

Corporate Information

Board of Directors

Atul Kumar Shukla
 Navjeet Singh Sobti
 Jagdeep Singh
 Krishan Lall Khetarpaul
 Ajay Kumar
 Sanjay Tiwari
 Abdul Redha Mustafa Abdul Redha Sultan
 Neelu Jain
 Satish Chandra Sinha
 Debashish Ghoshal
 (Appointed w.e.f. 10 August 2017)

- Non-Executive & Independent Chairman
- Vice Chairman & Managing Director
- Wholetime Director
- Non-Executive & Independent Director
- Non-Executive & Independent Director
- Non-Executive Director
- Non-Executive Director
- Non-Executive Director
- Non-Executive & Independent Director
- Wholetime Director

Auditors

AVK & Associates
 Chartered Accountants
 317, 3rd Floor, Express Arcade,
 Netaji Subhash Place, Pitampura,
 Delhi 110 034

Company Secretary & Compliance Officer

Ajay Pratap

Bankers

HDFC Bank Ltd.
 Axis Bank Ltd.
 Punjab National Bank

Registered Office

2nd Floor, 3 Scindia House,
 Janpath, New Delhi-110 001

Registrar & Share Transfer Agent

Beetal Financial & Computer Services (P) Ltd.
 "Beetal House" 3rd Floor,
 99, Madangir, Behind Local Shopping Centre,
 Near Dada Harsukhdas Mandir,
 New Delhi - 110 062
 Phones: 011-29961281, 29961282
 Fax: 011-29961280/84
 E-mail: beetalrta@gmail.com
 Website: www.beetalfinancial.com

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LAST FIVE YEARS AT A GLANCE

Rs. In Lakhs*

Sl. No.	Particulars/Financial Year	2012-13	2013-14	2014-15	2015-16	2016-17
1	Gross Revenue	4860.73	4310.94	5365.65	3975.47	3381.99
2	EBITDA	543.38	1507.12	1193.22	501.37	608.18
3	PBT	1.63	787.08	602.06	15.22	137.17
4	PAT	1.63	583.94	484.69	69.39	151.31
5	Paid-up Equity Capital	1553.09	1553.09	1553.09	1553.09	1553.09
6	Net Worth	11093.14	11677.09	12091.53	12160.92	12312.24
7	Current Assets	6553.70	7748.43	7994.95	4959.99	5566.26
8	Current Liabilities	1445.64	1709.78	3798.08	1837.65	2239.69
9	Provisions	46.35	54.52	53.10	67.81	59.58
10	Total Assets	14631.29	15331.57	17648.98	15529.53	15853.72
11	Current Ratio	4.53	4.53	2.10	2.70	2.48
12	Total Assets Turnover	0.33	0.28	0.30	0.26	0.21
13	Fixed Assets Turnover	1.23	1.16	1.57	1.21	1.07
14	EPS	0.01	2.26	1.60	0.27	0.58

* Figures may vary on account of reclassification

* Except Sl. Nos. 11 to 14, which are ratio

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Directors' Report

To the Members of Almondz Global Securities Limited,

The Board of Directors submits the Annual Report of your Company together with the audited statement of accounts for the year ended March 31, 2017.

1. Financial Results

Financial Results of the Company for the year under review are summarized as under:

(Rs. in Lakhs)

Particulars	2016-17		2015-16	
	Standalone	Consolidated	Standalone	Consolidated
Authorised share capital				
Total Income	3381.99	5480.01	3975.47	5369.22
Total expenditure	3242.95	5514.86	3959.34	5317.68
Profit before Tax	137.17	(38.32)	15.22	47.83
Provision for Tax	(141.36)	8.08	(54.17)	87.28
Profit after Tax	151.31	37.30	69.39	(39.44)
Transfer to General Reserve	NIL	NIL	NIL	NIL
Profit available for appropriation	151.31	37.30	69.39	(39.44)
Balance Carried to Balance Sheet	151.31	37.30	69.39	(39.44)

2. Standalone & Consolidated Financials

For the year ended March 31, 2017, your Company earned a total income of Rs. 3381.99 Lakhs, as against previous year's total income of Rs. 3975.47 Lakhs. As per the Consolidated Accounts, the total income is Rs. 5480.01 Lakhs, as against the previous year's income of Rs. 5369.22 Lakhs. The Company has incurred a profit of Rs. 151.31 Lakhs in the current year as compared to a profit of Rs. 69.39 Lakhs in the previous year. As per the Consolidated Accounts, the net profit for the year is Rs. 37.30 Lakhs as compared to loss of Rs. (39.44) Lakhs in 2015-16.

