

Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

September 28, 2016

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip Code: 526729	To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, MUMBAI- 400 051. Scrip Code: GOLDIAM EQ
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Dear Sirs,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 -Details regarding the voting results at 29th Annual General Meeting held on September 27, 2016.

In compliance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we submit herewith the voting results at the 29th Annual General Meeting of the Company held on Tuesday, September 27, 2016 at 11.00 a.m. (concluded at 11.25 a.m.) at the TRIBUNE 1' Banquet hall, 6th Floor, Hotel Tunga International, M.I.D.C Central Road, Andheri (East), Mumbai - 400 093.

The mode of voting was by way of Remote e-voting and Poll. The agenda wise details of the voting are provided in the Annexure enclosed herewith.

Further consolidated Scrutinizer's report on remote e-voting and poll is also enclosed herewith.

You are requested to take the note of the same.

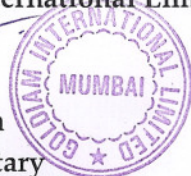
Thanking you,

Yours faithfully,

For **Goldiam International Limited**

Pankaj Parkhiya
Company Secretary

Encl: a/a



Registered Office

Gems & Jewellery Complex, Santacruz Electronics Export Processing Zone, Andheri (East), Mumbai – 400096. India

Phones: (022)28291893, 28290396, 28292397 Fax: (022)28292885, 28290418 Email goldiam@vsnl.com website:

www.goldiam.com



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Annexure

Details of voting of the business transacted as per the Notice of 29th Annual General Meeting held on September 27, 2016 as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Date of the AGM	September 27, 2016
Total number of shareholders on record date	9954
No. of shareholders present in the meeting either in person or through proxy:- Promoters and Promoter Group: Public:	39 3 36
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	NIL NIL NIL

Resolution 1:

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date (Consolidated & Standalone) and the Reports of the Board of Directors and the Auditors thereon.

Type of resolution: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?						No		
Promoter/ Public	Mode of Voting (Postal Ballot not Applica ble)	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes- in favour (4)	No. of votes- against (5)	% of Votes in favour on votes polled (6)=[(4)(2)]* 100	% of Votes in against on votes polled (7)=[(5)(2)]*1 00
Promoter and promoter Group	E-Voting	14198100	14198100	100.00	14198100	0	100.00	0.00
	Poll		0	0.00	0.00	0	0.00	0.00
	Total	14198100	14198100	100.00	14198100	0	100.00	0.00
Public Institution al holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- non Institutions	E-Voting	10747896	550874	5.1254	550774	100	99.9818	0.0182
	Poll		2952349	27.4691	2952349	0	100.00	0.00
	Total	10747896	3503223	32.5945	3503123	100	99.9971	0.0029
Total		24945996	17701323	70.9586	17701223	100	99.9994	0.0006

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Resolution 2:

To confirm the interim dividend of ₹ 2/- (i.e. 20%) on each paid up equity share already paid and declare final dividend of ₹ 0.50 (i.e. 5%) on each paid up equity share for the financial year ended March 31, 2016.

Type of resolution: **Ordinary Resolution**

Whether promoter/promoter group are interested in the agenda/resolution?						No		
Promoter/ Public	Mode of Voting (Postal Ballot not Applica ble)	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes- in favour (4)	No. of votes- against (5)	% of Votes in favour on votes polled (6)=[(4)(2)]* 100	% of Votes in against on votes polled (7)=[(5)(2)] *100
Promoter and promoter Group	E-Voting	14198100	14198100	100.00	14198100	0	100.00	0.00
	Poll		0	0.00	0.00	0	0.00	0.00
	Total	14198100	14198100	100.00	14198100	0	100.00	0.00
Public Institution al holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- non Institutions	E-Voting	10747896	550874	5.1254	550774	100	99.9818	0.0182
	Poll		2952349	27.4691	2952349	0	100.00	0.00
	Total	10747896	3503223	32.5945	3503123	100	99.9971	0.0029
Total		24945996	17701323	70.9586	17701223	100	99.9994	0.0006



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CIN:L36912MH1986PLC041203

Resolution 3:

To appoint a Director in place of Mr. Rashesh M. Bhansali (DIN 00057937) who retires by rotation and, being eligible, offers himself for re-appointment.

Type of resolution: **Ordinary Resolution**

Whether promoter/promoter group are interested in the agenda/resolution?						No		
Promoter/ Public	Mode of Voting (Postal Ballot not Applica ble)	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes- in favour (4)	No. of votes- against (5)	% of Votes in favour on votes polled (6)=[(4)(2)]* 100	% of Votes in against on votes polled (7)=[(5)(2)] *100
Promoter and promoter Group	E-Voting	14198100	14198100	100.00	14198100	0	100.00	0.00
	Poll		0	0.00	0.00	0	0.00	0.00
	Total	14198100	14198100	100.00	14198100	0	100.00	0.00
Public Institution al holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- non Institutions	E-Voting	10747896	550874	5.1254	549274	1600	99.7096	0.2904
	Poll		2952349	27.4691	2952349	0	100.00	0.00
	Total	10747896	3503223	32.5945	3501623	1600	99.9543	0.0457
Total		24945996	17701323	70.9586	17699723	1600	99.9910	0.0090



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Resolution 4:

To ratify the appointment of M/s. Pulindra Patel & Co. Chartered Accountants, Mumbai (Firm Registration No. 115187W) as Statutory Auditors of the Company pursuant to provisions of Section 139(9) and 142(1) on such remuneration as may be determined by the Board of Directors in consultation with the Auditors.

