

SMC Global Securities Ltd.

Registered Office: 11/6B, Shanti Chamber,

Pusa Road, New Delhi - 110005

E-mail - smc@smcindiaonline.com

Website - www.smcindiaonline.com



Moneywise. Be wise.

NOTICE OF 18TH ANNUAL GENERAL MEETING

Notice is hereby given that the 18th Annual General Meeting of SMC GLOBAL SECURITIES LIMITED will be held on Tuesday, the 31st Day of July, 2012 at 10:15 A. M. at "URDU GHAR" 212, Rouse Avenue, Deen Dayal Upadhyaya Marg, New Delhi-110002 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2012 and the Statement of Profit and Loss for the year ended 31st March, 2012 along with the Directors' Report and the Auditors' Report thereon.
2. To appoint a Director in place of Mr. Anurag Bansal, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Ajay Garg, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. K.M. Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint M/s Atul & Rajinder, Chartered Accountants, New Delhi, the retiring Auditors, to hold office as Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

To consider, and if thought fit, to pass, with or without modification(s), the following resolutions:

AS ORDINARY RESOLUTION:

6. APPOINTMENT OF MR. JOHANNES HENDRIK PETRUS VAN DER MERWE AS DIRECTOR OF THE COMPANY

"RESOLVED THAT Mr. Johannes Hendrik Petrus Van Der Merwe, who was appointed as an Additional Director of the Company by the Board of Directors, in terms of Section 260 of the Companies Act, 1956 w.e.f. 16th Day of November, 2011 and in respect of whom the company has received a notice in writing from a member under section 257 of the Companies Act, 1956 proposing his candidature for the office of Director (Non-Executive) of the Company, be and is hereby appointed as Director of the Company and the period of his office is liable to determination by retirement of directors by rotation."

7. SUB-DIVISION/SPLIT IN FACE VALUE OF EQUITY SHARES OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Section 94 and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or re-enactments thereof

for the time being in force) and in accordance with Article 24 of the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions, if any, as may be required from any authority and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall also include any Committee thereof) consent of the members of the Company be and is hereby accorded for sub-dividing the equity shares of the Company of the face value of Rs. 10/- (Rupees Ten) each into five equity shares of the face value of Rs. 2/- (Rupees Two) each and consequently, the Authorized Equity Share Capital of the Company of Rs. 280,100,000/- (Rupees Twenty Eight Crores One Lac only) would comprise of 140,050,000 equity shares of Rs. 2/- each w.e.f. the Record Date.

RESOLVED FURTHER THAT pursuant to the sub-division of the equity shares of the Company, the issued, subscribed and paid up equity shares of face value of Rs. 10/- (Rupees Ten) each, shall stand sub-divided into equity shares of Rs. 2/- (Rupees Two) each, fully paid up.

RESOLVED FURTHER THAT no letter of sub-division shall be issued but the share certificates for the sub-divided new equity shares of face value of Rs. 2/- each be delivered to the shareholders who hold the existing shares in physical form without calling for surrender of the share certificates held by them and the respective beneficiary account be credited with the sub-divided new equity shares of face value of Rs. 2/- each for such shareholders who hold the existing shares in dematerialized form.

RESOLVED FURTHER THAT the sub-division of shares shall be effective and simultaneous with the allotment of bonus shares by the Board or as per the advice of the Stock Exchange(s).

RESOLVED FURTHER THAT the Board (which term shall be deemed to include any Committee of the Board of Directors formed for the time being to exercise the powers conferred on the Board of Directors in this behalf) be and is hereby authorized to do, perform, execute and delegate all such acts, deeds and things as it may consider necessary, expedient, usual or proper to give effect to this resolution including but not limited to fixing of the Record Date as per the requirement of the Listing Agreement, execution of all necessary documents with the Stock Exchange (s) and the Depositories, Reserve Bank of India and / or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the sub-division of the equity shares as aforesaid or for any matters connected therewith or incidental thereto."

