

Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY CIN:L36912MH1986PLC041203

July 10, 2023

To,

BSE Limited National Stock Exchange of India Limited

PhirozeJeejeebhoy Towers, Exchange Plaza,
Dalal Street, Mumbai- 400 001. Bandra Kurla Complex, Mumbai- 400 051.

Scrip Code: 526729 Scrip Code: GOLDIAM EQ

Dear Sir/Madam,

Sub: <u>Submission of Public Announcement for Buyback of equity shares of Goldiam</u> International Limited

Further to our intimations dated May 20, 2023 and July 6, 2023, informing the stock exchanges that the Board of Directors and shareholders of the Company, respectively, approved the proposal of the Company to buyback up to 21,79,493 (Twenty one lakhs Seventy nine thousand four hundred ninety three hundred) fully paid-up equity shares of a face value of ₹ 2/- (Rupees Two) each (representing 2% of the total issued and paid up equity share capital of the Company) ("Equity Shares") at a price of ₹150/- (Rupees One hundred fifty only) per Equity Share on a proportionate basis through the tender offer process, under the SEBI (Buy-Back of Securities) Regulations, 2018. The Board of Directors of the Company may, till one (1) working day prior to the record date i.e., July 20, 2023, increase the buy-back price and decrease the number of securities proposed to be bought back, such that there is no change in the aggregate size of the buy-back.

Please find attached the following:

1. copies of Public Announcement dated July 7, 2023, published in Financial Express (Englishall editions) & (Gujarati- Ahmedabad Edition), Jansatta (Hindi-all editions) and Lakshdeep (Marathi-Mumbai Edition) on July 10, 2023 pursuant to Regulation 7 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.

This is for your information and records.

Yours faithfully, For Goldiam International Limited

Pankaj Parkhiya Company Secretary & Compliance Officer

Encl.: As above



CIN:L36912MH1986PLC041203

Registered office: Gems & Jewellery Complex, MIDC, SEEPZ, Andheri (East), Mumbai - 400 096. Tele. No. 022 -28291893/ 28290396/ 28292397; Fax: 022-28292885 Website: www.goldiam.com; Email: investorrelations@goldiam.com Contact Person: Pankaj Parkhiya, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF GOLDIAM INTERNATIONAL LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) **REGULATIONS, 2018, AS AMENDED.**

This Public Announcement (the "Public Announcement") is made in relation to buy back of fully paid up Equity Shares having face value of ₹ 2/- (Rupees Two Only) each (the "Equity Shares") by Goldiam International Limited ("the Company") through tender offer route using the Stock Exchange Mechanism in accordance with Securities and Exchange Board of India ("SEBI") circular CIR/CFD/POLICYCELL/1/2015/dated April 13, 2015 read with circular CFD/DCR2/P/2016/131 dated December 9, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 as amended ("SEBI Circulars") pursuant to the provisions of Regulation 7(i) read with Schedule II along with other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modifications or re-enactments that may be introduced (the "Buyback Regulations") for the time being in force and contains the disclosures as specified in Schedule II read with Schedule I of the Buyback Regulations.

OFFER FOR BUYBACK OF UP TO 21,79,493 FULLY PAID UP EQUITY SHARES (TWENTY ONE LAKHS SEVENTY NINE THOUSAND FOUR HUNDRED NINETY THREE ONLY) FULLY PAID-UP EQUITY SHARES OF GOLDIAM INTERNATIONAL LIMITED ('COMPANY') OF FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES") AT A PRICE OF ₹ 150/- (RUPEES ONE HUNDRED FIFTY ONLY) PER FULLY PAID-UP EQUITY SHARE ("BUYBACK PRICE") IN CASH ON A PROPORTIONATE BASIS FROM ALL EXISTING MEMBERS HOLDING EQUITY SHARES OF THE COMPANY THROUGH THE TENDER OFFER PROCESS USING THE STOCK EXCHANGE MECHANISM.

Certain figures in this Public Announcement, including financial information, have been subject to rounding off adjustments. All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE.