Type of resolution: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?						No		
Promoter/ Public	Mode of Voting (Postal Ballot not Applica ble)	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes- in favour (4)	No. of votes- against (5)	% of Votes in favour on votes polled (6)=[(4)(2)]* 100	% of Votes in against on votes polled (7)=[(5)(2)]*100
Promoter and promoter Group	E-Voting	14198100	14198100	100.00	14198100	0	100.00	0.00
	Poll		0	0.00	0.00	0	0.00	0.00
	Total	14198100	14198100	100.00	14198100	0	100.00	0.00
Public Institution al holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- non Institutions	E-Voting	10747896	550874	5.1254	550774	100	99.9818	0.0182
	Poll		2952349	27.4691	2952349	0	100.00	0.00
	Total	10747896	3503223	32.5945	3503123	100	99.9971	0.0029
Total		24945996	17701323	70.9586	17701223	100	99.9994	0.0006

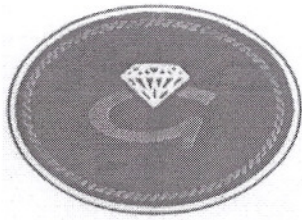


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CIN:L36912MH1986PLC041203

Resolution 5:

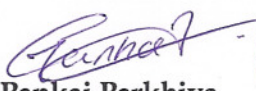
To approve the appointment of Ms. Tulsi R. Bhansali (DIN 06905143) as a Non-Executive Non-Independent Director of the Company, who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. August 12, 2016.

Type of resolution: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution?						No		
Promoter/ Public	Mode of Voting (Postal Ballot not Applica ble)	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes- in favour (4)	No. of votes- against (5)	% of Votes in favour on votes polled (6)=[(4)(2)]* 100	% of Votes in against on votes polled (7)=[(5)(2)]* 100
Promoter and promoter Group	E-Voting	14198100	14198100	100.00	14198100	0	100.00	0.00
	Poll		0	0.00	0.00	0	0.00	0.00
	Total	14198100	14198100	100.00	14198100	0	100.00	0.00
Public Institution al holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- non Institutions	E-Voting	10747896	550874	5.1254	549274	1600	99.7096	0.2904
	Poll		2952349	27.4691	2952349	0	100.00	0.00
	Total	10747896	3503223	32.5945	3501623	1600	99.9543	0.0457
Total		24945996	17701323	70.9586	17699723	1600	99.9910	0.0090

Yours faithfully,

For Goldiam International Limited


Pankaj Parkhiya
Company Secretary



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R. N. SHAH & ASSOCIATES
Company Secretaries

Phone (O): 2836 9965
Mobile : 93247 60604
E-mail : rnshah1954@yahoo.com
Website: rnshahassociates.com

Rajnikant N. Shah

B. Com. (Hons.); LL.B. (Gen.); F.C.S.

OFFICE:

Office No. 306, Apollo Complex,
R. K. Singh Marg, Off. Parsi
Panchayat, Old Nagardas Road,
Andheri (East),
Mumbai – 400 069.

Date: 27th September, 2016

Ref. No.

FORM MGT-13

Scrutinizer(S) Report

Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of Companies
(Management and Administration) Rules, 2014

To,

The Chairman

29th Annual General Meeting of the Equity Shareholders

of GOLDIAM INTERNATIONAL LIMITED,

held on 27th September, 2016 at 11.00 A.M.

at TRIBUNE 1', Banquet Hall, 6th Floor, Hotel Tunga International,

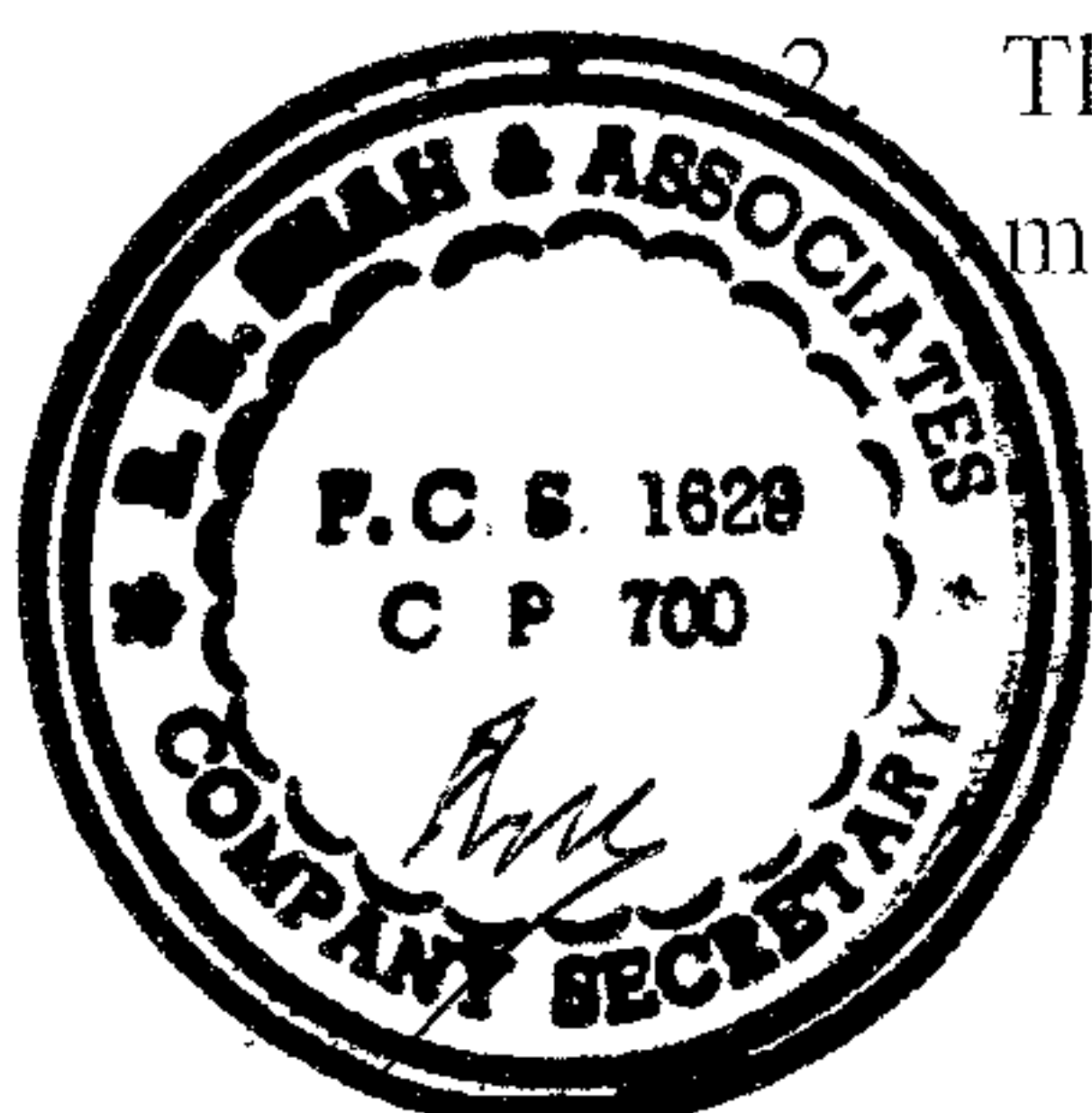
M.I.D.C Central Road, Andheri (East), Mumbai – 400 093.

