November 15, 2022

Item No. 1: "Approval to transfer the Company's Undertaking comprising of the capital market division of the Company consisting of business of (i) Merchant Banking (ii) Stock Broking (iii) Depository Participant and (iv) Research Analyst as a going concern on a 'slump sale basis' to its wholly owned subsidiary company namely, Almondz Financial Services Limited

Item No. 2: Approval to undertake related party transaction in connection with the transfer of the Company's Undertaking comprising of the capital market division of the Company consisting of business of (i) Merchant Banking (ii) Stock Broking (iii) Depository Participant and (iv) Research Analyst as a going concern on a 'slump sale basis' to its wholly owned subsidiary company namely, Almondz Financial Services Limited.

Item No. 3: Approval to sell Almondz Finanz Limited (AFL), a wholly owned subsidiary of the Company, by way of the sale, transfer or disposal of the entire shareholding of the Company in AFL to Avonmore Capital & Management Services Limited

Item No. 4: Approval to undertake related party transaction in connection with the sale of Almondz Finanz Limited (AFL), a wholly owned subsidiary of the Company, by way of the sale, transfer or disposal of the entire shareholding of the Company in AFL to Avonmore Capital & Management Services Limited

Item No. 5: To vary the terms and conditions of the 7% non-cumulative non convertible redeemable preference shares by extending the redemption period from 3 years to 20 years

Item No. 6: To consider and approve the adoption of new set of MOA of the Company as per Companies Act, 2013

SEBI Merchant Banking Registration No. INM00000834
Registered Office: F - 33/3 Okhla Industrial Area Phase - II, New Delhi - 110 020, India.
CIN: L74899DL1994PLC059839 Email: info@almondz.com Website: www.almondzglobal.com
Tel.: + 91 11 43500700 Fax: + 91 11 4350 0735

almondz
the game changer
Almondz Global Securities Ltd.

Item No. 7: To consider and approve the adoption of new set of AOA of the Company as per Companies Act. 2013

The E-voting period for Postal Ballot commenced on Wednesday, November 30, 2022 at 9:00 a.m. IST and concluded on Thursday, December 29, 2022 at 05:00 p.m. IST.

The Board of Directors of the Company had appointed Ms. Ashu Gupta, Practising Company Secretary (FCS No. 4123) of M/s. Ashu Gupta & Co, as the Scrutinizer for conducting the Postal Ballot and to submit the Report.

We are pleased to inform that the Shareholders have approved the aforesaid proposals with requisite majority 99.99% of Postal Ballot Notice. The approval is deemed to have been received on the last date of e-voting i.e. on Thursday, December 29, 2022.

In this regard, please find enclosed the following:

- i. Voting results of the Postal Ballot by way of E-voting, as required under Regulation 44(3) of the Listing Regulations; and
- ii. Scrutinizer's Report on E-voting dated December 30, 2022 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

For Almondz Global Securities Limited

Ajay Pratap
Company Secretary &
Senior Vice President Corporate Affairs

Encl: a/a

Almondz Global Securities Ltd.

RESULT OF POSTAL BALLOT

Date of Declaration of Result of Postal Ballot	30.12.2022
Total No. of Shareholder on record date	6382
No. of shareholders present in the meeting either in person or through proxy :	N.A. (Since it is a result of Postal Ballot)
No. of shareholders attended the meeting through Video Conferencing	N.A. (Since it is a result of Postal Ballot)

Agenda- wise disclosure (to the disclosed separately for each agenda item)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval to transfer the Company's Undertaking comprising of the capital market division of the Company consisting of business of (i) Merchant Banking (ii) Stock Broking (iii) Depository Participant and (iv) Research Analyst as a going concern on a 'slump sale basis' to its wholly owned subsidiary company namely, Almondz Financial Services Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15497620	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15497620	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							

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	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	1038734	3276086	31.5392	3276018	68	99.9979	0.0021
	Poll	7	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1038734	3276086	31.5392	3276018	68	99.9979	0.0021
Total	Total	2588496	3276086	12.6563	3276018	68	99.9979	0.0021
		7						
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval to undertake related party transaction in connection with the transfer of the Company's Undertaking comprising of the capital market division of the Company consisting of business of (i) Merchant Banking (ii) Stock Broking (iii) Depository Participant and (iv) Research Analyst as a going concern on a 'slump sale basis' to its wholly owned subsidiary company namely, Almondz Financial Services Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1549762	0	0.0000	0	0	0	0
	Poll	0	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1549762	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot							

