

Avonmore Capital & Management Services Ltd.

Ref: acms/corres/Bse-Nse /22-23/0054

February 01, 2023

**The General Manager
(Listing & Corporate Relations)
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,**

**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: Intimation for execution of Share Purchase Agreement in relation for acquisition of 100% stake in Almondz Finanz Limited.

Ref: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Ma'am

This is in furtherance and continuous of our intimation vide outcome of the Board Meeting dated 14th November, 2022, we wish to inform you that, Avonmore Capital & Management Services Limited ("ACMS") has signed Share Purchase Agreement ("SPA") with its subsidiary Company i.e. Almondz Global Securities Limited ("AGSL") on 31.01.2023 in connection with its proposed acquisition of 100% stake in Almondz Finanz Limited. ("AFL") a, Wholly Owned Subsidiary of Almondz Global Securities Limited subject to the prior approval of Reserve Bank of India ("RBI").

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR / CFD / CMD / 4 / 2015 dated 9th September, 2015 are given as under: -

S. No	Particulars	Details
1	Name(s) of parties with whom the agreement is entered.	Almondz Global Securities Limited
2	Purpose of entering into the agreement.	The SPA records the terms of agreement with respect to acquisition of 100% equity shares of AFL by ACMS and the inter se rights and obligations and other matters in connection therewith
3	Shareholding, if any, in entity with whom agreement is executed.	58.32%
4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares. right to restrict any change in capital structure etc.	Acquisition of 100% equity shares of AFL by ACMS subject to the prior approval of RBI.
5	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship.	Yes, AGSL is a Subsidiary Company of ACMS.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length".	The proposed transaction falls within related Party Transaction.

Registered Office: F-33/3, Okhla Industrial Area, Phase-II, New Delhi-110020, India. Tel. +91 01126385056 Fax: +91 11 43500787

CIN: L67190DL1991PLC045857 Email: secretarial@almondz.com Website: www.avonmorecapital.in

Avonmore Capital & Management Services Ltd.

		<p>The proposed transaction shall be done based on the Report of Pawan Kumar Agrawal, Independent Valuer and Chartered Accountant.</p> <p>The transaction is material related party transaction and it has been approved by Audit Committee & Shareholders of the Company.</p>
7	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Not Applicable
8	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable
9	In case of termination or amendment of agreement listed entity shall disclose additional details to the stock exchange(s):	Not Applicable
a)	name of parties to the agreement;	Not Applicable
b)	nature of the agreement;	Not Applicable
c)	date of execution of the agreement;	Not Applicable
d)	details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

Kindly take the same on your records.

**Thanking you,
Yours faithfully,**

For Avonmore Capital& Management Services Limited

SONA Digitally signed
by SONAL
Date: 2023.02.01
18:46:35 +05'30'
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**Sonal
Company Secretary & Compliance Officer**