8. ALTERATION TO THE MEMORANDUM OF ASSOCIATION

"RESOLVED THAT pursuant to Section 13, 16, 94 and all other applicable provisions, if any, of the Companies Act, 1956 including amendments thereto or re-enactments thereof, the existing Clause V of the Memorandum of Association of the Company be substituted by the following:

V "The authorized share capital of the Company is ₹330,100,000/- (Rupees Thirty Three Crores One Lac only) divided into 140,050,000 (Fourteen Crores and Fifty Thousand) equity shares of ₹ 2/- each and 5,000,000 (Fifty Lacs) preference shares of ₹ 10/- each."

RESOLVED FURTHER THAT the alteration of the Memorandum of Association shall be effective and simultaneous with the allotment of Bonus Shares by the Board of Directors or the Committee thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof, be and is hereby authorized to do, perform, execute and delegate all such acts, matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to this resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard and for any matters connected therewith or incidental thereto."

9. ISSUE OF BONUS SHARES

"RESOLVED THAT pursuant to the provisions of the Article 169 of the Articles of Association of the Company and upon the recommendation of the Board of Directors made at their meeting held on June 18, 2012 & June 29, 2012 (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board of Directors formed for the time being to exercise the powers conferred on the Board of Directors in this behalf) and pursuant to the applicable provisions of the Companies Act, 1956 and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("the Regulations") and subject to such necessary approvals, permissions and sanctions as may be required and subject to such terms and conditions as may be specified while according such approvals, a sum of ₹ 113,134,450 (Rupees Eleven Crore Thirty One Lacs Thirty Four Thousand Four Hundred Fifty Only) out of the sum standing to the credit of "Reserve and Surplus" / "Securities Premium Reserve" or such other accounts as are permissible to be utilized for the purpose, as per the audited accounts of the Company for the financial year ended March 31, 2012 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of the 56,567,225 (Five Crore Sixty Five Lacs Sixty Seven Thousand Two Hundred and Twenty Five Only) equity shares of face value of ₹ 2/- each as Bonus Shares credited as fully paid up, to the eligible members whose name appears in the Register of Members or as the beneficial owner(s) of the equity shares of the Company, in the records of the Depositories, at the close of business hours on the 'Record Date' to be determined by the Board for the said purpose, in the proportion of ONE new fully paid equity share of face value of ₹ 2/- for every ONE equity share of face value of ₹ 2/- each held in the Company as on the 'Record Date' and the new bonus shares so issued and allotted shall be treated as an increase in the nominal amount in the Capital of the Company, held by each such member and not as income."

RESOLVED FURTHER THAT the new equity shares be allotted subject to Memorandum and Articles of Association of the Company and shall in all respects rank pari passu with the existing sub-divided fully paid-up equity shares of the Company, with a right, to participate in dividend in full that may be decided after the date of allotment of these equity shares as the Board may determine.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the said bonus shares but the share certificates be delivered to the shareholders who hold the existing equity shares in physical form and the respective beneficiary accounts be credited with the bonus shares, for such shareholders who hold the existing equity shares in dematerialized form or opt to receive the bonus shares in dematerialized form within the prescribed period.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the bonus shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Listing Agreements with the Stock Exchanges concerned, the Regulations and other applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things including but not limited to fixing of the Record Date for the said purpose, delegation of powers, as it may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle all questions, difficulties or doubts that may arise in this regard at any stage including at the time of listing of the bonus shares, without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution and the decision of the Board shall be final and binding on all members and other interested persons."

ASSPECIAL RESOLUTION:**10. RE-APPOINTMENT OF MR. PRADEEP AGGARWAL AS WHOLE-TIME DIRECTOR OF THE COMPANY**

"RESOLVED THAT in accordance with the provisions of Section 198, Section 268, Section 269, Section 309, Section 310, Section 311 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification or re-enactment thereof) and subject to the approval of the Central Government, if necessary, and such other approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities in granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded for the re-appointment of Mr. Pradeep Aggarwal as Whole-time Director of the Company, whose office is liable to determination by retirement of directors by rotation, for a further period of 5 years from 1st Day of June, 2012 to 31st Day of May, 2017, on a Monthly remuneration of ₹ 326,975/- (Rupees Three Lacs Twenty Six Thousand Nine Hundred and Seventy Five Only) (including the components of remuneration which shall not be considered in computing the ceiling on minimum remuneration) which will be considered as the minimum remuneration paid to him pursuant to the provisions of and ceiling limits prescribed

under Part II of Section II of Schedule XIII of the Companies Act, 1956.