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	(if applicable)							
	Total							
Public-Non Institutions	E-Voting	1038734 7	3276086	31.5392	3276018	68	99.9979	0.0021
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1038734 7	3276086	31.5392	3276018	68	99.9979	0.0021
Total	Total	2588496 7	3276086	12.6563	3276018	68	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval to sell Almondz Finanz Limited (AFL), a wholly owned subsidiary of the Company, by way of the sale, transfer or disposal of the entire shareholding of the Company in AFL to Avonmore Capital & Management Services Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1549762 0	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1549762 0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-	E-Voting	1038734	3276086	31.5392	3276018	68	99.9979	0.0021

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Non Institutions	Poll	7	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1038734 7	3276086	31.5392	3276018	68	99.9979	0.0021
Total	Total	2588496 7	3276086	12.6563	3276018	68	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval to undertake related party transaction in connection with the sale of Almondz Finanz Limited (AFL), a wholly owned subsidiary of the Company, by way of the sale, transfer or disposal of the entire shareholding of the Company in AFL to Avonmore Capital & Management Services Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1549762 0	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1549762 0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	1038734 7	3276030	31.5387	3276018	12	99.9996	0.0004
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0

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	Total	1038734 7	3276030	31.5387	3276018	12	99.9996	0.0004
Total	Total	2588496 7	3276030	12.6561	3276018	12	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To vary the terms and conditions of the 7% non-cumulative non convertible redeemable preference shares by extending the redemption period from 3 years to 20 years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1549762 0	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1549762 0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	1038734 7	3276086	31.5392	3276018	68	99.9979	0.0021
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1038734 7	3276086	31.5392	3276018	68	99.9979	0.0021
Total	Total	2588496 7	3276086	12.6563	3276018	68	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	

Almondz Global Securities Ltd.

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the adoption of new set of MOA of the Company as per Companies Act, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15497620	15497620	100.0000	15497620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15497620	15497620	100.0000	15497620	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	10387347	3197166	30.7794	3197098	68	99.9979	0.0021
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10387347	3197166	30.7794	3197098	68	99.9979	0.0021
Total	Total	25884967	18694786	72.2226	18694718	68	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	

Resolution (7)	
Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No



Almondz Global Securities Ltd.

Description of resolution considered				To consider and approve the adoption of new set of AOA of the Company as per Companies Act, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15497620	15497620	100.0000	15497620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15497620	15497620	100.0000	15497620	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	10387347	3197166	30.7794	3197098	68	99.9979	0.0021
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10387347	3197166	30.7794	3197098	68	99.9979	0.0021
Total	Total	25884967	18694786	72.2226	18694718	68	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	



Scrutinizer(s) Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Almondz Global Securities Limited
Regd. Office: F-33/3, Okhla Industrial Area,
Phase-II, New Delhi-110020

SUB: Scrutinizer's Report on remote e-voting in respect of passing of the resolutions contained in the notice dated November 15, 2022 through Postal Ballot

Dear Sir,

I, Ashu Gupta, of Ashu Gupta & Co., Practicing Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of Almondz Global Securities Limited ("the Company") pursuant to Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended till date, for the purpose of scrutinizing the process of Remote e-voting in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said Postal Ballot notice.

Your Company had provided a facility to the shareholders to exercise their votes on the resolution(s), as set out in the Notice dated November 15, 2022 by way of Remote e-voting pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended till date read with Regulation 44 of the SEBI (LODR) Regulations, 2015 and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated 5 May, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021 and Circular No. 3/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and other applicable laws and regulations.

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The Notice dated November 15, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the resolutions mentioned therein, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were available with the Company as on November 18, 2022 ("cut-off date").

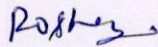
The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to remote e-voting through electronic means on the resolutions proposed in the said notice.

My responsibility as scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour' or 'against' if any, to the Chairman or his authorized representative, on the resolutions based on the votes cast and reports generated from the electronic voting system, provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide facility of Remote e-voting.

In this regard, I confirm that-

1. the shareholders of the Company holding shares on the "cut-off date" i.e. Friday, November 18, 2022, were entitled to vote on the resolution(s) proposed as set out in the notice;
2. the Company had engaged Central Depository Services (India) Limited (CDSL) as the Agency for remote e-voting; and
3. remote e-voting period remained open from Wednesday, November 30, 2022 at 09:00 a.m. (IST) and will end on Thursday, December 29, 2022 at 05:00 p.m. (IST).

