

## Almondz Global Securities Ltd.

Ref: agsl/corres/Bse/Nse/25-26/57

February 25, 2026

**The General Manager  
(Listing & Corporate Relations)  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001**

**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 under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In furtherance to our intimation dated 20<sup>th</sup> February, 2026 and in accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Schedule - III thereto, we wish to inform you that the Board of Directors at its meeting held today, i.e. on Wednesday, February 25, 2026 has inter-alia, considered and approved the following:

**A. Issuance of Equity Shares to Promoter by Conversion of existing unsecured loan.**

The issuance of upto 1,50,78,408 (One Crore Fifty Lakh Seventy Eight Thousand Four Hundred Eight Only) fully paid-up equity shares of the Company, having face value of Rs.1/- (Rupees One Only) each, at an issue price of Rs. 16.58/- per equity share (including a premium of Rs 15.58 per equity share) aggregating up to Rs. 25,000,000/- (Rupees Twenty Five Crore only) by conversion of existing Unsecured Loan into equity shares to the promoter of Avonmore Capital & Management Services Limited in accordance with the provisions of Section 42 and Section 62 of the Companies Act, 2013, as amended ("Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended ("Rules"), SEBI Listing Regulations and other acts / rules / regulations as may be applicable and subject to necessary eligibility, approval of the shareholders of the Company and other regulatory authorities including BSE Limited, National Stock Exchange of India Limited, as may be applicable

A detailed disclosure in adherence to Regulation 30 of Listing Regulations read with SEBI Master Circular Ref. No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") are set out in **Annexure - I**

**B. Proposal to raise funds by issuance of warrants convertible into equity shares.**

The issuance of upto 80,00,000 (Eighty Lakh) fully Convertible Warrants, ("Warrants/ Convertible Warrants") of the Company of face value of Re. 1/- (Rupee One only) each at an issue price of Rs. 16.58/- (Rupees Sixteen and Fifty Eight Paisa only) per Convertible Warrants [including a securities premium of Rs.15.58- (Rupees Fifteen and Fifty Eight Paisa only)] aggregating up to Rs. 13,26,40,000/- (Rupees Thirteen Crore Twenty Six Lakh Forty Thousand only) to the proposed allottees, belonging to the Non-Promoter category ("Investors"), by way of a preferential issue on a private placement basis ("Preferential

**Registered Office: Level-5, Grande Palladium, 175, CST Road, Off BKC Kalina, Santacruz(E),  
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**Corporate Office: F-33/3 Okhla Industrial Area Phase - II, New Delhi - 110020, India.**

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## **Almondz Global Securities Ltd.**

Issue”), in accordance with the provisions of Section 42 and Section 62 of the Companies Act, 2013, as amended (“Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended (“Rules”), Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), SEBI Listing Regulations and other acts / rules / regulations as maybe applicable and subject to necessary eligibility, approval of the shareholders of the Company and other regulatory authorities including BSE Limited, National Stock Exchange of India Limited, as may be applicable.

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The above-mentioned information will also be available on the website of the Company at [www.almondzglobal.com](http://www.almondzglobal.com)

Further, the Board Meeting commenced at 1:00 PM and concluded at 1:55 PM.

**For Almondz Global Securities Limited**

**Ajay Pratap**  
**Director Legal & Corporate Affairs & Company Secretary**  
**DIN: 10805775**

**Encl:a/a**

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the game changer  
**Almondz Global Securities Ltd.**

ANNEXURE I

A detailed disclosure in adherence to Regulation 30 of Listing Regulations read with SEBI Master Circular Ref. No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular"):

S. No	Particulars	Details									
1	<b>Type of securities proposed to be issued (viz., equity shares, convertibles, etc.)</b>	Equity Shares of Rs. 1/- each arising out of conversion of existing unsecured loan.									
2	<b>Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)</b>	<p>Conversion under Section 62(3) of the Companies Act, 2013 (not a preferential allotment under Chapter V of SEBI ICDR).</p> <p>The allotment shall be pursuant to conversion of existing unsecured loan, in accordance with Sections 42 and 62 of the Companies Act, 2013 read with applicable Rules, SEBI Listing Regulations and other applicable laws, subject to approval of shareholders and stock exchanges.</p> <p>The unsecured loan was originally granted in terms of Section 62(3) of the Companies Act, 2013 pursuant to a prior special resolution of shareholders approving such conversion option. Accordingly, Chapter V of SEBI ICDR Regulations, 2018 is not applicable in terms of Regulation 158(1)(a).</p>									
3	<b>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</b>	The Company will issue and allot upto 1,50,78,408 (One Crore Fifty Lakh Seventy Eight Thousand Four Hundred Eight Only) fully paid-up equity shares of the Company, having face value of Rs.1/- (Rupees One Only) each, at an issue price of Rs. 16.58/- per equity share (including a premium of Rs 15.58 per equity share) aggregating up to Rs. 25,000,000/- (Rupees Twenty Five Crore only).									
<b>4.</b>	<b>Additional Information in case of Preferential Issue:</b>										
i.	<b>Names of the investors</b>	1. M/s Avonmore Capital & Management Services Limited									
ii.	<b>Post allotment of securities - outcome of the subscription</b>	Avonmore Capital & Management Services Limited									
		<table border="1" style="width: 100%; text-align: center;"> <thead> <tr> <th style="text-align: left;">Particulars</th> <th style="text-align: left;">Pre-Issue</th> <th style="text-align: left;">Post-Issue*</th> </tr> </thead> <tbody> <tr> <td>No. of Shares</td> <td>8,74,08,454</td> <td>10,24,86,862</td> </tr> <tr> <td>% Holding</td> <td>50.34%</td> <td>54.30%</td> </tr> </tbody> </table>	Particulars	Pre-Issue	Post-Issue*	No. of Shares	8,74,08,454	10,24,86,862	% Holding	50.34%	54.30%
Particulars	Pre-Issue	Post-Issue*									
No. of Shares	8,74,08,454	10,24,86,862									
% Holding	50.34%	54.30%									
	<b>issue price / allotted price (in case of convertibles),</b>	Rs. 16.58/- per Equity Shares, being the floor price as per the provisions of Regulation 164 of Chapter V of the SEBI ICDR Regulations									
	<b>number of investors</b>	1 (One)									