I, RAJNIKANT NAROTTAMDAS SHAH, appointed as a scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as substituted by notification dated 19th March, 2015) and pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the remote e-voting process and voting by poll taken of below mentioned Resolutions at the Annual General Meeting of Equity Share Holders of GOLDIAM INTERNATIONAL LIMITED held on 27th September, 2016 TRIBUNE 1', Banquet Hall, 6th Floor, Hotel Tunga International, M.I.D.C Central Road, Andheri (East), Mumbai – 400 093, submit my Report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 A.M. on Saturday, 24th September, 2016 to 5.00 P.M. on Monday, 26th September, 2016.

2. The Annual Report containing the Notice was sent by electronic mode to those members whose E-mail Ids were registered with the Depository Participants and for



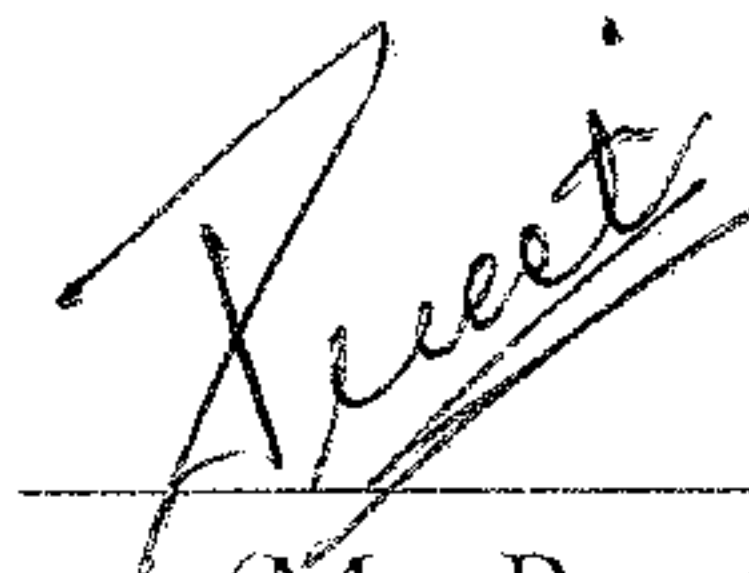
other members, hard copy of Annual Report containing the Notice was sent by Courier.

3. The e-voting event was unblocked on September 27, 2016 around 11.30 A.M. in presence of two witnesses, namely Ms. Preeti J. Tater residing at 2/54, Laxmi Co.op housing soc., Verma Nagar, Old Nagardas Road, Andheri (East) -400069 and Mr. Hemanshu R. Upadhyay residing at 15/3, Sakinabai Chawl, Ambawadi, S.V Road, Dahisar (East), Mumbai-400068, who are not in employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence.



(Mr. Hemanshu R. Upadhyay)



(Ms. Preeti Tater)