- 1.1. The Board of Directors (the "Board", which expression includes the Buyback committee constituted by the Board to exercise the powers, including the powers conferred by the resolution) of the Company at its meeting held on May 20, 2023 ("Board Meeting") has, subject to the approval of the Members of the Company by way of special resolution and subject to such approval of regulatory and/or statutory authorities as may be required under applicable laws, approved the proposal of Buyback up to 21,79,493 (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only) Fully-paid-Equity Shares of face value ₹ 2/- each, at a price of ₹ 150/- per equity share ("Buyback Price") payable in cash for an amount not exceeding ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) ("Buyback Size") (excluding Transaction Costs such as securities transaction tax, GST, stamp duty, filing fees, advisors' fees, brokerage, public announcement expenses, printing and dispatch expenses, applicable taxes and other incidental and related expenses (hereinafter referred to as "Transaction Costs") from the equity shareholders/beneficial owners of the Equity Shares including promoters and members of the promoter group of the Company as on July 21, 2023 (the "Record Date") (for further details in relation to the Record Date, refer to Paragraph 14 of the Public Announcement), on a proportionate basis, through the "Tender Offer" process, and in accordance with Article 23A of the Articles of Association of the Company, on a proportionate basis through the "Tender Offer" route in accordance with the provisions of the Companies Act, 2013 ("Companies Act" or "the Act") and the Companies (Share Capital and Debentures) Rules, 2014 (the "Share Capital Rules"), the Companies (Management and Administration) Rules, 2014 (the "Management Rules") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations") and in compliance with the Buyback Regulations ("Buyback Offer" or "Buyback") and subject to approval of the Equity Shareholders of the Company. Since the Buyback size is more than 10% paid-up equity share capital and free reserves of the Company in terms of Section 68(2)(b) of the Act, the Board of Directors at their meeting approved the Postal Ballot Notice dated May 20, 2023 ("Postal Ballot Notice") to seek the approval of the Shareholders of the Company through a Special Resolution for the Buyback on a proportionate basis (subject to the reservation for small shareholders) through the tender offer process pursuant to Articles of Association of the Company and in accordance with Sections 68, 69, 70 and 110 and all other applicable provisions, if any, of the Companies Act, the Share Capital Rules, the Management Rules, and the Buyback Regulations. The Buyback is subject to receipt of any approvals of lenders, statutory, regulatory, or governmental authorities as may be required under applicable laws, including the Reserve Bank of India (RBI), the SEBI, and the Stock Exchanges on which the Equity Shares of the Company are listed, namely, National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") (hereinafter together referred to as the "Stock Exchanges"). The results of the Postal Ballot Resolution were announced on July 6, 2023 ("Shareholders' Approval"). The
- Shareholders of the Company approved the "Buyback" of up to 21,79,493 (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only) Fully-paid-up Equity Shares of face value ₹ 2/- each, from the equity shareholders of the Company as on the Record Date, on a proportionate basis through the "Tender Offer" route at a price of ₹ 150/- (Rupees One hundred Fifty only) per share, payable in cash, for an amount not exceeding ₹ 32,69,23,950/- (Rupees Thirty Two Crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) which excludes Transaction Costs
- The Board of Directors of the Company may, till one (1) working day prior to the record date i.e., July 20, 2023, increase the buy-back price and decrease the number of securities proposed to be bought back, such that there is no change in the aggregate size of the buy-back.
- The Buyback Size is 12.47% and 5.78% of the total paid-up Equity Share capital and free reserves of the Company based on the audited standalone financial statements and audited consolidated financial statements of the Company respectively as at March 31, 2023 (being the date of the latest available audited standalone and consolidated financial statements of the Company)
- In terms of the SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Rashesh Manhar Bhansali, Anmol Rashesh Bhansali and Shobhnaben Manharkumar Bhansali, the Promoters/ Promoter Group of the Company, have expressed their intention to participate in the Buyback vide their letters dated May 20, 2023 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law.
- In accordance with the provisions of the Companies Act, 2013, the Buyback Size being ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) excluding Transaction Cost, representing 12.47 % and 5.78% of the aggregate fully paid-up share capital and free reserves as per audited standalone financial statements and audited consolidated financial statements of the Company for the financial year ended March 31, 2023, respectively (the last audited financial statement available as on the date of Board Meeting approving the Buyback) and is within the statutory limit of 25% of the fully paid-up equity share capital and free reserves as per the last audited financial statement of the Company. Further, under the Companies Act, the number of equity share that can be bought back in any financial year cannot exceed 25% of the total paidup equity share capital of the Company in that financial year. Since the Company proposes to Buyback up to 21,79,493 equity shares representing 2% of the total paid up equity share capital of the Company, the same is within the aforesaid 25% limit.
- 1.7. The Buyback will be undertaken on a proportionate basis from the Eligible Shareholders as on the Record Date, provided that 15% (fifteen percent) of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the shareholding of small shareholders as defined in the SEBI Buyback Regulations ("Small Shareholders") as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders.
- 1.8. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on Stock Exchanges where the Equity Shares are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Share.
- The Buyback will not result in any benefit to the promoters, members of the promoter group, persons in control of the Company or any directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations. Any change in voting rights of the promoter group of the Company pursuant to completion of Buyback will not result in a change in control over the Company.
- 1.10. The Buyback from Eligible Shareholders who are persons resident outside India, including the foreign portfolio investors, erstwhile overseas corporate bodies and non-resident Indians etc., shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the RBI under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations framed thereunder, if any and such approvals shall be required to be taken by such Non-resident shareholders.

