

# Avonmore Capital & Management Services Ltd.

Ref: acms/corres/Bse-Nse/25-26/40

October 1, 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**

**Central Depository Services (India) Limited  
Marathon Futurex, A-Wing, 25th floor,  
NM Joshi Marg, Lower Parel(East),  
Mumbai - 400 013**

**Sub: Voting Results of 33<sup>rd</sup> Annual General Meeting of Avonmore Capital & Management Services Limited. ("Company")**

Dear Sir/Madam,

In continuation to our letter dated September 30, 2025 regarding the proceedings of the 33<sup>rd</sup> Annual General Meeting ('AGM') of the Company, please find enclosed following documents:

1. Report of the Scrutinizer dated October 1, 2025 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014.
2. Details regarding the Voting Results of the businesses transacted at the 33<sup>rd</sup> AGM of the Company in the format prescribed pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations- 2015.

We request you to take the aforesaid on records.

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](mailto:secretarial@almondz.com) Website: [www.avonmorecapital.in](http://www.avonmorecapital.in)**

# Avonmore Capital & Management Services Ltd.

<b>Voting results</b>	
Record date	23-09-2025
Total number of shareholders on record date	32433
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	97
No. of resolution passed in the meeting	9

<b>Resolution (1)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Financial Statement (both Standalone and Consolidated) of the Company for the Financial Year ended March 31, 2025 together with Directors' and Auditors' Reports thereon				
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	16496 8197	16496 8197	100.0000	16496 8197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16496	16496	100.0000	16496	0	100.0000

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		8197	8197		8197			
Public - Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>48653</b>	<b>19557</b>	<b>40.1969</b>	<b>19557</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Non Institutions	E-Voting	11716 7891	55764 31	4.7594	55761 56	275	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>11716 7891</b>	<b>55764 31</b>	<b>4.7594</b>	<b>55761 56</b>	<b>275</b>	<b>99.9951</b>	<b>0.0049</b>
<b>Total</b>	<b>Total</b>	<b>28218 4741</b>	<b>17056 4185</b>	<b>60.4442</b>	<b>17056 3910</b>	<b>275</b>	<b>99.9998</b>	<b>0.0002</b>
Whether resolution is Pass or Not.							Yes	

<b>Resolution (2)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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				
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	E-Voting	164968 197	164968 197	100.000 0	164968 197	0	100.000 0	0.0000

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Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968197	164968197	100.0000	164968197	0	100.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167891	5576155	4.7591	5575879	276	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167891	5576155	4.7591	5575879	276	99.9951	0.0049
Total	Total	282184741	170563909	60.4441	170563633	276	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditors				
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	E-Voting	164968197	164968197	100.0000	164968197	0	100.0000	0.0000

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Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968197	164968197	100.0000	164968197	0	100.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167891	5576431	4.7594	5576156	275	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167891	5576431	4.7594	5576156	275	99.9951	0.0049
Total	Total	282184741	170564185	60.4442	170563910	275	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

<b>Resolution (4)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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				
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
				0			0	0

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Promoter and Promoter Group	E-Voting	164968 197	164968 197	100.000 0	164968 197	0	100.000 0	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968 197	164968 197	100.000 0	164968 197	0	100.000 0	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.000 0	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.000 0	0.0000
Public-Non Institutions	E-Voting	117167 891	468767 5	4.0008	468240 0	5275	99.8875	0.1125
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167 891	468767 5	4.0008	468240 0	5275	99.8875	0.1125
Total	Total	282184 741	169675 429	60.1292	169670 154	5275	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	883481

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<b>Resolution (5)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Almondz Global Securities Limited by the Company and its subsidiaries				
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	164968197	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968197	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167891	5576431	4.7594	5576155	276	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167891	5576431	4.7594	5576155	276	99.9951	0.0049
Total	Total	282184741	5595988	1.9831	5595712	276	99.9951	0.0049

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Whether resolution is Pass or Not.	Yes
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<b>Resolution (6)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Almondz Global Infra Consultant Limited by the Company and its Subsidiaries.				
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	164968197	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968197	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167891	5576431	4.7594	5576155	276	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167	557643	4.7594	557615	276	99.9951	0.0049

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		891	1		5			
Total	Total	282184 741	559598 8	1.9831	559571 2	276	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	

<b>Resolution (7)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Almondz Financial Services Limited by the Company and its Subsidiaries.				
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	164968 197	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968 197	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167 891	557643 1	4.7594	557615 5	276	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

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	Total	117167 891	557643 1	4.7594	557615 5	276	99.9951	0.0049
Total	Total	282184 741	559598 8	1.9831	559571 2	276	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	

