



# Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

September 27, 2023

To, BSE 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 Sir's,

**Subject: Voting Results and Proceedings of 36<sup>th</sup> Annual General Meeting of Goldiam International Limited (the "Company") held on Wednesday, September 27, 2023.**

This is to inform you that the 36<sup>th</sup> Annual General Meeting ("AGM") of the Company was held on Wednesday, September 27, 2023 at 11.00 a.m. through video conferencing/other audio visual means in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regards.

Accordingly, we hereby submit the following documents:

1. Summary of proceedings of 36<sup>th</sup> AGM pursuant to Regulation 30, Part A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations).
2. Consolidated Voting results in the format prescribed under Regulation 44 of Listing Regulations.
3. Scrutinizer's Report on Remote – E-voting & Poll pursuant to Rule 20 (4) of the Companies (Management and Administration) Rules, 2014, as amended.

You are requested to take the above information on your records.

Thanking you

Yours faithfully

**For Goldiam International Limited**

**Pankaj Parkhiya**

**Company Secretary and Compliance Officer**

Encl: as above

## Registered Office

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

Phones: (022) 28291893/28290396/28292397 Fax : (022) 28292885

Email:- [investorrelations@goldiam.com](mailto:investorrelations@goldiam.com) Website: [www.goldiam.com](http://www.goldiam.com)



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## SUMMARY OF PROCEEDINGS OF 36<sup>th</sup> ANNUAL GENERAL MEETING

The 36<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held on Wednesday, September 27, 2023 at 11.00 a.m. through the Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility to transact the businesses as stated in the notice dated August 08, 2023 convening the AGM in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time. The meeting commenced at 11.00 a.m. and concluded at 11.36 a.m.

Mr. Rashesh Manhar Bhansali, Executive Chairman welcomed the shareholders and other invitees present at the 36<sup>th</sup> Annual General Meeting of the Company. He then, introduced the Board of Directors and other Invitees/ attendees present at the AGM who had connected through VC from their respective locations. All Directors were present for the meeting. The Statutory and Secretarial Auditors were also present during the meeting through VC. Thereafter, the Company Secretary ascertained the requisite quorum and called the Meeting to order.

The Executive Chairman of the Company, Chaired the proceedings of the Annual General Meeting.

On request by the Chairman, Mr. Pankaj Parkhiya, Company Secretary, then provided general instructions to the members regarding participation in the meeting, *inter alia*, includes the following:

- The Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM
- The Company had provided a facility to the members to cast their votes electronically, on all resolutions set forth in the Notice convening the 36<sup>th</sup> AGM of the Company and the remote e-voting period commenced on Sunday, September 24, 2023 at 9.00 a.m.(IST) and ended on Tuesday, September 26, 2023 at 5.00 p.m.(IST).
- Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM i.e. Insta-Poll.
- The Company had appointed Mr. Rajnikant Shah, Company Secretary in Practice, as Scrutinizer for the purpose of scrutinizing the remote E-voting process and voting through Insta-Poll.

The Company Secretary further informed the Members that the Statutory Auditors Report does not contain qualification or adverse remarks, however the Secretarial Audit Report contain qualification or adverse remarks and Management reply thereon also explained on page no. 22 of the Annual Report and with the permission of the Members present, the said Reports as a part of the Annual Report along with notice convening the 36<sup>th</sup> AGM, already been emailed to all shareholders, were taken as read.

Thereafter, the Company Secretary invited Mr. Rashesh Manhar Bhansali, Executive Chairman of the Company. The Chairman made his opening remarks on the business overview and also highlighted financial performance of the company for FY 2022-23. The chairman also explained future outlook of the company. He further informed that Mr. Ajay M Khatlawala will complete his tenure as an Independent Director on the Board of the Company upon conclusion of this AGM. The Chairperson placed on record deep appreciation and gratitude to Mr. Ajay M Khatlawala for his extensive contribution and stewardship.