1.11. Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such shareholders

- (Buyback Tax) in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income-tax Act, 1961 read with any applicable rules framed thereunder. Consequently, any income received by Eligible Shareholders pursuant to the Buyback of shares is exempt and hence not includable in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. Participation in the Buyback by non-resident Eligible Shareholders may trigger capital gains tax in the hands of such shareholders in their country of residence. In due course, the Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- 1.12. A copy of this Public Announcement will be available on the Company's website (www.goldiam.com), website of the Manager to the Buyback i.e. Keynote Financial Services Limited (www.keynoteindia.in) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buyback and on the websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com).

OBJECTIVE OF THE BUYBACK

The Buyback is being undertaken by the Company to return surplus funds to its equity shareholders which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost- efficient manner.

The Buyback is undertaken for the following reasons:

- The Company believes that the strong future and outlook of its business activities, is not accurately reflected in the prevailing market price, thereby giving an opportunity for buyback to create long-term value for its shareholders. The Buyback would help in improving financial ratios like earnings per share and return on equity, by reducing
- the equity base of the Company; and thereby, enhancing the overall return to shareholders. The Buyback gives the Eligible equity shareholders the choice to either (A) participate in the buy-back and receive cash in lieu of Equity Shares accepted under the buy-back or (B) not to participate in the buy-back and enjoy a resultant increase in their percentage shareholding in the Company post the buy-back, without additional
- investment. MAXIMUM NUMBER OF SHARES THAT THE COMPANY PROPOSES TO BUY-BACK AND THE TIME LIMIT FOR **COMPLETING THE BUY-BACK:**
 - 3.1. The number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the Equity Shares in the total paid-up equity capital of the Company in that financial year. The Company proposes to buyback up to 21,79,493 (Twenty one lakhs seventy nine thousand four hundred ninety three) fully paid up Equity Shares of face value ₹ 2/- (Rupees Two) each of the Company which represents 2% of the total Equity Shares of the Company which is within the 25% limit. The buy-back is proposed to be completed within 12 months from the date of passing the special resolution approving the proposed buy-back.
- BUYBACK PRICE OF EQUITY SHARES AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE:

4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹ 150/- (Rupees One hundred fifty only)