FURTHER RESOLVED THAT the Board shall have the absolute discretion to pay bonus to Mr. Pradeep Aggarwal, in addition to his Monthly remuneration.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to fix, vary or increase the Monthly remuneration of Mr. Pradeep Aggarwal upto ₹ 400,000/- (Rupees Four Lacs Only) per month on the recommendation of the Remuneration Committee and in accordance with the Schedule XIII and other applicable provisions of the Companies Act, 1956, as it may deem fit from time to time.

FURTHER RESOLVED THAT where, in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the Company may, for three years or such lesser period as is available in his tenure, pay to him such remuneration as minimum remuneration as prescribed in Section II of the Part II of the Schedule XIII of the Companies Act, 1956 from time to time.

FURTHER RESOLVED THAT for the purpose of giving effect to this

resolution, the Board of Directors ('the Board' which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising powers conferred on the Board by this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any question(s), difficulty(s) or doubt(s) that may arise in this regard."

By order of the Board

sd/-

Suman Kumar

(Company Secretary & Head Legal)

Date: 29th June, 2012

Place: New Delhi

Notes:

1. The Explanatory statement pursuant to section 173(2) of the Companies Act, 1956, in respect of Special Business of the Notice set out above is annexed hereto and forms part of the Notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON A POLL ONLY) INSTEAD OF HIMSELF / HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING (Annexure A-1).
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the meeting.
4. Pursuant to Section 154 of the Companies Act, 1956, and Clause 16 of the Listing Agreement, the Register of Members and Share Transfer Books of the Company will remain closed on Monday the 09th Day of July, 2012 for the purpose of Annual General Meeting.
5. The record date for the purpose of Sub division/Split in the face value of equity shares of the Company and Issue of Bonus Equity Shares shall be fixed by the Board after Shareholders approval and will be published in newspapers in due course and also be intimated to the stock exchanges.
6. If sub-division of face value of share and bonus issue as recommended by the Board of Directors is approved at the Annual General Meeting, the effect will be given to those shareholders whose names appear as beneficial owner as on Record Date (End of the Day) as per the beneficial owners position to be downloaded from NSDL & CDSL in respect of the shares held in electronic form and as members in the Register of Members of the Company after giving effect to all valid share transfer in physical form lodged with the Company / RTA on or before the Record Date (End of the Day).
7. The shareholders who are holding the shares in physical mode and want to receive the shares in dematerialized mode may send their request seven days before the Record Date.
8. Consequent upon the introduction of Section 109A of the Companies Act, 1956, shareholders are entitled to make a nomination in respect of shares held by them in Physical form. Shareholders desirous of making a nomination are requested to send their requests in Form No. 2B in duplicate (which will be made available on request) to the Registrar and Share Transfer Agent of the Company.
9. The Register of Directors' shareholding will be available for inspection at the meeting.
10. Members/Proxies should bring the attendance slips (Annexure A-2) duly filled in for attending the meeting and are further requested to bring their copy of annual report.
11. Members seeking any information/document relating to the Accounts, Legal and other matters with respect to the businesses to be transacted at the Annual General Meeting may write to the Company Secretary at the Registered Office of the Company at least seven days in advance from the date of the Meeting.
12. The identities / signatures of members holding shares in electronic mode (Dematerialized form) are liable for verification with the specimen signatures as may be furnished by NSDL/ CDSL to the Company. Such members are requested to bring their Demat A/c number that is Client ID No. (Beneficiary Owners A/c with DP) and DP ID also.
13. Members have facility for dematerializing equity shares of the Company with National Securities Depository Ltd. and Central Depository Services (India) Ltd. The ISIN No. allotted to the Company is INE103C01010. Any member desirous of dematerializing his holding may do so through any Depository Participant.
14. Members are requested to visit the website of the Company

'www.smcindiaonline.com' for viewing the quarterly & annual financial results and for more information about the Company.