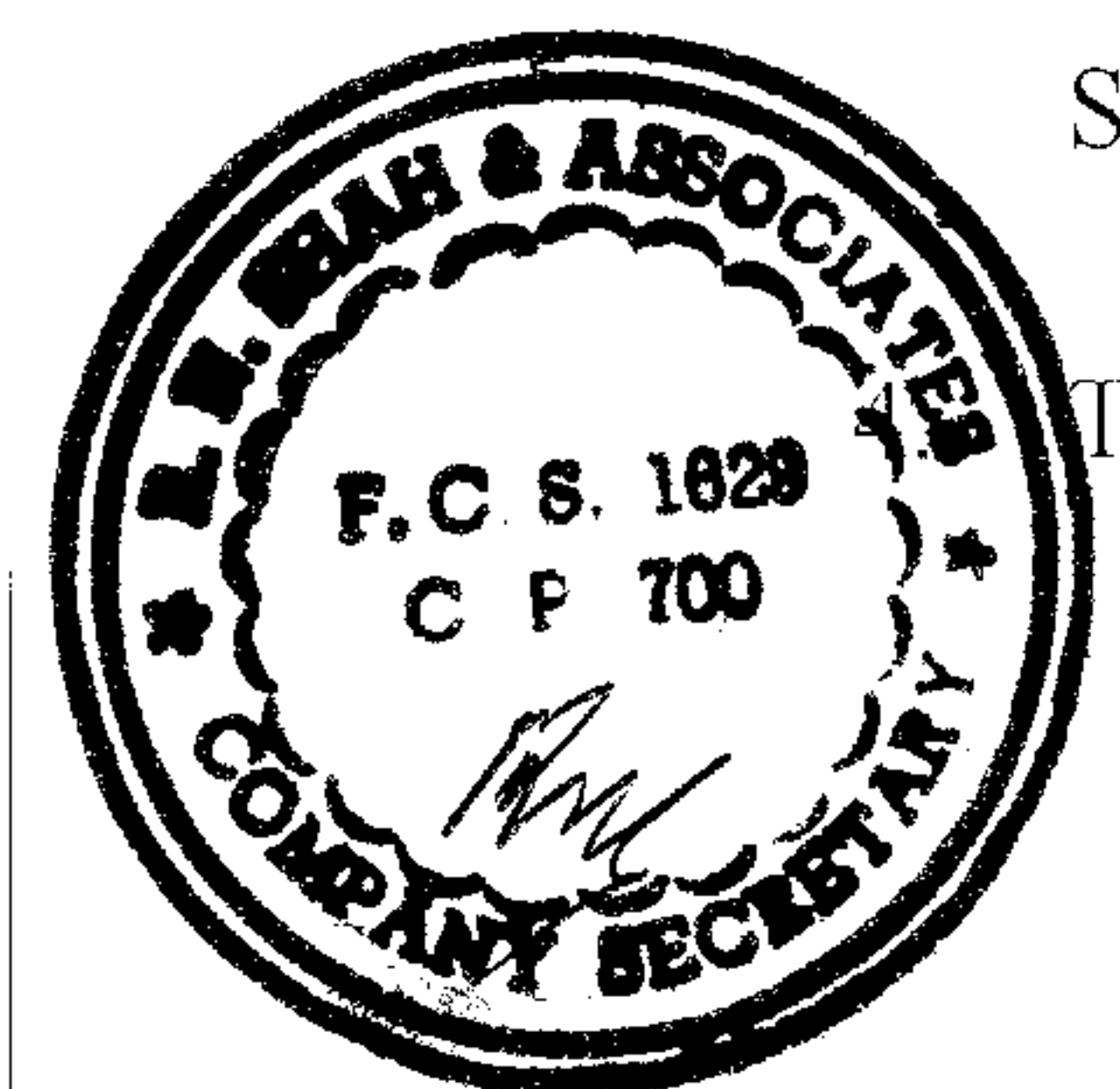
B. Relating to voting by Poll:

1. After the time fixed for closing of the poll by the Chairman, the ballot box were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorisations lodged with the Company.
2. There was no polling paper which was incomplete or found defective.

C. Result of E-voting and voting by Poll is as under:

1. The voting rights were reckoned as on September 20, 2016, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 27, 2016 at around 11.30 A.M. The ballot boxes were opened and polling papers were removed and examined.
3. Thereafter, the details of equity shareholders, who voted "For" or "Against" was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-voting Website of Central Depository Services (India) Limited (CDSL) (www.evotingindia.com).

The combined result of remote e-voting and poll is as under:



a) **RESOLUTION 1**

To receive, consider and adopt the Audited Statement of Accounts for the financial year ended 31st March, 2016 and report of the Board's and Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Report of the Auditors thereon.

i) Voted **in favour** of Ordinary Resolution

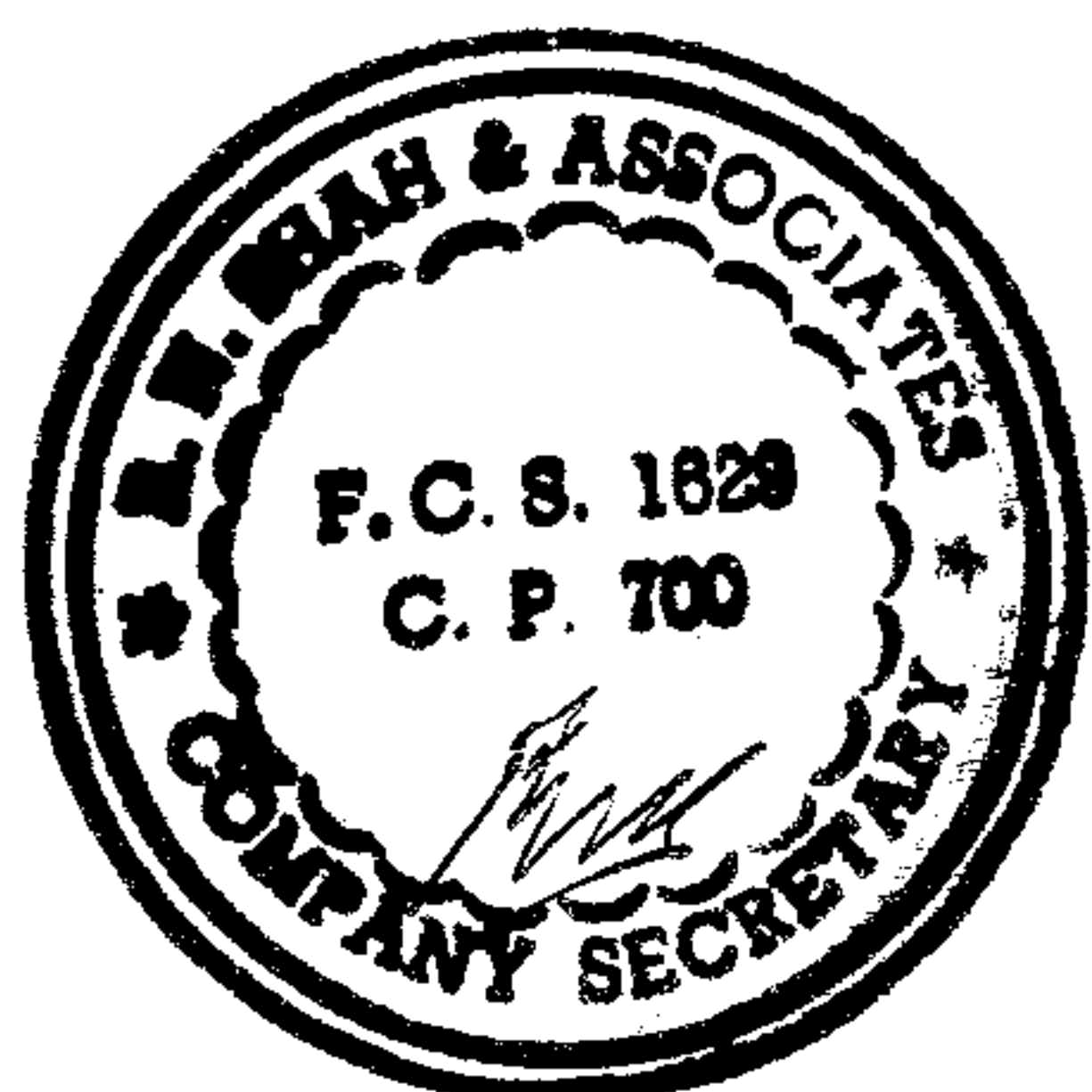
	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	15	29	44
Number of votes cast by them	14748874	2952349	17701223
% of Total number of Valid votes cast	83.32%	16.68%	100%