After the conclusion of remote e-voting cast, we unblocked the result of votes cast through remote e-voting by members at 05:04 P.M. in the presence of Mr. Roshan Kumar Ojha S/o. Mr. Vijay Shankar Ojha and Mr. Manoj Kumar S/o. Mr. Bhagat Ram, who are not in the employment of the Company and who also appended their signature, as witnesses thereto, hereunder:



(Roshan Kumar Ojha)



(Manoj Kumar)



Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolution that was put to vote through Remote e-voting, were generated from the e-voting website of CDSL.

It is observed that -

127 members had cast vote through remote e-voting;

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote electronic voting process in respect of the Resolutions as under:

Resolution No. 1: Special Resolution

Approval to transfer the Company's Undertaking comprising of the capital market division of the Company consisting of business of (i) Merchant Banking (ii) Stock Broking (iii) Depository Participant and (iv) Research Analyst as a going concern on a 'slump sale basis' to its wholly owned subsidiary company namely, Almondz Financial Services Limited:

Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	111	3276018	100%
Votes Against	12	68	0
Total	123	3276086	100%

Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	4	15418700
Total	4	15418700

Resolution No. 2: Ordinary Resolution

Approval to undertake related party transaction in connection with the transfer of the Company's Undertaking comprising of the capital market division of the Company consisting of business of (i) Merchant Banking (ii) Stock Broking (iii) Depository Participant and (iv) Research Analyst as a going concern on a 'slump sale basis' to its wholly owned subsidiary company namely, Almondz Financial Services Limited:



Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	111	3276018	100%
Votes Against	12	68	0
Total	123	3276086	100%

Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	4	15418700
Total	4	15418700

Resolution No. 3: Special Resolution

Approval to sell Almondz Finanz Limited (AFL), a wholly owned subsidiary of the Company, by way of the sale, transfer or disposal of the entire shareholding of the Company in AFL to Avonmore Capital & Management Services Limited:

Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	111	3276018	100%
Votes Against	12	68	0
Total	123	3276086	100%

Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	4	15418700
Total	4	15418700



Resolution No. 4: Ordinary Resolution

Approval to undertake related party transaction in connection with the sale of Almondz Finanz Limited (AFL), a wholly owned subsidiary of the Company, by way of the sale, transfer or disposal of the entire shareholding of the Company in AFL to Avonmore Capital & Management Services Limited:

Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	111	3276018	100%
Votes Against	11	12	0
Total	122	3276030	100%

Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	5	15418756
Total	5	15418756

Resolution No. 5: Special Resolution

To vary the terms and conditions of the 7% non-cumulative non-convertible redeemable preference shares by extending the redemption period from 3 years to 20 years:

Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	111	3276018	100%
Votes Against	12	68	0
Total	123	3276086	100%



Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	4	15418700
Total	4	15418700

Resolution No. 6: Special Resolution

To consider and approve the adoption of new set of MOA of the Company as per Companies Act, 2013:

Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	115	18694718	100%
Votes Against	12	68	0
Total	127	18694786	100%

Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	0	0
Total	0	0

Resolution No. 7: Special Resolution

To consider and approve the adoption of new set of AOA of the Company as per Companies Act. 2013:

Particulars	Number of members cast votes	Number of Votes cast in Remote e-voting	% of total number of valid votes cast
Votes in Favour	115	18694718	100%
Votes Against	12	68	0
Total	127	18694786	100%



Particulars	Number of members abstain from voting	Number of Votes abstained
Abstain from voting	0	0
Total	0	0

Based on the aforesaid results, I report that Special/Ordinary Resolution(s) set out in the notice of Postal Ballot stands passed with requisite majority.

The electronic data and all other relevant records relating to voting are under my safe custody and will be handed over to Chairman/Auth, representative, for preserving safely.

The Company may accordingly declare the results of voting, as required.


Ashu Gupta

Ashu Gupta & Co.

Practicing Company Secretaries

FCS No.: 4123 | CP No.: 6646

Place: New Delhi

Date: 30/12/2022

UDIN: F004123D002834280

Countersigned by:

Chairman/Auth, representative
Almondz Global Securities Limited