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The members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 36<sup>th</sup> AGM of the Company.

The Company Secretary, thereafter, thanked all the members for their participation at the AGM. He further informed the members that Insta-Poll facility at the AGM was opened for 15 minutes and thereafter the meeting concluded.

The following items of business, as per the Notice convening the 36<sup>th</sup> AGM of the Company were transacted at the meeting:

<b>ORDINARY BUSINESS</b>	
1.	To receive, consider and adopt Audited Standalone and Consolidated Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon. <b>(Ordinary Resolution)</b>
2.	To confirm payment of 1st interim dividend of Rs. 2/- (i.e. 100%) on each paid up equity share of Rs.2/- already paid for the financial year ended March 31, 2023. <b>(Ordinary Resolution)</b>
3.	Re-appointment of Mr. Anmol Rashesh Bhansali (DIN 07931599) who retires by rotation. <b>(Ordinary Resolution)</b>
<b>SPECIAL BUSINESS</b>	
4.	Approve to pay remuneration to Mr. Rashesh Manhar Bhansali (DIN 00057931), as an Executive Chairman for the remaining period of his tenure. <b>(Special Resolution)</b>

Detailed voting results for the votes cast through remote e-voting and electronic voting at the AGM on all the resolutions as set out in the Notice of AGM are enclosed.

Thanking you

Yours faithfully

**For Goldiam International Limited**

**Pankaj Parkhiya**  
**Company Secretary and Compliance Officer**

Encl: a/a

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## VOTING RESULTS OF THE 36<sup>th</sup> AGM PURSUANT TO REGULATION 44 OF THE LISTING REGULATIONS

Date of the AGM	September 27, 2023
Total number of shareholders on record date/Cut-off Date	62,470
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA NA
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	2 37

### Resolution 1:

Adoption of the Audited (Standalone and Consolidated) Balance Sheet as at March 31, 2023, the Statement of Profit and Loss for the year ended on that date 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					
Category	Mode of Voting	No. of shares held	No. of Valid 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	Remote E-Voting	71122359	71122359	100.0000	71122359	0	100.0000	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>71122359</b>	<b>100.0000</b>	<b>71122359</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>

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Public Institutions	Remote E-Voting	17435	0	0	0	0	0	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	Remote E-Voting	35655328	65219	0.1829	64995	224	99.6565	0.3435
	Venue voting/ Insta Poll		55	0.0002	55	0	100.0000	0.0000
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>65274</b>	<b>0.1831</b>	<b>65050</b>	<b>224</b>	<b>99.6568</b>	<b>0.3432</b>
<b>Total</b>		<b>106795122</b>	<b>71187633</b>	<b>66.6581</b>	<b>71187409</b>	<b>224</b>	<b>99.9997</b>	<b>0.0003</b>

Details of Invalid/Abstained Votes	
Category	No. of votes
Promoter and promoter Group	0
Public Institutional holders	0
Public- non-Institutions	0

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## Resolution 2:

Confirm payment of 1<sup>st</sup> interim dividend of Rs. 2/- (i.e. 100%) on each paid up equity share of Rs.2/- already paid for the financial year ended March 31, 2023.

Type of resolution: **Ordinary Resolution**

Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Valid 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	Remote E-Voting	71122359	71122359	100.0000	71122359	0	100.0000	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>71122359</b>	<b>100.0000</b>	<b>71122359</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	Remote E-Voting	17435	0	0	0	0	0	0
	Venue voting/ Insta Poll		0	0	0	0	0	
	Postal Ballot (NA)		0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	Remote E-Voting	35655328	65420	0.1835	65396	24	99.9633	0.0367
	Venue voting/ Insta Poll		55	0.0002	55	0	100.0000	0
	Postal Ballot (NA)		0	0	0	0	0	
	<b>Total</b>		<b>65475</b>	<b>0.1837</b>	<b>65451</b>	<b>24</b>	<b>99.9633</b>	<b>0.0367</b>
<b>Total</b>		<b>106795122</b>	<b>71187834</b>	<b>66.6583</b>	<b>71187810</b>	<b>24</b>	<b>100.0000</b>	<b>0</b>

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Details of Invalid/Abstained Votes	
Category	No. of votes
Promoter and promoter Group	0
Public Institutional holders	0
Public- non-Institutions	0

### Resolution 3:

Re-appointment of Mr. Anmol Rashesh Bhansali (DIN 07931599) who retires by rotation.