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	1	0	1
Number of votes cast by them	100	0	100
% of Total number of Valid votes cast	100%	0	100%

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



b) **RESOLUTION 2**

To confirm the interim dividend of Rs. 2/- (i.e. 20%) on each paid up equity shares already paid and declare final dividend of Rs. 0.50 (i.e. 5%) on each paid up equity shares for the financial year ended March 31, 2016.

i) Voted **in favour** of Ordinary Resolution

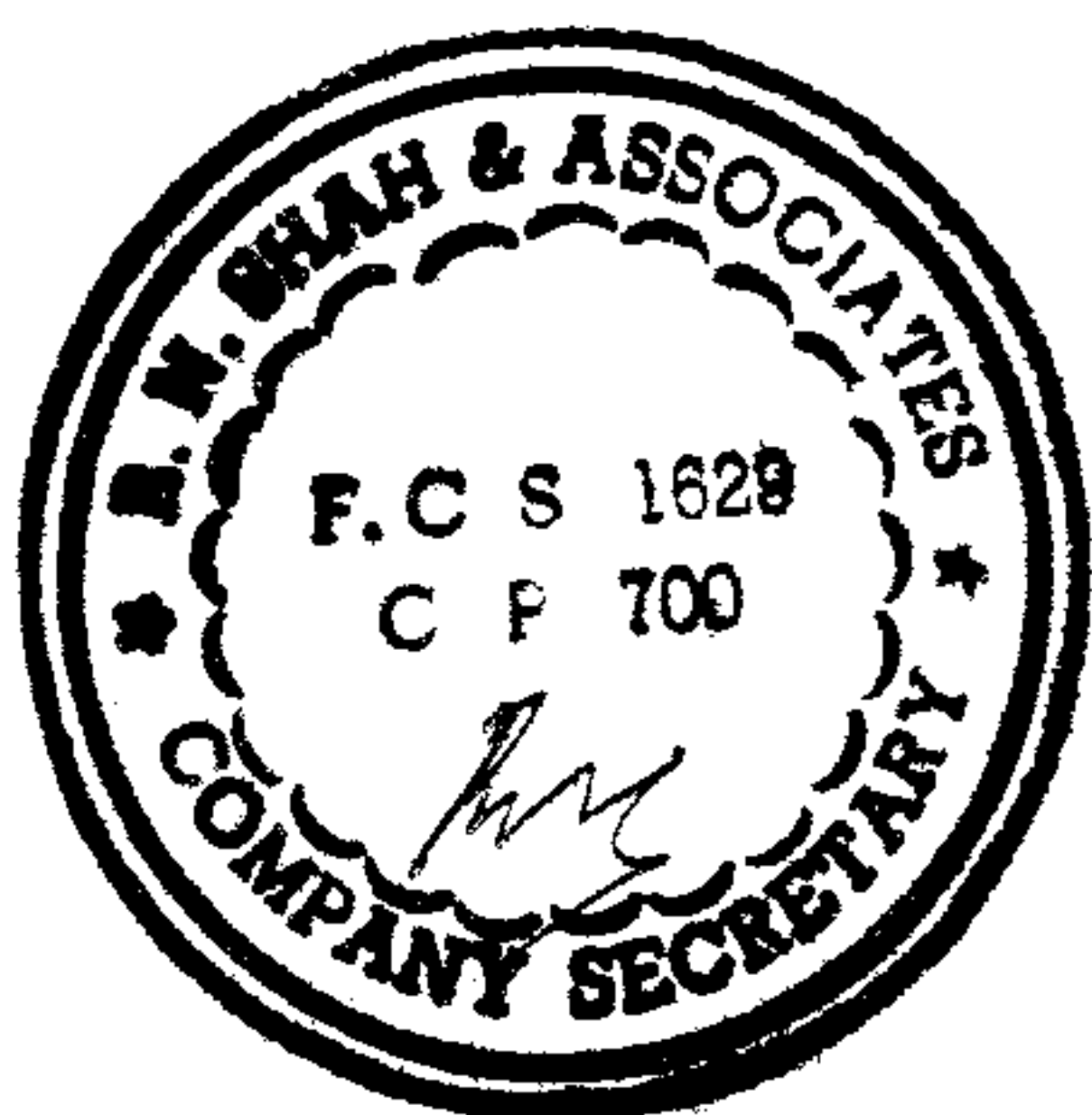
	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	15	29	44
Number of votes cast by them	14748874	2952349	17701223
% of Total number of Valid votes cast	83.32%	16.68%	100%

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	1	0	1
Number of votes cast by them	100	0	100
% of Total number of Valid votes cast	100%	0	100%

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



c) **RESOLUTION 3**

To appoint a Director in the place of Mr. Rashesh M. Bhansali (DIN: 00057931) who retires by rotation and, being eligible, offers himself for re-appointment.