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<b>Resolution (8)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with North Square Projects Private Limited by the Company and its Subsidiaries				
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	164968197	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968197	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167891	5576431	4.7594	5576155	276	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167891	5576431	4.7594	5576155	276	99.9951	0.0049
Total	Total	282184741	5595988	1.9831	5595712	276	99.9951	0.0049

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Whether resolution is Pass or Not.	Yes
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<b>Resolution (9)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Premier Green Innovations Private Limited by the Company and its subsidiaries.				
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	164968197	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	164968197	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48653	19557	40.1969	19557	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	48653	19557	40.1969	19557	0	100.0000	0.0000
Public-Non Institutions	E-Voting	117167891	5576431	4.7594	5576155	276	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	117167	557643	4.7594	557615	276	99.9951	0.0049

**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](mailto:secretarial@almondz.com) Website: [www.avonmorecapital.in](http://www.avonmorecapital.in)**

# Avonmore Capital & Management Services Ltd.

		891	1		5			
Total	Total	282184 741	559598 8	1.9831	559571 2	276	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	

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**NPS & ASSOCIATES**  
*Company Secretaries*  
*(Peer Reviewed Firm)*

P2/26, 4<sup>th</sup> Floor, Block P, Sector 75,  
BPTP Parklands, Faridabad, Haryana - 121003  
Ph - 9953709250, E-mail- csnp11@gmail.com

**Consolidated Scrutinizer's Report**

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20  
of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
**Avonmore Capital & Management Services Limited**  
CIN: L67190MH1991PLC417433  
Registered Office: Level 5, Grande Palladium, 175,  
CST Road, Off BKC Kalina, Santacruz(E),  
Vidyanagari, Mumbai, Maharashtra-400098

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted during the 33<sup>rd</sup> Annual General Meeting held 30<sup>th</sup> Day of September, 2025 through Video Conferencing (VC).**

Dear Sir(s),

I, Nakul Pratap Singh, Company Secretary in Practice of M/s NPS & Associates, Practising Company Secretaries was appointed as Scrutinizer by the Board of Directors of Avonmore capital & Management Services Limited ("the Company") 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 notice of the Annual General Meeting to be held on September 30, 2025 at 01:31 P.M.

Your Company had provided a facility to the shareholders to exercise their votes on the resolution(s), as set out in the Notice dated August 30, 2025 by way of remote e-voting Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, 28/2020 dated August 17, 2020, No. 02/2021 dated January 13, 2021, No. 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 and latest Circular being, General Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and latest being General Circular No. 03/2025 dated September 22, 2025 (hereinafter collectively referred to as "MCA Circulars") and any updates thereto issued by the Ministry of Corporate Affairs ("MCA") read with Circular number SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular number SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD-PoD-2/P/CIR/2023/167 dated. October 07, 2023, latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and other circulars if any, issued in this regard by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "SEBI Circulars"), companies are permitted to conduct the Annual General Meeting which are due in the year 2025 through Video Conferencing /Other Audio Visual Means ("VC" / "OAVM") on or before September 30, 2025, in accordance with the requirements in accordance to MCA.



Circulars without the physical presence of Members at a common venue. Hence, in accordance with the MCA Circulars, provisions of the Act and SEBI LODR Regulations, the Annual General Meeting ("AGM") of the Members of the Company is scheduled to be held through VC facility on **Tuesday, September 30, 2025 at 01.31 P.M. (IST)**. Hence, the Members can attend and participate in the 33<sup>rd</sup> AGM through VC. In accordance with the Secretarial Standard -2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI) read with guidance/ clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. The detailed procedure for participating in the meeting through VC is appended herewith and also available at the Company's website [www.avonmorecapital.in](http://www.avonmorecapital.in)

The Notice dated August 30, 2025 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 September 23, 2025 ("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 to the shareholders of the Company.

In this regard, I confirm that-

1. the shareholders of the Company holding shares on the "cut-off date" i.e. Tuesday, September 23, 2025, 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 Saturday, September 27, 2025, at 10:00 A.M. (IST) and will end on Monday, September 29, 2025, at 05:00 P.M. (IST).
4. After the conclusion of AGM on September 30, 2025 at 01:49 P.M., e-voting was made available to the shareholders who have not cast their vote during the remote e-voting period, for 15 minutes. The votes cast through e-voting at the AGM were unblocked on Tuesday, 30 September 2025 at 02:30 P.M.

  


I have unblocked the electronic votes for e-voting process in the presence of two witnesses who are not in the employment of the Company. 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 Annual General Meeting were generated from the e-voting website of CDSL.