15. Members may please note that all investor related communications may be addressed to the Company Secretary of the Company at its registered office address or Registrar and Share Transfer Agent at the following address:

Link Intime India Pvt. Ltd.
Unit: SMC Global Securities Ltd.
 A-40, 2nd Floor,
 Naraina Industrial Area,
 Phase II, Near Batra Banquet Hall,
 New Delhi-110028.
 Tel no. 011-41410592-94

Fax no. 011-41410591
 E-mail id: delhi@linkintime.co.in

For effecting changes in address/bank details, members are requested to notify:

- (i) the R&T Agent of the Company, viz. Link Intime India Pvt. Ltd., if shares are held in physical form; and
- (ii) their respective Depository Participant (DP), if shares are held in electronic form.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 6

Mr. Johannes Hendrik Petrus Van Der Merwe has been appointed by the Board of Directors of the Company as an Additional Director with effect from 16th Day of November, 2011 and he holds office upto the date of this Annual General Meeting, pursuant to provisions of section 260 of the Companies Act, 1956 and Article 120 of the Articles of Association of the Company.

In terms of Section 257 of the Companies Act, 1956, the Company has received a notice in writing from a member signifying his intention to propose the candidature of Mr. Johannes Hendrik Petrus Van Der Merwe for the office of Director of the Company.

Except Mr. Johannes Hendrik Petrus Van Der Merwe, none of the Directors is concerned or interested in the said resolution.

The Board of Directors of your Company recommends passing of the aforesaid Ordinary Resolution.

ITEM NO. 7

At present the equity shares of the Company are listed on Delhi Stock Exchange Limited (DSE), The Calcutta Stock Exchange Ltd. (CSE), Ludhiana Stock Exchange Ltd. (LSE), Ahmedabad Stock Exchange Ltd. (ASE) and The Gauhati Stock Exchange Ltd. (GSE). Presently, the face value of the equity share of the Company is ₹ 10/- each. In order to enhance the liquidity in the capital market, widen shareholder base and to make the shares affordable to small investors, the Board of Directors in their meeting held on 18th June, 2012 & 29th June, 2012 have considered it desirable to sub-divide (split in the face value) of the existing face value of the equity shares of the Company from the present ₹ 10/- per equity share into five equity shares of ₹ 2/- each.

As per the provisions of Section 94 of the Companies Act, 1956, approval of the Shareholders is required for sub-division of shares.

None of the Directors of the Company is in any way interested in the Resolution, except his shareholding and the shareholding of his relatives, if any, in the Company and splitting thereof.

Your Directors recommend the above Resolution for your approval as an Ordinary Resolution.

ITEM NO. 8

The existing Clause V of Memorandum of Association specifies the present Authorized Share Capital of your Company. In View of sub-

division in the face value of the equity shares from Rs. 10/- each to Rs. 2/- each, the present Clause V of the Memorandum of Association needs to reflect sub-division of the equity shares of the Company. Clause V related to the Capital Clause in the Memorandum will change as stated in the resolution.

A copy of the existing Memorandum and Articles of Association as well as the form of the amended Memorandum and Articles of Association of the Company is available to members for inspection at the Registered Office of the Company during working hours on all working days.

As per the provisions of the Companies Act, 1956, approval of the Shareholders is required for alteration of the Memorandum of Association.

None of the Directors of the Company is in any way interested in the Resolution, except his shareholding and the shareholding of his relatives, if any, in the Company.

Your Directors recommend the above Resolution for your approval as an Ordinary Resolution.

ITEM NO. 9

Over a period of time your Company has accumulated Reserves & Surplus and considering the comfortable position of these Reserves your Directors propose to issue Bonus Equity Shares by capitalization of a sum of ₹ 113,134,450 (Rupees Eleven Crore Thirty One Lacs Thirty Four Thousand Four Hundred Fifty Only), standing to the credit of the Reserve and Surplus / Securities Premium Reserve or such other accounts as are permissible to be utilized for the purpose, as per the audited accounts of the Company for the financial year ended March 31, 2012, by way of issue of one new equity share for each existing equity share held. Such Fully Paid-up Bonus Equity Shares shall be distributed to such Members whose names shall appear on its Register of Members or in the respective beneficiary account with their respective Depository Participants on the 'Record Date' as may be determined by the Board in its meeting to be held for the said purpose.