i) Voted **in favour** of Ordinary Resolution

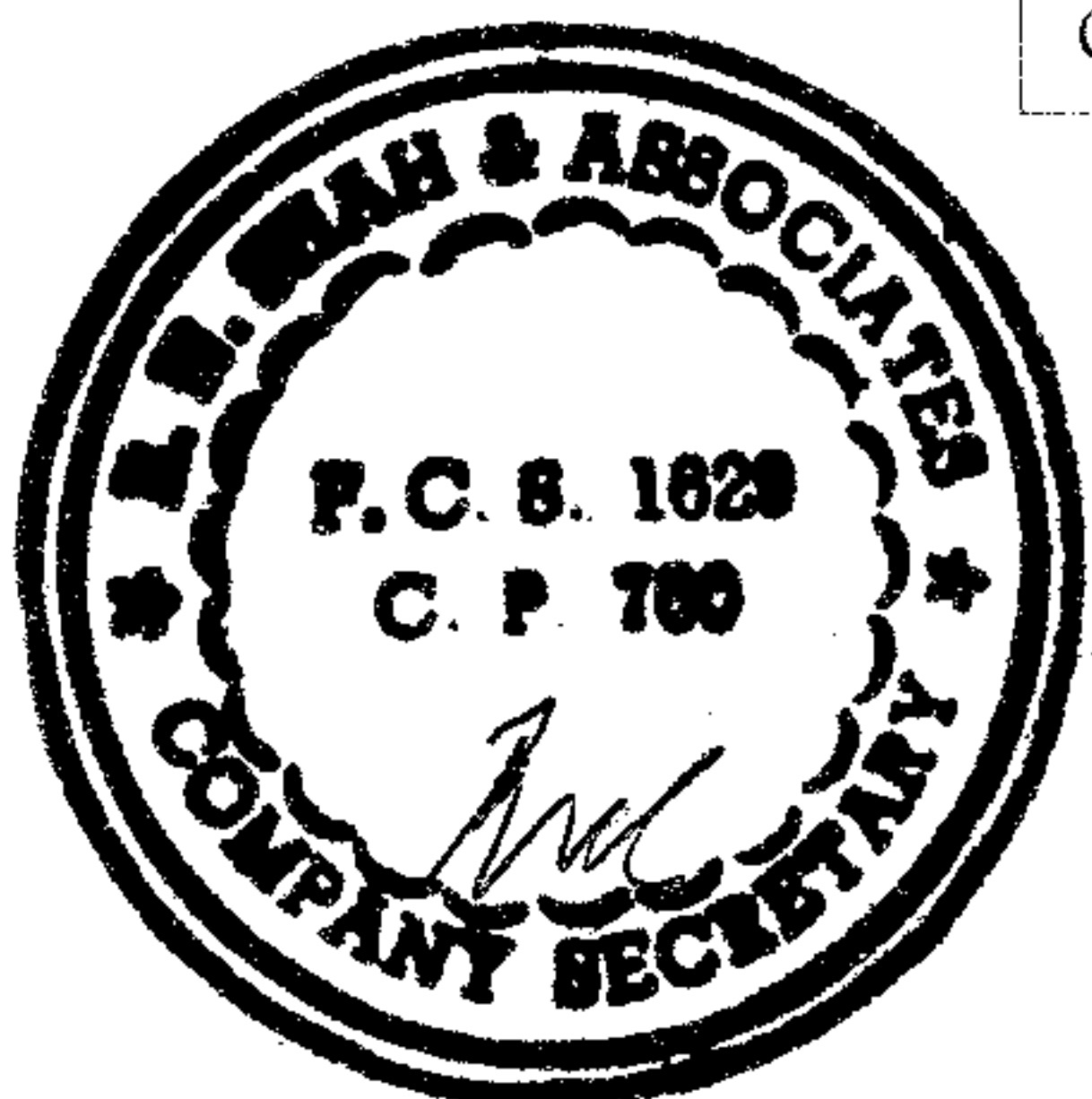
	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	14	29	43
Number of votes cast by them	14747374	2952349	17699723
% of Total number of Valid votes cast	83.32%	16.68%	100%

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	2	0	2
Number of votes cast by them	1600	0	1600
% of Total number of Valid votes cast	100%	0	100%

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



d) **RESOLUTION 4**

To ratify the appointment of Messrs. Pulindra Patel & Co., Chartered Accountants, Mumbai (Registration No. 115187W) as auditors of the Company until the conclusion of the 30th (Thirtieth) Annual General Meeting and to fix their remuneration.