Type of resolution: **Ordinary Resolution**

Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Valid 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
Promoter and Promoter Group	Remote E-Voting	71122359	71122359	100.0000	71122359	0	100.0000	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>71122359</b>	<b>100.0000</b>	<b>71122359</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	Remote E-Voting	17435	0	0	0	0	0	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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Public Non Institutions	Remote E-Voting	35655328	65542	0.1838	64991	551	99.1593	0.8407
	Venue voting/ Insta Poll		55	0.0002	55	0	100.0000	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>65597</b>	<b>0.1840</b>	<b>65046</b>	<b>551</b>	<b>99.1600</b>	<b>0.8400</b>
<b>Total</b>		<b>106795122</b>	<b>71187956</b>	<b>66.6584</b>	<b>71187405</b>	<b>551</b>	<b>99.9992</b>	<b>0.0008</b>

Details of Invalid/Abstained Votes	
Category	No. of votes
Promoter and promoter Group	0
Public Institutional holders	0
Public- non-Institutions	79

#### Resolution 4:

Approve to pay remuneration to Mr. Rashesh Manhar Bhansali (DIN 00057931), as an Executive Chairman for the remaining period of his tenure.

Type of resolution: **Special Resolution**

Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of valid 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	Remote E-Voting	71122359	71122359	0	71122359	0	100.0000	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>71122359</b>	<b>0</b>	<b>71122359</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>

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Public Institutions	Remote E-Voting	17435	0	0	0	0	0	0
	Venue voting/ Insta Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	Remote E-Voting	35655328	65622	0.1840	64205	1417	97.8407	2.1593
	Venue voting/ Insta Poll		55	0.0002	55	0	100.0000	0
	Postal Ballot (NA)		0	0	0	0	0	0
	<b>Total</b>		<b>65677</b>	<b>0.1842</b>	<b>64260</b>	<b>1417</b>	<b>97.8425</b>	<b>2.1575</b>
<b>Total</b>		<b>106795122</b>	<b>71188036</b>	<b>66.6585</b>	<b>71186619</b>	<b>1417</b>	<b>99.9980</b>	<b>0.0020</b>

Details of Invalid/Abstained Votes	
Category	No. of votes
Promoter and promoter Group	0
Public Institutional holders	0
Public- non-Institutions	0

Yours faithfully,

For **Goldiam International Limited**

**Pankaj Parkhiya (ACS 30395)**

**Company Secretary**

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**R. N. SHAH & ASSOCIATES**  
Company Secretaries

Phone (O): 02241005444/9653258562  
Mobile: 93247 60604/88500 91172  
E-mail : [rnshah1954@yahoo.com](mailto:rnshah1954@yahoo.com)  
Website: [rnshahassociates.com](http://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.

Ref. No.

**Date: 27<sup>th</sup> September, 2023**

**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 of 36<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Goldiam International Limited held on Wednesday, 27<sup>th</sup> September, 2023 at 11.00 a.m. through Video Conferencing/Other Audio Visual Means ("VC/OAVM") Facility.