3. Dividend

In order to conserve resources and to strengthen the financial position of the Company to enable expansion of the Company, your Directors do not recommend payment of dividend.

4. Reserves

The Company proposes the total amount of Rs. 151.31 Lakhs available for appropriation to be retained in the profit and loss account.

5. Information on State of Affairs of the Company

Information of the segmental operations and financial performance are given in the Management Discussion and Analysis Report in accordance with Regulation 34 (3) and Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015).

6. Human Resources

Human Resource is critical for ensuring that Almondz's most valuable asset, its employees, is supported in driving key business objectives. Our policies and processes center around to attract, enable, empower and retain the best and the brightest talent, and build a multi-cultural workforce. Your company has generally

enjoyed cordial relations with its employees. We believe in aligning business priorities with the aspirations of employees leading to the development of an empowered and responsive human capital.

As on 31 March 2017, your Company has a diverse employee base with 217 employees all over India. This heterogeneous base is central to sustaining the Company's competitive edge.

7. Material changes and commitments

There have been no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year of the Company and the date of this Report.

8. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future.

9. Internal Financial Controls

The Company has adequate internal financial controls with reference to Financial Statements.

10. Deposits

During the year under Report, your Company had not accepted any public deposits and, as such, no amount on account of principal or interest on public deposits was outstanding on the date of the Balance Sheet.

11. Share Capital

During the year under Report, the Company has not issued any share capital.

12. Particulars of remuneration of Directors/ KMP/ Employees

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is attached as 'Annexure IA' which forms part of this report.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as 'Annexure IB' which forms part of this report.

13. Employees Stock Option Plan

To share the value created by the employees and to promote the culture of employee ownership in your Company, your Company introduced the "Almondz Global Securities Employees Stock Option Scheme 2007" ("the Scheme" or "ESOS 2007") for granting, offering and issuing upto 4500000 options or 15% of paid-up share capital of the Company, whichever is lower, in one or more tranches which was also approved by the shareholders on March 4, 2008 through Postal Ballot. Thereafter, the Scheme was amended vide approval of the shareholders of the Company by passing a Special Resolution on 13 April 2010 by way of postal ballot, thereby increasing the number of options which can be granted under the Scheme from 4500000 or 15% of paid-up share capital of the Company, whichever is lower, to 1,50,00,000 or 50% of paid-up share capital of the Company, whichever is lower. During the year under Report, no options have been granted by the Company and 171333 options lapsed.

Further, during the year under Report, no option were vested. The exercisable option at the end of 31 March 2017 is 173335.

Details of the options issued under ESOS 2007, as also the disclosures in compliance with Clause 12 of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 are set out in the **Annexure II** to this Report.

None of the management employees has received options exceeding 5% of the number of the options issued during the year ended 31 March 2017. Likewise, no employee has been issued stock options, during the period under Report, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.

14. Listing

The shares of your Company are listed at Bombay Stock Exchange Limited and National Stock Exchange of India Limited, Mumbai. The listing fees to the Stock Exchanges for the financial year 2017-18 have been paid.

15. Extract of Annual Return

Pursuant to the Section 92(3) of the Companies Act, 2013 extract of the Annual Return is annexed to this report as **Annexure - III**.

16. Conservation of energy & technology absorption and Foreign exchange earnings and Outgo

A. Since the Company does not carry any manufacturing activities, particulars to be disclosed with respect to Conservation of energy & technology absorption under Section 134 (3) (m) of Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are not applicable.