i) Voted **in favour** of Ordinary Resolution

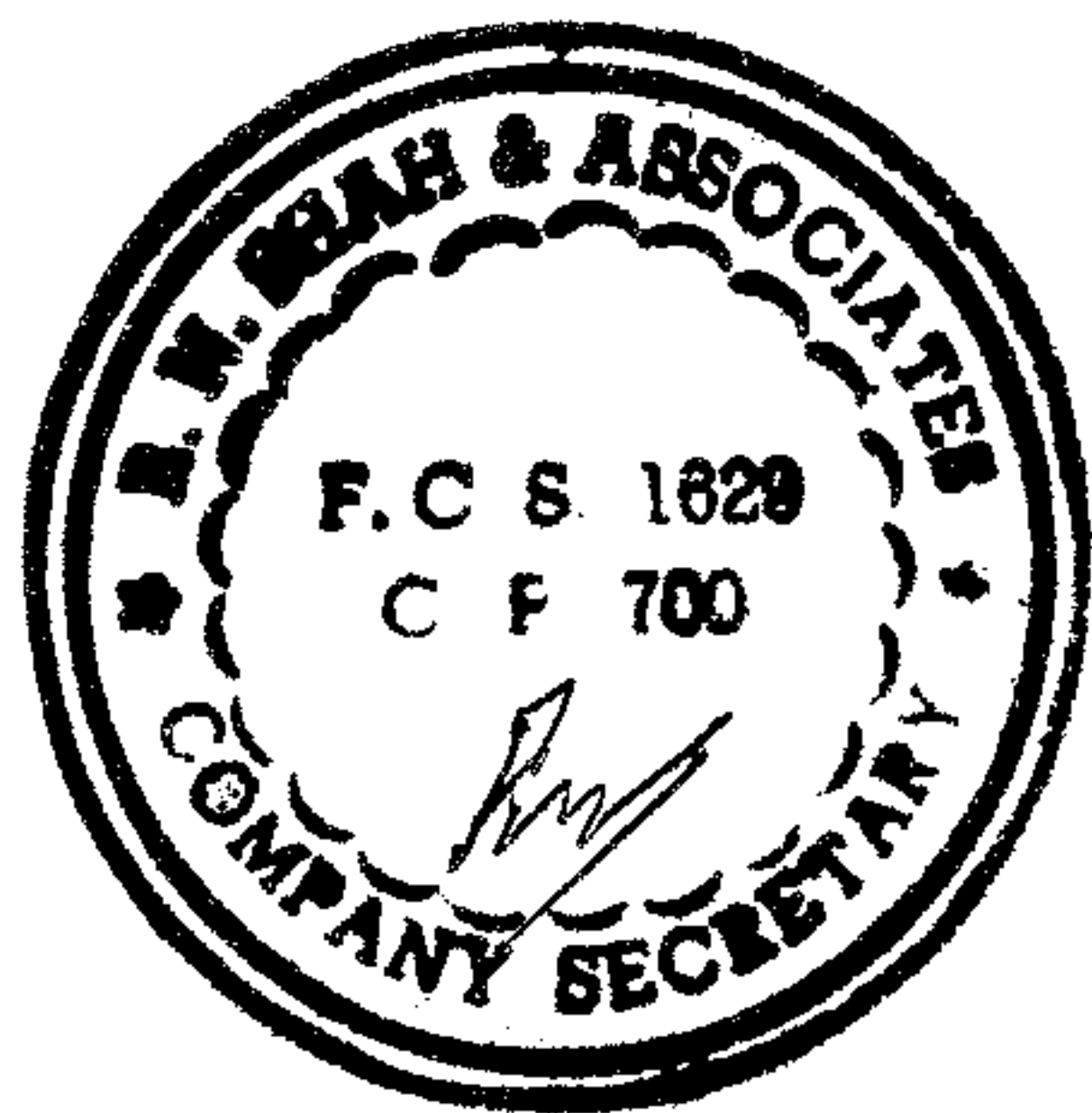
	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	15	29	44
Number of votes cast by them	14748874	2952349	17701223
% of Total number of Valid votes cast	83.32%	16.68%	100%

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	1	0	1
Number of votes cast by them	100	0	100
% of Total number of Valid votes cast	100%	0	100%

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



e) **RESOLUTION 5**

To Appoint Ms. Tulsi Rashesh Bhansal (DIN: 06905143), an Additional Director of the Company as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

i) Voted **in favour** of Ordinary Resolution

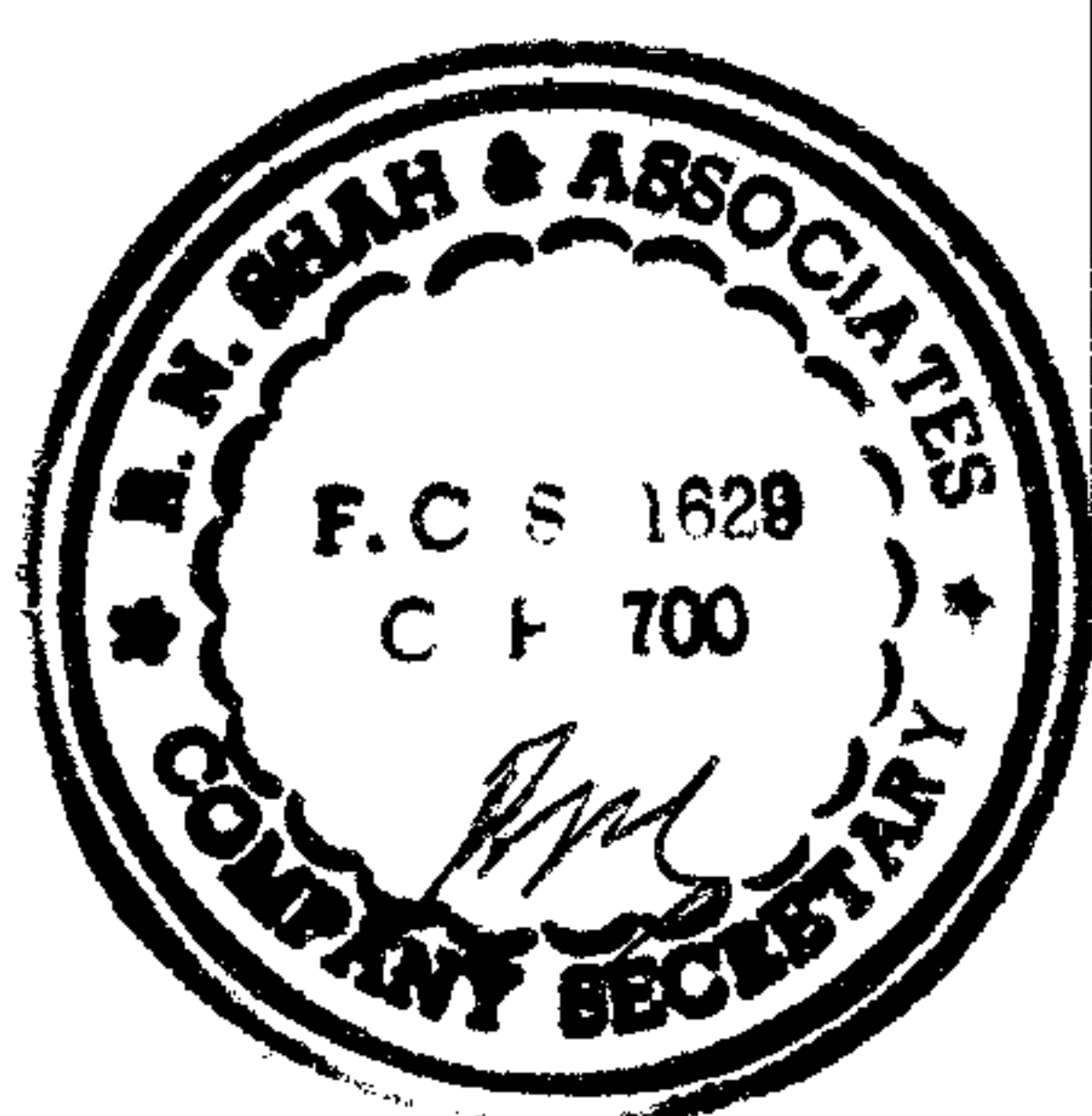
	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	14	29	43
Number of votes cast by them	14747374	2952349	17699723
% of Total number of Valid votes cast	83.32%	16.68%	100%