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iii.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not applicable
5	any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable

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**ANNEXURE II**

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S. No.	Particulars	Details										
1	Type of securities proposed to be issued (viz., equity shares, convertibles, etc.)	Fully Convertible Warrants (1 Warrant convertible into 1 Equity Share of Rs. 1/- each)										
2	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment of Warrants, on a private placement basis in accordance with Chapter V of the SEBI ICDR Regulations and other applicable laws.										
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	The Company will issue upto 80,00,000 (Eighty Lakh) fully Convertible Warrants, (“Warrants/ Convertible Warrants”) of the Company of face value of Re. 1/- (Rupee One only) each at an issue price of Rs. 16.58/- (Rupees Sixteen and Fifty Eight Paise only) per Convertible Warrants [including a securities premium of Rs.15.58- (Rupees Fifteen and Fifty Eight Paise only)] aggregating up to Rs. 13,26,40,000/- (Rupees Thirteen Crore Twenty Six Lakh Forty Thousand only) to the proposed allottee belongs to Non-Promoter Group.										
4.												
i.	Names of the investors	1. Mrs. Nandakumar Padma (Non-Promoter)										
ii.	Post allotment of securities - outcome of the subscription	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Name of Proposed Allottees</th> <th style="text-align: center;">Pre-Issue holding (no. of shares as on 20.02.2026)</th> <th style="text-align: center;">Pre Issue holding (%)</th> <th style="text-align: center;">Post-Issue holding (no. of shares)*</th> <th style="text-align: center;">Pre Issue holding (%)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Nandakumar Padma</td> <td style="text-align: center;">9000</td> <td style="text-align: center;">0.005</td> <td style="text-align: center;">80,09,000</td> <td style="text-align: center;">4.07</td> </tr> </tbody> </table> <p><i>*The number of shares mentioned in this column have been calculated assuming all the Warrants issued to the proposed allottees will be converted fully. **Assuming full conversion of 80,00,000 Warrants into equivalent number of Equity Shares under present Preferential Issue</i></p>	Name of Proposed Allottees	Pre-Issue holding (no. of shares as on 20.02.2026)	Pre Issue holding (%)	Post-Issue holding (no. of shares)*	Pre Issue holding (%)	Nandakumar Padma	9000	0.005	80,09,000	4.07
Name of Proposed Allottees	Pre-Issue holding (no. of shares as on 20.02.2026)	Pre Issue holding (%)	Post-Issue holding (no. of shares)*	Pre Issue holding (%)								
Nandakumar Padma	9000	0.005	80,09,000	4.07								
	issue price / allotted price (in case of	Rs. 16.58/- per Warrant (i.e. Warrant Exercise Price), being the floor price as per the provisions of Regulation 164 of Chapter V										

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	<b>convertibles),</b>	of the SEBI ICDR Regulations
	<b>number of investors</b>	1 (One)
<b>iii.</b>	<b>in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;</b>	<p>Each Warrant will be convertible into 1 equity share of Rs. 1/- each and the rights attached to the Warrants can be exercised in one or more tranches at any time within the period of 18 (eighteen) months from the date of allotment of the Warrants, subject to other terms and conditions as applicable.</p> <p>An amount equivalent to 25% of the consideration of the Warrants shall be payable at the time of application and the balance 75% of the total consideration shall be payable at the time of conversion of the Warrants into Equity Shares.</p> <p>In case the Warrant holder fails to exercise the Warrant within a period of 18 (eighteen) months from date of allotment of Warrants, the unexercised Warrants shall lapse and the 25% of the consideration paid will be forfeited by the Company.</p>
<b>5</b>	<b>any cancellation or termination of proposal for issuance of securities including reasons thereof</b>	Not applicable

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