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 19<sup>th</sup> March, 2015) and pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of remote e-voting as well as the e-voting by Members during the 36<sup>th</sup> Annual General Meeting on the resolutions contained in the AGM notice dated 08<sup>th</sup> August, 2023 issued in accordance General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2021 dated January 15, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No 10/2022 dated 28<sup>th</sup> December, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), allowed companies whose AGMs were due to be held in the year 2023 or become due in the year 2023, to conduct their AGMs on or before 30.09.2023, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circulars") the validity of which has been extended till September 30, 2023 by SEBI, calling the 36<sup>th</sup> Annual General Meeting (AGM) of its Equity



RAJNIKANT  
NAROTTAM  
DAS SHAH

Digitally signed by RAJNIKANT NAROTTAMDAS  
SHAH  
DN: cn=Rajnikant N. Shah, o=R.N. Shah & Associates,  
ou=Company Secretaries, email=rajnikant.narottamdas@rnshahassociates.com,  
serial=1020, c=IN  
Reason: 2023.09.27 10:11:12 +05'30



Shareholders through VC / OAVM. The AGM was convened on Wednesday, 27<sup>th</sup> September, 2023 at 11.00 a.m. IST through VC / OAVM.

I submit my Report as under:

**A. Dispatch of Notice convening the AGM:**

1. Pursuant to General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19", General Circular no. 20/2020 dated May 5, 2020, General Circular nos. 02/2021, 21/2021, 3/2022 and 10/2022 dated January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 respectively in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circulars") an advertisement was published in Business Standard (English) and Mumbai Lakshdeep (Marathi), on 25<sup>th</sup> August, 2023 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & Demat) who are yet to register their Email ID with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
2. Pursuant to General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 2/2021 dated January 15, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No 10/2022 dated 28<sup>th</sup> December, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), allowed companies whose AGMs were due to be held in the year 2023 or become due in the year 2023, to conduct their AGMs on or before 30.09.2023, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January,



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2021, Circular No. SEBI/ HO/ CFD/ CMD2/ CIR/ P/ 2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (“SEBI Circulars”) notice of the AGM along with the Annual Report 2022-23 was sent only through electronic mode to those Members whose email addresses are registered with the Company or CDSL / NSDL, (“Depositories/DP”).

3. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 04<sup>th</sup> September, 2023.
4. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited (LIPL), the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of AGM:

- On 04<sup>th</sup> September, 2023 by E-mail to 59,383 Members who had registered their E-mail IDs with the Company / Depositories;

**B. Since this AGM was held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members, requirement of Route Map in AGM notice & appointment of proxies had been dispensed with. The deemed venue of this meeting would be the place from which Chairman is attending.**

**C. The members who attended the AGM through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.**

**D. Cut-off date**

Voting rights were reckoned as on Wednesday, 20<sup>th</sup> September, 2023, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.



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#### E. Remote e-voting process

- Agency

The Company appointed Link Intime India Private Limited (LI IPL) as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

- Remote e-voting period:

The remote E-Voting period remained open from 9.00 a.m. on September 24, 2023 and ended on September 26, 2023 at 5.00 p.m. and members had cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Link Intime India Private Limited.

#### F. Voting at the AGM:

- Company had provided facility of e-voting during the AGM only to those members who were present in the 36<sup>th</sup> AGM through InstaMeet Facility and had not cast their vote on the Resolutions through remote e-Voting and were otherwise not barred from doing so, were eligible to vote through e-Voting system in the 36<sup>th</sup> AGM.
- In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote evoting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- Accordingly, LI IPL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.



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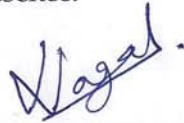
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### G. Results of the remote e-voting and e-voting by members at the AGM:

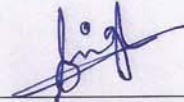
- On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the LIPL evoting platform and downloaded the results.

The results were unblocked on September 27, 2023 around 11:48 a.m. in presence of two witnesses, namely Ms. Vaishnavi Nitin Vagal residing at 103, Building No. 11, Aakarshan, Sundar Sarovar Complex, Sliver Park, Mira Road, Thane-401107 and Ms. Neha Vinay Singh residing at A-701, Venus Tower, Veera Desai Road, Azad Nagar, Andheri West, Mumbai 400053 who are not in employment of the Company.

