



# Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

September 27, 2016

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

**Sub: Outcome of the 29<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we wish to inform you that the 29<sup>th</sup> Annual General Meeting of the Company was held on September 27, 2016 at 11.00 a.m. at the TRIBUNE 1' Banquet hall, 6th Floor, Hotel Tunga International, M.I.D.C Central Road, Andheri (East), Mumbai - 400 093.

Pursuant to provisions of the Companies act, 2013, Rules framed thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015, the Company had extended the remote e-voting facility to the member of the Company in respect of resolutions to be passed at the meeting. The remote e-voting commenced at 09.00 a.m. on September 24, 2016 and ended at 5.00 p.m. on September 26, 2016.

The facility for voting through Poll was made available at the meeting for Members who had not cast their vote through remote e-voting. The Board of Directors had engaged the services of Central Depository Services India Limited (CDSL) as the agency to provide e-voting facility and had appointed Mr. Rajnikant Shah, Practicing Company Secretary as the Scrutinizer for the purpose of scrutinizing the Poll and remote E-voting process.

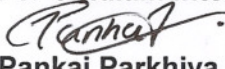
The details of voting results (E-voting and Poll) on the resolutions covered under Item Nos. 1 to 5 as set in the notice convening the 29<sup>th</sup> Annual General Meeting of the Company would be separately communicated in the prescribed format along with the scrutinizers report thereon.

We enclose herewith the gist of proceedings at the 29<sup>th</sup> Annual General Meeting held today.

You are requested to take note of the same.

Yours faithfully,

For Goldiam International Limited

  
Pankaj Parkhiya  
Company Secretary



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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](mailto:goldiam@vsnl.com) website:

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## GIST OF PROCEEDING AT THE 29<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 29<sup>th</sup> Annual General Meeting of the Company was held on September 27, 2016 at 11.00 a.m. at the TRIBUNE 1' Banquet hall, 6th Floor, Hotel Tunga International, M.I.D.C Central Road, Andheri (East), Mumbai - 400 093.

### Members Present:

A total of 39 Members (including 2 (Two) Authorised Representative) attended the meeting as per the records of the attendance.

### Directors Present:

Mr. Manhar R. Bhansali : Chairman  
Mr. Rashesh M. Bhansali : Vice-Chairman & Managing Director  
Mr. Ajay M. Khatlawala : Independent Director (Chairman – Audit Committee & Nomination and Remuneration Committee)  
Dr. R. Srinivasan : Independent Director  
Ms. Tulsi R. Bhansali : Non-Executive Non-Independent Director

### Auditors Present:

Mr. Pulindra M. Patel : Proprietor, Pulindra Patel & Co, Chartered Accountants  
Mr. Rajnikant N. Shah : Proprietor, R.N. Shah & Associates, Company Secretaries

### Scrutinizer:

Mr. Rajnikant N. Shah : Proprietor, R.N. Shah & Associates, Company Secretaries

The meeting commenced at 11.00 a.m. and concluded at 11.25 a.m.

### Documents & Registers which were kept for inspection by members:

1. Notice of the 29<sup>th</sup> Annual General Meeting
2. Board's Report alongwith Annexures thereto for the financial year ended on March 31, 2016.
3. Audited Financial Statements alongwith Auditors' Report thereon for the financial year ended on March 31, 2016 (Standalone and Consolidated)
4. Statutory Registers under the Companies Act, 2013 including the Registers of Directors and Key Managerial Personnel and their shareholdings, the Register of Contracts/ Arrangements in which Directors are interested and Register of Members.

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5. Secretarial Audit Report
6. Corporate Governance Report and Compliance Certificate thereon.

Mr. Pankaj Parkhiya, Company Secretary & Compliance Officer welcomed the members and all the Directors on the dias to the 29<sup>th</sup> annual General Meeting on behalf of the Company and requested Mr. Manhar R. Bhansali, Chairman of the Company to address the meeting.

Mr. Manhar R. Bhansali chaired the proceedings of the meeting.

The Chairman on behalf of the board of directors and on members behalf, placed, on record, deep sense of appreciation of Mr. Rajesh G. Kapadia, Independent Director and Mrs. Ami R. Bhansali, Non-Executive Non-Independent Director who resigned as members of the board of the Company for their services to the board and the Company and gave an overview of the business operations & performance of the Company for the financial year ended March 31, 2016 and quarter ended June 30, 2016 as a part of his speech.

The Chairman informed the members that pursuant to provisions of the Companies act, 2013, Rules framed thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015, the Company had extended the remote e-voting facility to the member of the Company in respect of resolutions to be passed at the meeting. The remote e-voting commenced at 09.00 a.m. on September 24, 2016 and ended at 5.00 p.m. on September 26, 2016.

He further informed that the facility for voting through Poll was made available at the meeting for Members who had not cast their vote through remote e-voting. The Board of Directors had engaged the services of Central Depository Services India Limited (CDSL) as the agency to provide e-voting facility and had appointed Mr. Rajnikant Shah, Practicing Company Secretary as the Scrutinizer for the purpose of scrutinizing the Poll and remote E-voting process.

With the consent of the members present, the notice convening the 29<sup>th</sup> Annual General Meeting, Directors' Report of the Company and Auditors Report for the Financial Year ended March 31, 2016 were taken as read.

Thereafter, all the agenda items specified in the Notice were taken up and the floor open for discussions. The following agenda items as per Notice were transacted at the Meeting:-

## Ordinary Business

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.

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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.
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.
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.

## Special Business

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.

The members were requested to give their views/comments on the agenda items. All the queries raised by the members were clarified by the Chairman and Senior Management team.

The Chairman ordered a Poll to be taken at the meeting and requested Mr. Rajnikant Shah, Scrutinizer to oversee orderly conduct of the Voting.

The Chairman informed that the details of voting results (E-voting and Poll) alongwith consolidated scrutinizers report on the above resolutions shall be placed on the website of the Company and CDSL and shall also be communicated to the Stock Exchanges within the time prescribed under law.

You are requested to take the note of the same.

Thanking you,

Yours faithfully,

For Goldiam International Limited

**Pankaj Parkhiya**  
Company Secretary



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