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	2	0	2
Number of votes cast by them	1600	0	1600
% of Total number of Valid votes cast	100%	0	100%

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



5. A compact Disc (CD) containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution, if any is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to Mr. Manhar R. Bhansali, Chairman, to hand over the same to person as may be authorised by the Board for safe keeping.

Thanking you,

Yours Faithfully,

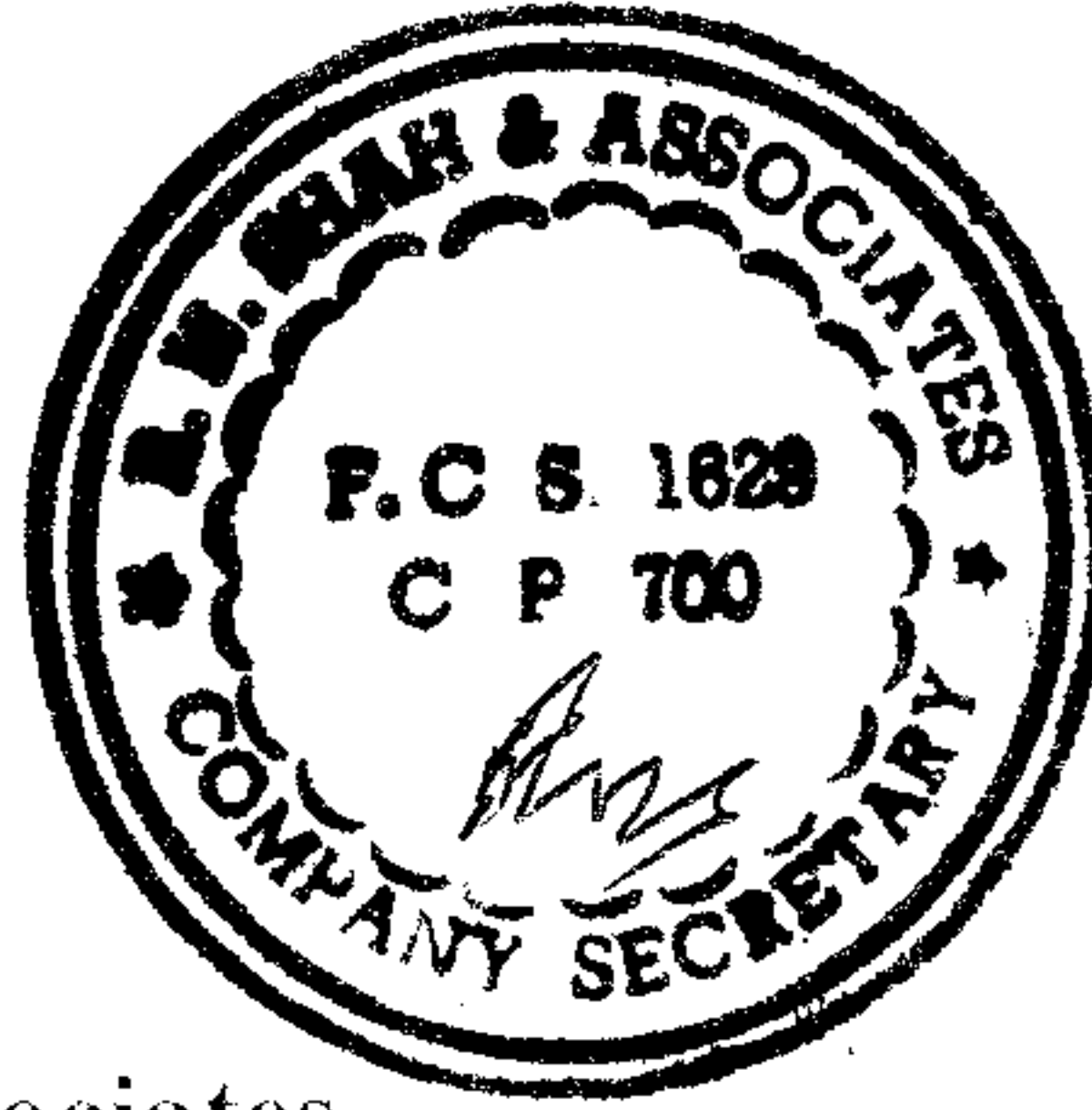


RAJNIKANT N. SHAH

Proprietor, R. N. Shah & Associates

Company Secretaries

F.C.S. 1629: C.P. 700



Place: Mumbai

Date: 27th September, 2016