5. I, have relied on the information provided by Beetal Financial & Computer Services (P) Limited, the Registrar and Share transfer Agent (RTA) of the Company with regard to details regarding number of shares held and verification of specimen signatures of Shareholders.
6. Thereafter, the details containing, inter alia, the information about shareholders voting 'For' and 'Against' the resolutions that were put to vote, were generated from the e-voting portal of CDSL and based on such reports generated, data regarding the e-voting was diligently scrutinized.
7. The result of the e-voting on resolutions set out in the Notice are as under:

**ORDINARY BUSINESS:**

**Resolution No. 1: Ordinary Resolution**

To consider and adopt the Audited Financial Statement (both Standalone and Consolidated) of the Company for the Financial Year ended March 31, 2025, together with Directors' and Auditors' Reports thereon.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	189	17,05,63,910	-	17,05,63,910	99.99%
Votes Against	18	275	-	275	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>207</b>	<b>17,05,64,185</b>	<b>-</b>	<b>17,05,64,185</b>	<b>100%</b>

**Resolution No. 2: Ordinary Resolution**

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.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	188	17,05,63,909	-	17,05,63,909	99.99%
Votes Against	19	276	-	276	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>207</b>	<b>17,05,64,185</b>	<b>-</b>	<b>17,05,64,185</b>	<b>100%</b>




**SPECIAL BUSINESS:**

**Resolution No. 3: Ordinary Resolution**

Appointment of Secretarial Auditors

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	189	17,05,63,910	-	17,05,63,910	99.99%
Votes Against	18	275	-	275	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>207</b>	<b>17,05,64,185</b>	<b>-</b>	<b>17,05,64,185</b>	<b>100%</b>

**Resolution No. 4: Special Resolution**

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

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	187	16,96,75,429	-	16,96,75,429	99.48%
Votes Against	19	5,275	-	5,275	0.01%
Invalid Votes	1	8,83,481	-	8,83,481	0.51%
<b>Total</b>	<b>207</b>	<b>17,05,64,185</b>	<b>-</b>	<b>17,05,64,185</b>	<b>100%</b>

**Resolution No. 5: Ordinary Resolution**

Approval of Material Related Party Transactions with Almondz Global Securities Limited by the Company and its subsidiaries.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	183	55,95,712	-	55,95,712	99.99%
Votes Against	19	276	-	276	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>202</b>	<b>55,95,988</b>	<b>-</b>	<b>55,95,988</b>	<b>100%</b>

**Resolution No. 6: Ordinary Resolution**

Approval of Material Related Party Transactions with Almondz Global Infra Consultant Limited by the Company and its Subsidiaries.



Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	183	55,95,712	-	55,95,712	99.99%
Votes Against	19	276	-	276	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>202</b>	<b>55,95,988</b>	<b>-</b>	<b>55,95,988</b>	<b>100%</b>

**Resolution No. 7: Ordinary Resolution**

Approval of Material Related Party Transactions with Almondz Financial Services Limited by the Company and its Subsidiaries.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	183	55,95,712	-	55,95,712	99.99%
Votes Against	19	276	-	276	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>202</b>	<b>55,95,988</b>	<b>-</b>	<b>55,95,988</b>	<b>100%</b>

**Resolution No. 8: Ordinary Resolution**

Approval of Material Related Party Transactions with North Square Projects Private Limited by the Company and its Subsidiaries.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	183	55,95,712	-	55,95,712	99.99%
Votes Against	19	276	-	276	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>202</b>	<b>55,95,988</b>	<b>-</b>	<b>55,95,988</b>	<b>100%</b>

**Resolution No. 9: Ordinary Resolution**

Approval of Material Related Party Transactions with Premier Green Innovations Private Limited by the Company and its Subsidiaries.

Particulars	Number of members who cast their vote	Number of Votes cast in			% of total number of valid votes cast
		Remote e-voting	E-voting at AGM	Total	
Votes in Favour	183	55,95,712	-	55,95,712	99.99%
Votes Against	19	276	-	276	0.01%
Invalid Votes	-	-	-	-	-
<b>Total</b>	<b>202</b>	<b>55,95,988</b>	<b>-</b>	<b>55,95,988</b>	<b>100%</b>




8. Based on above results, all the Members of the Company have voted in favour of resolutions proposed through the Notice of the Annual General Meeting and therefore the resolutions shall stand passed by the requisite majority.
9. All electronic data and relevant records of voting shall remain in custody of the Chairman until he considers and approves the results of resolutions passed through Annual General Meeting. Thereafter, all the documents shall be handed over to the Company Secretary for safe keeping.

Thanking you.  
Yours faithfully,

For NPS & Associates  
*Company Secretaries*

  
Nakul Pratap Singh  
*Company Secretary in Practice*  
M. No. A55529  
COP No. 22069  
UDIN: A055529G001408155



**Countersigned by:**

Chairman/Auth. Representative  
**Avonmore Capital &  
Management Services Limited**

Date: October 01, 2025  
Place: Faridabad