

Avonmore Capital & Management Services Ltd.

Ref: acms/corres/Bse-Nse/25-26/39

September 30, 2025

**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**

Sub: Proceedings of the 33rd Annual General Meeting of Avonmore Capital & Management Services Limited ("Company") held on Tuesday, September 30, 2025 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Dear Sir/Madam,

The 33rd Annual General Meeting ("AGM") of the Company was held today i.e. Tuesday, September 30, 2025 at 13:31 p.m. (IST) and concluded at 13.49 p.m. (IST) through video conferencing. The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. Proceedings of 33rd Annual General Meeting.

Proceedings of 33rd Annual General Meeting of the Company are enclosed herewith.

We request you to take the same on record.

Thanking you,

Yours Faithfully,

For Avonmore Capital & Management Services Limited

**Sonal
Company Secretary & Compliance Officer**

Encl: a/a

Registered Office: Level-5, Grande Palladium, 175, CST Road, Off BKC Kalina, Santacruz(E)
Vidyanagari, Mumbai, Maharashtra-400098
Tel. +91 22 67526699, Fax: +91 22 67526603
Corporate Office: F-33/3, Okhla Industrial Area, Phase-II, New Delhi-110020,
Tel: 011-43500700, Fax: 011-43500735
CIN: L67190MH1991PLC417433
Email: secretarial@almondz.com Website: www.avonmorecapital.in

Avonmore Capital & Management Services Ltd.

PROCEEDINGS OF 33RD ANNUAL GENERAL MEETING (“AGM”) OF AVONMORE CAPITAL & MANAGEMENT SERVICES LIMITED (“THE COMPANY”) HELD ON TUESDAY, SEPTEMBER 30, 2025

1. The 33rd Annual General Meeting (“AGM” or “Meeting”) of Avonmore Capital & Management Services Limited (“Company”) was held on Tuesday, September 30, 2025 through Video Conferencing (“VC”) in accordance with applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder and circulars issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”) and Secretarial Standard on General Meetings (“SS-2”) issued by Institute of Company Secretaries of India and other applicable rules and regulations.
2. The Meeting commenced at 13:31 P.M. (IST) and concluded at 13.49 P.M. (IST). The deemed venue of the meeting was Registered Office of the Company.
3. Ms. Sonal, Company Secretary, welcomed the Members to the AGM and informed that the AGM was being held through Video Conference (“VC”), to conduct the business(es) as set out in the Notice of the AGM (“Notice”).
4. She further introduced other Directors present at the meeting viz. Mr. Govind Prasad Agrawal, Chairman of Meeting, Ms. Ashu Gupta, Non-Executive Director, Mr. Satish Chandra Sinha, Independent Director and Chairman of Audit Committee and Stakeholder Grievance Redressal Committee, Mr. Ashok Kumar Gupta, Managing Director and Mr. Shakti Singh, Chief Financial Officer of the Company.
5. She informed that Mr. Sahil Gupta, Partner of M/s Mohan Gupta & Co, Chartered Accountants (Statutory Auditors) attended the Meeting through Video Conferencing. She further added that Mr. Nakul Pratap Singh, Practising Company Secretary of M/s NPS & Associates, who was appointed as Scrutinizer for the purpose of scrutinizing the voting process facilitated through remote e-voting and e-voting in a fair & transparent manner, was also present at the meeting.
6. The Company Secretary walked the Members through instructions for participating in the 33rd Annual General Meeting (“AGM”) through video conference. She informed the Members that the Company had taken all feasible efforts under the current circumstances to enable Members to participate through video conference and vote at the AGM. Further, She informed that the facility for appointment of proxies by the Members was not applicable as the AGM was held through video conference and hence the proxy register was not available for inspection. The documents / registers as per the regulatory requirement were available for inspection electronically to the Members requesting for the same.
7. The Company had availed services of Central Depository Services (India) Limited (“CDSL”) to provide e-voting facilities to the Members to enable them to cast their votes electronically.
8. The Company Secretary requested Mr. Govind Prasad Agrawal, Chairman to take the Chair and Start with the proceeding of the AGM.

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9. The requisite quorum being present, the Chairman called the meeting to order. He said that the notice and the Annual Report for the Financial Year 2024-2025 have already been circulated to the members electronically. With the permission of Shareholder, he took them as read.
10. The Chairman then delivered his speech to the Shareholders and briefed the highlights of performance of the Company during the Financial Year 2024-25.
11. The Company Secretary briefed shareholders inter alia, about certain procedural and technical aspects of the AGM. She informed that:
 - a) The Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by CDSL which had commenced on **Saturday, September 27, 2025 (10:00 A.M. IST)** till **Monday, September 29, 2025 (5:00 P.M. IST)**, on all resolutions set forth in the Notice of the AGM.
12. The following resolutions set forth in the Notice convening the 33rd AGM were recommended for Members approval by means of e-voting:

Sr. No.	Resolutions Type	Particulars
ORDINARY BUSINESS		
1	Ordinary	Adoption of Audited Annual Financial Statements (Standalone and Consolidated), Board's Report and Auditor's Reports for the Financial Year Ended March 31,2025
2	Ordinary	To appoint a Director in place of Mrs. Ashu Gupta, who retires by rotation at this Annual General Meeting in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment
SPECIAL BUSINESS		
3	Ordinary	To Approve the Appointment of Secretarial Auditors of the Company.
4	Special	Ratification and Approval of the Payment of Excess Remuneration to Mr. Ashok Kumar Gupta, Managing Director of the Company, for the Financial Year 2024-25 arising out of Exercise of Some of the Stock Options Granted
5	Ordinary	Approval of Material Related Party Transactions with Almondz Global Securities Limited by the Company and its subsidiaries.
6	Ordinary	Approval of Material Related Party Transactions with Almondz Global Infra Consultant Limited by the Company and its Subsidiaries
7	Ordinary	Approval of Material Related Party Transactions with Almondz Financial Services Limited by the Company and its Subsidiaries
8	Ordinary	Approval of Material Related Party Transactions with North Square Projects Private Limited by the Company and its Subsidiaries.
9	Ordinary	Approval of Material Related Party Transactions with Premier Green Innovations Private Limited by the Company and its subsidiaries.

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13. The Company Secretary informed that the Company had received requests from the shareholders for allowing them to speak in the meeting. Accordingly, they were allowed one by one to express their views and queries.
14. The Company Secretary further informed that e-voting facility would remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility.
15. The e-voting results along with consolidated Scrutinizer's Report shall be submitted to the Stock Exchanges within the prescribed timelines. A copy of the said results along with Scrutinizer's Report shall also be made available on the website of the Company i.e. www.avonmorecapital.in as well as on the website of CDSL i.e. www.evotingindia.com
16. The Chairman thanked the Members and the AGM was concluded at 13.49 p.m.
17. Thereafter, the voting process was concluded.

For Avonmore Capital & Management Services Limited

Sonal
Company Secretary & Compliance Officer

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