B. During the year under review there has been no earnings and outgo in foreign exchange.

17. Directors

Mr. Sanjay Tiwari, Director, retire by rotation at the ensuing 23rd Annual General Meeting.

Mr. Abdul Redha Mustafa Abdul Redha Sultan and Mr. Debashish Ghoshal have been appointed as the additional Directors of the company. They hold office upto the date of the ensuing Annual General Meeting. The Company has received the requisite notices in writing along with the necessary deposit signifying candidature of Directors.

Pursuant to the provisions under Section 134(3)(d) of the Companies Act, 2013, with respect to statement on declaration given by Independent Directors under Section 149(6) of the Act, the Board hereby confirms that all the Independent Directors of the Company have given a declaration and have confirmed that they meet the criteria of independence as provided in the said Section 149(6).

18. Number of Meetings of the Board

During the Financial Year 2016-17, 4 (Four) number of Board meetings were held. For details thereof kindly refer to the section 'Board of Directors- in the Corporate Governance Report.

19. Disclosure on Audit Committee

The Audit Committee as on March 31, 2017 comprised of the following Independent Directors:

Mr. Ajay Kumar (Chairman), Mr. Atul Kumar Shukla and Mr. Krishan Lal Khetarpaul. Further, all recommendations of Audit Committee were accepted by the Board of Directors.

20. Sexual Harassment

The Company has zero tolerance for sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. The company did not receive any complaints to report in the Board's report.

21. Vigil Mechanism/Whistle Blower Policy

The Company has established a Vigil Mechanism (Whistle Blower) Policy for Directors and Employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The Vigil Mechanism shall provide adequate safeguards against victimization of Director(s) / Employee(s), who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee. The details of establishment of the vigil mechanism disclosed by the Company on its website, www.almondzglobal.com.

22. Performance Evaluation of the Board, its Committees and Individual Directors

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Agreement with Stock Exchanges, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, *inter-alia*, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors. A structured questionnaire has been prepared, covering various aspects of the functioning of the Board and its Committee, such as, adequacy of the constitution and composition of the

Board and its Committees, matters addressed in the Board and Committee meetings, processes followed at the meeting, Board's focus, regulatory compliances and Corporate Governance, etc. Similarly, for evaluation of Individual Director's performance, the questionnaire covers various aspects like his/ her profile, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc.

The Board has carried out a formal annual evaluation of its own performance and that of its Committees and individual Directors. The Directors expressed their satisfaction with the evaluation process.

23. Nomination & Remuneration Committee & Policy

The Board of Directors of your Company has, on Constituted the Nomination & Remuneration Committee and based on their recommendation framed and adopted a policy for selection and appointment of Directors, KMP and their remuneration. The contents of the policy are disclosed by the company on its website, www.almondzglobal.com.

24. Key Managerial Personnel

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

Mr. Navjeet Singh Sobti: Vice Chairman & Managing Director

Mr. Rajeev Kumar: Chief Financial Officer

Mr. Ajay Pratap: Company Secretary & Vice President Corporate Affairs

25. Contracts or arrangements with Related Parties under Section 188(1) of the Companies Act, 2013

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were on an arm's length basis.

There being no 'material' related party transactions as defined under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there are no details to be disclosed in Form AOC-2 in that regard. During the year 2016-17, pursuant to section 177 of the Companies Act, 2013 and SEBI Listing Regulations, 2015, all RPTs were placed before Audit Committee for its approval. The Policy on RPTs as approved by Board is uploaded on the Company's website

26. Risk Management

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

27. Secretarial Auditor & Secretarial Audit Report

The Board had appointed M/s Ashu Gupta & Co., Company Secretaries in Wholtime Practice, to carry out Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 for the financial year 2016-17. The report of the Secretarial Auditor

is annexed to this report as **Annexure - IV**. The Secretarial Auditors' Report for the financial year 2016-17 does not contain any qualification, reservation or adverse remarks.