The Company satisfies the conditions of and requirements for issue of Bonus Shares contained in Chapter IX of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 as presently in force.

The approval of the shareholders is required for the purpose of issue of Bonus Shares and Capitalization of Profit thereof.

None of the Directors of the Company is in any way interested in the

Resolution, except his shareholding and the shareholding of his relatives, if any, in the Company and issue of proportionate shares to them.

Your Directors recommend the above Resolution for your approval as an Ordinary Resolution.

ITEM NO. 10

Mr. Pradeep Aggarwal has been re-appointed as Whole-time Director of the Company w.e.f. 1st June 2012 by the Board of Directors of the Company. Further, pursuant to Article 157 of the Memorandum and Articles of Association of the Company and Section 268 & 269 of the Companies Act, 1956 your consent is being sought for the re-appointment of Mr. Pradeep Aggarwal as Whole-time Director of the

Company for a further period of five years from 1st Day of June, 2012 to 31st May, 2017.

Except Mr. Pradeep Aggarwal, none of the Directors is concerned or interested in the said resolution.

The Board of Directors of your Company recommends passing of the aforesaid as a Special Resolution.

Your Board of Directors has already approved the said re-appointment and remuneration thereof vide their meeting held on 22nd May, 2012.

The information required under the Sub-clause B of Para I of Section II, Part II of the Schedule XIII to the Companies Act 1956 is given here below:

I. General Information:

1. Nature of Industry	Financial Services (Stock Broking)	
2. Date or expected date of commencement of Commercial Production	Not Applicable	
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
4. Financial performance based on given indications:		
Particulars	Year ended 31st March, 2012 Amount in ₹	Year ended 31st March, 2011 Amount in ₹
Total Income	1,724,122,340	2,081,950,682
Net Profit after Taxation	7,841,869	37,004,429
5. Export performance and net foreign exchange collaborations	Not Applicable	
6. Foreign investments or collaborators, if any.	The Company has issued 2,532,797 equity shares of face value of ₹ 10/- each [12,663,985 equity shares (sub-divided) of ₹ 2/- each] to Non Domestic Body Corporates.	

II. Information about the appointee:

1. Background details	Mr. Pradeep Aggarwal, aged about 43 years, is a Bachelor in Arts. Mr. Aggarwal has the versatile and rich experience of more than 20 years in the field of Securities and Commodities Market. Mr. Aggarwal is a person with unmatched sharp calculative skills and analytical bent of mind.
2. Past remuneration	Monthly remuneration of ₹ 3,26,975/- (Rupees Three Lacs Twenty Six Thousand Nine Hundred and Seventy Five Only)
3. Recognition or awards	NIL
4. Job profile and his suitability	Mr. Aggarwal is a whole-time Director of the Company. He looks after arbitrage wing of the Company. Mr. Aggarwal has the vast experience of Commodities Market and Arbitrage business.

5. Remuneration	Presently the re-appointment is proposed on existing monthly remuneration of ₹ 3,26,975/- (Rupees Three Lacs Twenty Six Thousand Nine Hundred and Seventy Five Only) which can be further increased upto ₹ 400,000/- (Rupees Four Lacs Only) per month on the recommendation of the Remuneration Committee and approval from the Board of Directors of the Company.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The proposed remuneration is in justification with the industry norms, expertise of the candidate, profile and position.
7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Pradeep Aggarwal has no pecuniary relationship other than directorship and remuneration thereof.

III. Other Information:

1. Reasons for loss or inadequate profits.	While the Company has delivered strong operating and financial performance in the past, but the unprecedented global developments leading to uncertainty, volatility and lower activity resulted in the lower performance for FY 2011-12. Due to non favorable market conditions, the performance of the Company was adversely affected. Though, the Company recorded profits in the year 2011-12, the same were insufficient for payment of remuneration to Whole-time Director under the applicable provisions of the Companies Act, 1956.
2. Step taken or proposed to be taken for improvement	Company is in the process of expanding its business in a big way. It is also focusing on the best utilization of its resources and also penetrating in the new arena of Financial Services. Company is hopeful to perform better in coming Financial Year.
3. Expected increase in productivity and profits in	The management is hopeful to achieve better turnover and net profit in the financial year ending 31st March, 2013 compared to last financial year.