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



(Vaishnavi Nitin Vagal)



(Neha Vinay Singh)

- Based on the aforesaid results, we report that 3 Ordinary Resolutions as set out in Item Nos. 1 to 3 and 1 Special Resolution as set out in Item Nos. 4 of the Notice of the AGM dated 08<sup>th</sup> August, 2023 have been passed with the requisite majority.
- Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 08<sup>th</sup> August, 2023 is enclosed herewith.



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## CONSOLIDATED RESULTS

**Item No. 1:** Adoption of audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2023 and audited consolidated financial statements of the Company together with the report of the Auditors thereon for the financial year ended March 31, 2023.

The combined result of remote e-voting and e-voting at the AGM is as under:

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

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	118	11	129
Number of valid votes cast by them	71187354	55	71187409
% of Total number of valid votes cast	99.99	100	99.99

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	2	0	2
Number of valid votes cast by them	224	0	224
% of Total number of valid votes cast	0.01	0	0.01

iii) **Invalid/Abstain** Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared <b>invalid/Abstain</b>	-	-	-
Number of <b>invalid/Abstain</b> votes cast by them	-	-	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated 08<sup>th</sup> August, 2023 has been passed with requisite majority.



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## CONSOLIDATED RESULTS

**Item No. 2:** To confirm 1st interim dividend of Rs. 2/- (i.e. 100%) on each paid up equity share of Rs. 2/- already paid for the financial year ended March 31, 2023.

The combined result of remote e-voting and e-voting at the AGM is as under:

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

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	119	11	130
Number of valid votes cast by them	71187755	55	71187810
% of Total number of valid votes cast	99.99	100	99.99

**ii) Voted against of Ordinary Resolution**

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	1	0	1
Number of valid votes cast by them	24	0	24
% of Total number of valid votes cast	0.01	0	0.01

**iii) Invalid/Abstain Votes**

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	-	-	-
Number of invalid/Abstain votes cast by them	-	-	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 08<sup>th</sup> August, 2023 has been passed with requisite majority.



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RAJNIKANT NAROTTAMDA S SHAH  
CHARTERED ACCOUNTANTS  
MEMBER OF THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA  
REGISTRATION NO. 1928  
C.A. 700  
NEW DELHI







## CONSOLIDATED RESULTS

**Item No. 4:** To approve to pay remuneration to Mr. Rashesh Manhar Bhansali (DIN : 00057931) as an Executive Chairman for the remaining period of his tenure.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted in favour of Special Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	109	11	120
Number of valid votes cast by them	71186564	55	71186619
% of Total number of valid votes cast	99.99	100	99.99

ii) Voted against of Special Resolution

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members voted	11	0	11
Number of valid votes cast by them	1417	0	1417
% of Total number of valid votes cast	0.01	0	0.01

iii) Invalid/Abstain Votes

	Remote E-Voting	E-Voting at the AGM	Total
No. of Members whose votes were declared invalid/Abstain	-	-	-
Number of invalid/Abstain votes cast by them	-	-	-

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 4 of the Notice of the AGM dated 08<sup>th</sup> August, 2023 has been passed with requisite majority.



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- All other relevant records were sealed and handed over to Mr. Rashesh M. Bhansali, Chairman, as authorised by the Board to hand over for safe keeping.

Thanking you,

Yours Faithfully,

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AS SHAH

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**(RAJNIKANT N. SHAH)**  
**PROPRIETOR,**  
**R. N. SHAH & ASSOCIATES**  
**COMPANY SECRETARIES**  
**F.C.S. 1629 C.P. 700**  
**PEER REVIEW CERTIFICATE NUMBER: 919/ 2020**  
**UDIN: F001629E001102841**

**PLACE: MUMBAI**  
**DATE: 27<sup>TH</sup> SEPTEMBER, 2023**