28. Corporate Social Responsibility

Detailed information report on Corporate Social Responsibility Policy developed and implemented by the Company on CSR initiatives taken during the year pursuant to section 135 of the Companies Act, 2013 is given in the **Annexure V** of this Report.

29. Details of Subsidiary/Joint Ventures/Associate Companies

Company is having six subsidiaries and two associate companies. The statement containing the summarised financial position of the subsidiary/Associates/Joint Ventures pursuant to Section 129 and Rules 5 of the Companies (Accounts) Rules, 2014, is contained in Form AOC – 1 which form part of the Annual Report as **Annexure-VI**.

30. Statutory Auditors

M/s AVK & Associates who were appointed as the Auditors of the Company in the 21st Annual General Meeting for 3 years, the term of which is expiring on the conclusion of 23rd Annual General Meeting have shown their unwillingness for their re-appointment for the 2nd terms of 5 years. A special notice has been received under section 140(4)(i) of the Companies Act, 2013 from a member proposing appointment of M/s Mohan Gupta & Co., Chartered Accountants, New Delhi, Firm Registration No. 006519N, as the statutory auditors of the company. Your company has received letter from M/s Mohan Gupta & Co., Chartered Accountants, New Delhi, Firm Registration No. 006519N, expressing their willingness to be appointed and to the effect that their appointment, in Almondz Global Securities Limited made, would be within the prescribed limits under section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment.

In view of the above it is proposed for the appointment of M/s Mohan Gupta & Co., Chartered Accountants, New Delhi, Firm Registration No. 006519N as the statutory auditors of the Company for a period of five years to hold office till the conclusion of the twenty-eight AGM of the Company to be held in the year 2022 (subject to ratification of their appointment at every AGM).

The members are requested to appoint M/s. Mohan Gupta & Co., Chartered Accountants, New Delhi, (Firm Registration No. 006519N) as statutory auditors of the Company and to fix their remuneration for the year 2017-18.

The Company has obtained necessary certificate under Section 141 of the Act 2013 from the auditor conveying their eligibility for the above appointment. The audit committee and board reviewed their eligibility criteria, as laid down under Section 141 of the Act 2013 and recommended ratification of their appointment as auditors for the aforesaid period.

The observations made in the Auditors' Report read with the relevant notes thereon are self-explanatory and hence, do not call for any comments under Section 134 of the Companies Act, 2013.

31. Corporate Governance

Corporate Governance is about commitment to values and about ethical business conduct. It stems from the culture and mindset of a management. Measures of Corporate Governance emanate not only from Regulation, but also because managements now clearly understand that good and transparent governance is the cornerstone on which lasting values can be created. Your company strives for excellence with the objective of enhancing shareholders' value and protecting the interest of stakeholders.

At Almondz Global Securities, we ensure the practice of the Principles of Good Corporate Governance on which management decisions are based on a set of principles influenced by the values. All functions of the Company are discharged in a professionally sound, competent and transparent manner.

A detailed report on the Company's commitment at adopting good Corporate Governance Practices is enclosed. The Auditors' certificate on compliance with the mandatory provisions of the Corporate Governance Clause is annexed therewith.

32. Consolidated Financial Results

As required under Section 129 of the Companies Act, 2013 and regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Consolidated Financial Statement of the Company and all its subsidiaries is attached. The Consolidated Financial Statements have been prepared in accordance with Accounting Standards 21 issued by the Institute of Chartered Accountants of India.

33. Cash Flow Statement

In conformity with the provisions of Listing Regulations the Cash Flow Statement for the year ended 31 March 2017 is annexed hereto.

34. Management Discussion and Analysis Statement

The Annual Report has a detailed chapter on Management Discussion and Analysis, which forms a part of this report.

35. Policy on Insider Trading

Your Company formulated and implemented a Code of Conduct for Prevention of Insider Trading (Code) in accordance with the guidelines specified under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. The Company has adopted code of Internal Procedures and Conduct for Regulating, Monitoring And Reporting of Trading by Insiders in terms of new Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Board of Directors appointed Mr. Ajay Pratap, Company Secretary, as the Compliance Officer under the said Code responsible for complying with the procedures, monitoring adherence to the Code for the preservation of price sensitive information, pre-clearance of trade, monitoring of trades and implementation of the Code of Conduct under the overall supervision of the Board of Directors. The Code of Conduct is available on your Company's website www.almondzglobal.com.

36. Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 2016- 17 and of the profit of the company for that period;

- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the directors have prepared the annual accounts on a going concern basis;
- (v) The directors had laid down proper internal financial controls and such internal financial controls are adequate and were operating effectively;
- (vi) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

37. Disclosure

As per the listing Regulations, corporate governance report with auditors' certificate thereon and management discussion and analysis are attached, which form part of this report.

Details of the familiarization programme of the independent directors are available on the website of the Company (www.almondzglobal.com). Policy for determining material subsidiaries of the Company is available on the website of the Company (www.almondzglobal.com). Policy on dealing with related party transactions is available on the website of the Company (www.almondzglobal.com). The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and the Listing Regulations.

38. Particulars of Loans, Guarantees or Investments by the Company

Details of Loans, Guarantees and Investments are given in the notes to Financial Statements

39. Acknowledgements

Your Directors would like to place on record their gratitude for all the guidance and co-operation received from the Securities and Exchange Board of India, Bombay Stock Exchange Limited, National Stock Exchange of India Limited, National Securities Depository Limited, Central Depository Services (India) Limited and other government and regulatory agencies.

Your Directors are grateful to the Company's clients, investors, bankers and other business associates for their continued support.

Your Directors would also like to take this opportunity to express their appreciation to the dedicated and committed team of employees for their contribution to the Company and rendering high quality services to the clients. We would also like to thank all our shareholders for their support in our endeavours.

For and on behalf of the Board of Directors

Navjeet Singh Sobti
Vice Chairman & Managing Director

Jagdeep Singh
Wholetime Director

New Delhi
August 28, 2017

Annexure 'IA' to Directors' Report

THE INFORMATION REQUIRED UNDER SECTION 197 OF THE ACT READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Executive Directors	Ratio to median remuneration
Mr. Navjeet Singh Sobti	22.46 times
Mr. Jagdeep Singh	15.35 times

- b. The percentage increase in remuneration of Executive director, chief financial officer & company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mr. Navjeet Singh Sobti	-
Mr. Jagdeep Singh	-
Mr. Rajeev Kumar, CFO*	-
Mr. Ajay Pratap, Company Secretary	19.14%

*Mr. Rajeev Kumar is also the CFO of subsidiary Company namely Almondz Finanz Limited and he draws salary from there.

- c. The percentage increase in the median remuneration of employees in the financial year: NIL
- d. The number of permanent employees on the rolls of Company: 217
- e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
 The average percentile of the salaries of employees other than the managerial personnel in the last financial year, i.e., 2016-17 was decreased by (-) 0.29% whereas for the managerial remuneration for the same financial year decrease was (-) 1.12%.
- f. The key parameters for any variable component of remuneration availed by the directors:
 None
- g. Affirmation that the remuneration is as per the remuneration policy of the Company:
 The Company affirms remuneration is as per the remuneration policy of the Company.

Annexure 'IB' to Directors' Report

THE INFORMATION REQUIRED UNDER SECTION 197 OF THE ACT READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:

A. Statement of the top ten employees in terms of remuneration drawn:

Name of the Employee	Remuneration received (Rs. In Lakhs)	Qualification of the Employee	Experience of the Employee in years	Date of Commencement of Employment in the Company	Age of the Employee	Last Employment held by such Employee before joining the Company
Jagdeep Singh	4827600	B.sc. Maths (H), Chartered Accountant	28	01.04.2008	51	Avonmore Capital & Management Services Limited
Harjit Singh Sethi	4200000	B.Com, L.L.B	19	09.03.2005	56	Bosuna Investors Guild Pvt. Ltd.
Nupur Shah	2353200	B.Arch, Post Graduate Programme in Management	13	01.05.2008	39	Satellier
Navjeet Singh Sobti	7063958	B.Com (H), Chartered Accountant	28	01.07.1996	49	N.A
Manoj Kumar Arora	4778400	MBA in finance	26	04.11.1994	44	Medicade Agencies
Sankha Dasgupta	4178400	EXP GDM (XIMB), B.Com	20	12.09.1996	43	Na
Arindam Biswas	2527200	B.com(Hons); Masters in Business Management	19	01.10.2000	42	Sodexo Pass (India) Pvt . Ltd
Govind prasad Agrawal	3753377	B.Com, LLB, FCS	39	01.04.2005	62	Shiva Paper Mills Ltd.
Prabhjot S. Arora	2820000	MBA, B.E.	13	15.04.2008	36	STM Limited
Vikas Galhotra	2148240	B.Com, PGDIM	14	22.02.2003	38	NA

B. No employee of the Company has drawn remuneration aggregating to Rs. 1.02 Cr per annum or Rs. 8.50 per month during the year under report

Annexure 'II' to Directors' Report

Disclosure pursuant to the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (As on 31 March 2017)

Nature of Disclosure		Particulars
a)	Options granted during the year	NIL
b)	Pricing Formula	N.A
c)	Options vested during the year	NIL
d)	Options exercised during the year	NIL
e)	The total number of shares arising as a result of exercise of options during the year	NIL
f)	Options lapsed during the year	171333
g)	Variation of Terms of Options	The exercise price for all the outstanding options of Tranches First to Fifth were revised to Rs. 26.65 by the Compensation Committee in its meeting held on 7 July 2011.
h)	Money realized by exercise of options (including Tax)	NIL
i)	Total number of options in force (at the end of the year)	ESOS 2007 – 173335 options
k)	Diluted Earnings per Share	Rs 0.58

No option were granted during the financial year 2016-17 and the previous year 2015-16, hence the disclosures related to employees-wise details of option granted, difference between employee compensation cost using then intrinsic value and fair value of the options and its impact on EPS of the Company, the description of the method and the significant assumptions to estimate the fair values of the options including weighted average information are not applicable.

Annexure 'III' to Directors' Report

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended 31st March, 2017
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]**

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L74899DL1994PLC059839
ii)	Registration Date	28 June, 1994
iii)	Name of the Company	Almondz Global Securities Limited
iv)	Category/Sub-Category of the Company	Company limited by shares/Indian Non-Government Company
v)	Address of the Registered office and contact details	2 nd Floor, 3 Scindia House, Janpath, New Delh-110001 Telephone No. 011-41514666-69 E-mail: delhi@almondz.com
vi)	Whether Listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent	Beetal Financial & Computer Services (P) Ltd. "Beetal House" 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi - 110 062 Phones: 011-29961281, 29961282 Fax: 011-29961280/84 E-mail: beetalrta@gmail.com Website: www.beetalfinancial.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main products services	NIC Code of the Product/Service	% to total turnover of the Company
1	Corporate finance & advisory fees	702, 649	41.41

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Almondz Finanz Limited	U65191DL2006PLC148718	Subsidiary	100%	Section 2(87)
2.	Almondz Commodities Private Limited	U51909DL2005PTC139714	Subsidiary	100%	Section 2(87)
3.	Almondz Wealth Advisors Limited	U70200DL2008PLC183702	Subsidiary	100%	Section 2(87)
4.	Skiffle Healthcare Services Limited	U85110DL2012PLC246241	Subsidiary	100%	Section 2(87)
5.	Almondz Global Infra-Consultant Limited	U74140DL2013PLC262069	Subsidiary	100%	Section 2(87)
6.	North Square Projects Private Limited	U45200DL2012PTC239856	Subsidiary	100%	Section 2(87)
7.	Almondz Debt Advisors Limited	U65999DL2011PLC228905	Subsidiary	100%	Section 2(87)
8.	Premier Alcobev Private Limited	U15530DL2007PTC281067	Associate	49.85%	Section 2(6)
9.	Avonmore Capital & Management Services Ltd	L67190DL1991PLC045857	Holding	53.77%	Section 2(46)