IV. Disclosure:

1. Presently the re-appointment is proposed on existing monthly remuneration of ₹ 3,26,975/- (Rupees Three Lacs Twenty Six Thousand Nine Hundred and Seventy Five Only) which can be further increased upto ₹ 400,000/- (Rupees Four Lacs Only) per month on the recommendation of the Remuneration Committee and approval from the Board of Directors of the Company.
2. The relevant disclosures have been made in the Corporate Governance Report attached to the Annual Report.

By order of the Board

sd/-

Suman Kumar

(Company Secretary & Head Legal)

Date: 29th June, 2012

Place: New Delhi

ADDITIONAL INFORMATION AS PER CLAUSE 49 (IV) (G) (I) OF THE LISTING AGREEMENT

Brief Resumes and other information in respect of Directors seeking appointment/Re-appointment at the Annual General Meeting are given below:-

Mr. Johannes Hendrick Petrus Van De Merwe

Mr. Johannes Hendrick Petrus Van De Merwe aged about 46 Years has done his Post Graduation in Commerce along with M. Phil, CA (SA), AMP (Harward). He is Chief Executive of Sanlam Investment Management, South Africa and is known for his expertise and Proficiency in International trends in Asset Management and Financial Services, Investment Strategies, Business Leadership Trends and Views, Work/Life Balance, Issue Mentorship, Team Building etc. He is on the Board of various Foreign Companies but none of the Indian Companies except our Company i.e. SMC Global Securities Ltd.

Mr. Pradeep Aggarwal

Mr. Pradeep Aggarwal, aged about 43 Years is having an experience of more than 20 years in equity and commodity market. He innovates, develops and effectively implements new ideas for the growth and progress of the Arbitrage business of the company in Securities and Commodities. Mr. Aggarwal is a person with unmatched sharp calculative skills and analytical bent of mind. He is on the Board of 2(Two) Companies named as under:

S.No. Name of the Company

1. P.P.Comtrade Private Limited
2. SMC Comtrade Limited

SMC GLOBAL SECURITIES LIMITED

Annexure A-1

(11/6-B, SHANTI CHAMBER, PUSA ROAD, NEW DELHI-110005)

PROXY FORM

FOR DEMAT SHARES	FOR PHYSICAL SHARES
DPID	REGD. FOLIO NO.
CLIENT ID	NO. OF SHARES HELD

I/We Son of/Wife of/ Daughter of
 residing at being
 a member/ members of SMC Global Securities Limited, do hereby appoint Mr./Mrs./Ms Son of/Wife of/
 Daughter of residing at
 or failing him Mr./Mrs./Ms. Son of/
 Wife of/ Daughter of residing at whose
 specimen signature (s) are given hereunder to vote for me/us and on my/our behalf at 18th Annual General Meeting of the Company to be held on
 Tuesday, the 31st Day of July, 2012 at 10:15 A. M at "URDU GHAR" 212, Rouse Avenue, Deen Dayal Upadhyaya Marg, New Delhi - 110002 and at any
 adjournment thereof.

Specimen Signature of the Proxy(s)

- 1.
- 2.

Date:

Notes:

Affix 15 paise
revenue stamp

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON A POLL ONLY) INSTEAD OF HIMSELF / HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

ATTENDANCE SLIP

(THE ATTENDANCE SLIP DULY FILLED IN IS TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

FOR DEMAT SHARES	FOR PHYSICAL SHARES
DPID	REGD. FOLIO NO.
CLIENT ID	NO. OF SHARES HELD

Full name of the member/proxy attending the Annual General Meeting :

Name of the Proxy

(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the 18th Annual General Meeting of the Company on **Tuesday, the 31st Day of July, 2012 at 10:15 A.M at "URDUGHAR"**
212, Rouse Avenue, Deen Dayal Upadhyaya Marg, New Delhi - 110002.

Name of the Member/Proxy
In Block Letters
Signature of the Member/Proxy

Name of the Member/Proxy
In Block Letters
Signature of the Member/Proxy

Note: Persons attending the annual general meeting are requested to bring their copies of annual report.