- per share. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on BSE and NSE i.e. the Stock Exchanges where the Equity Shares are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Share. The Offer Price represents:
- Premium of 2.83% & 3.34% over the volume weighted average market price of the Equity Shares of NSE and BSE, respectively, during the three months preceding May 4, 2023, being the date of intimation to Stock Exchanges for the Board Meeting to consider the proposal of the Buyback ("Intimation Date").
- Premium of 3.66% and 3.59% over the closing price of the Equity Share on NSE and BSE, respectively, as on May 03, 2023, being the last trading date prior to the Company's intimation to the Stock Exchanges of the date of the Meeting of the Board of Directors wherein proposal of the Buyback was considered. 4.2. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and
- unsecured debts owed by the Company the paid-up Equity Share capital and free reserves after the Buyback shall be less than or equal to 2:1 based on last audited standalone and consolidated financial statements of the Company MAXIMUM AMOUNT OF FUNDS REQUIRED UNDER THE BUYBACK & ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES AND THE SOURCES OF FUNDS FROM WHICH THE BUYBACK WOULD BE
- The maximum amount required for Buyback will not exceed ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) excluding Transaction Costs. The said amount works out to 12.47 % and 5.78 % of the aggregate fully paid-up share capital and free reserves as per audited standalone financial statements and audited consolidated financial statements of the Company as on March 31, 2023 respectively, which
- is within the prescribed limit of 25% of the total paid-up capital and free reserves of the Company as at March 31, 2023 and is in compliance with Regulation 4(i) of the Buyback Regulations and Section 68(2) of the Companies Act. 5.2. The funds for the implementation of the proposed Buyback will be sourced out of the free reserves of the Company (retained earnings) and/or such other source as may be permitted by the SEBI Buyback Regulations or the Companies
- Act and no funds will be borrowed from Banks and Financial Institutions for the Buyback. 5.3. The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity shares so bought back
- to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited
- 5.4. The funds borrowed, if any, from banks and financial institutions will not be used for purpose of the Buyback. METHOD TO BE ADOPTED FOR BUYBACK
- 6.1. The Buyback shall be on a proportionate basis, through "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges pursuant to tender offer under Buyback" notified by Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/ POLICYCELL/ 1/2015 dated April 13, 2015 as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments thereof. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company.
- 6.2. As required under the Buyback Regulations, the Company has announced a record date i.e July 21, 2023 ("Record **Date**") to determine the names of the Members holding Equity Shares of the Company who will be eligible to participate in the Buyback ("Eligible Equity Shareholder(s)"). Consequent to the approval of the Buyback, Eligible Shareholders will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement.
- THE AGGREGATE SHAREHOLDING OF THE PROMOTER / PROMOTER GROUP AND PERSONS WHO ARE IN CONTROL OF THE COMPANY. THE DIRECTORS OF COMPANIES WHICH ARE PART OF THE PROMOTER AND PROMOTER GROUP AS ON THE DATE OF THIS PUBLIC ANNOUNCEMENT ARE AS FOLLOWS:
- 7.1. The aggregate shareholding of the Promoter and Promoter Group and persons who are in control of the Company as on the date of Board Meeting i.e., May 20, 2023:

Name of Shareholder	No. of Shares held	Percentage (%)
Rashesh Manhar Bhansali	4,92,37,105	45.18
Anmol Rashesh Bhansali	1,77,25,355	16.27
Shobhnaben Manharkumar Bhansali	53,89,820	4.95
Ami Rashesh Bhansali	Nil	Not Applicable
Tulsi Gupta	Nil	Not Applicable
Total	7,23,52,280	66.39
	Rashesh Manhar Bhansali Anmol Rashesh Bhansali Shobhnaben Manharkumar Bhansali Ami Rashesh Bhansali Tulsi Gupta	Rashesh Manhar Bhansali 4,92,37,105 Anmol Rashesh Bhansali 1,77,25,355 Shobhnaben Manharkumar Bhansali 53,89,820 Ami Rashesh Bhansali Nil Tulsi Gupta Nil

- date of Board Meeting i.e. May 20, 2023: Not Applicable 7.3. None of the directors and key managerial personnel of the Company hold any equity shares in the Company as on the
- date of Board Meeting i.e., May 20, 2023, except for the following:

Sr.	Name of Director or Key Managerial Personnel	Category	No. of Equity Shares held	Percentage of Shareholding (%
1	Rashesh Manhar Bhansali	Executive Chairman	4,92,37,105	45.1
2	Anmol Rashesh Bhansali	Whole Time Director	1,77,25,355	16.2
3	Darshana Faldu	Chief Financial Officer	5	0.0

- 7.4. The Promoter, Promoter Group and Directors and Key Managerial Personnel of the Company have not purchased or sold any shares of the Company as on the date of Board meeting and during a period of six months preceding the date of the Board Meeting i.e., May 20, 2023, at which the Buyback was proposed and from the date of the Board Meeting till the date of this Public Announcement INTENTION OF THE PROMOTER AND PROMOTERS GROUP OF THE COMPANY TO TENDER EQUITY SHARES
- FOR BUY-BACK: In terms of the Buyback Regulations, under the Tender Offer route, the Promoter and Promoter Group of the Company have the option to participate in the Buyback. In this regard, the Promoter and Promoter Group of the Company, have expressed

their intention vide their letters dated May 20, 2023 to participate in the Buyback and offer up to 12,29,921 equity shares in aggregate or any such lower number of shares as required in compliance with the Buyback Regulations/terms of the The details of maximum shares to be tendered is as given below:

Sr.	Name of Promoter	No. of	Number of equity shares
no		Shares held	intended to be tendered upto
1	Rashesh Manhar Bhansali	4,92,37,105	8,36,806
2	Anmol Rashesh Bhansali	1,77,25,355	3,01,413
3	Shobhnaben Manharkumar Bhansali	53,89,820	91,702
	TOTAL	7,23,52,280	12,29,921
n ord	ler to be in compliance with 10(4)(C) of SEBI (Substantial Acc	uisition of Shares	and Takeovers) Regulations, 2011,

the promoter director i.e. Rashesh Manhar Bhansali and Anmol Rashesh Bhansali did not participate in the Board Meeting dated May 20, 2023 for approval of buyback. Details of the date and price of the acquisition and other details of the equity shares held by the Promoter /Promoter Group

Members who are intending to tender their shares are as follows:

Rashesh Manhar Bhansali: Data of Nature of Number of Price Face Value Issue/ Consideration

Date of Transaction	Nature of Transaction	Number of Equity Shares	Price (₹per Share)	Face Value per share (₹)	Issue/ Acquisition/ (Sale) Price (₹)	Consideration (Cash, other than cash etc.
16-09-88	Purchase	4,000	100.00	100	4,00,000	Cash
20-04-89	Transfer	8,000	100.00	100	8,00,000	Cash
22-05-89	Purchase	1,900	100.00	100	1,90,000	Cash
28-02-91	Purchase	18,000	100.00	100	18,00,000	Cash
30-03-93	Purchase	17,400	100.00	100	17,40,000	Cash
24-08-94	Split face of value of ₹100/- per share to ₹10/-per share Issue of Bonus	4,93,000		10	-	
24-09-94	shares in the ratio of 3:2	7,39,500		10		-
08-02-95	Transfer	(38,600)	50.00	10	19,30,000	Cash
12-07-96	Purchase	200	18.20	10	3,640	Cash
12-07-96	Purchase	500	19.30	10	9,650	Cash
12-07-96	Purchase	500	18.25	10	9,125	Cash
15-07-96	Purchase	500	18.80	10	9,400	Cash
15-07-96	Purchase	200	18.55	10	3,710	Cash
16-07-96	Purchase	200	18.90	10	3,780	Cash
18-07-96	Purchase	3,400	20.30	10	69,020	Cash
22-07-96	Purchase	900	19.00	10	17,100	Cash
06-08-96	Purchase	600	19.80	10	11,880	Cash
07-08-96	Purchase	500	19.80	10	9,900	Cash
07-08-96	Purchase	200	20.05	10	4,010	Cash
08-08-96	Purchase	500	19.30	10	9,650	Cash
08-08-96	Purchase	500	19.55	10	9,775	Cash
09-08-96	Purchase	100	19.30	10	1,930	Cash
02-09-96	Purchase	1,700	19.00	10	32,300	Cash
22-07-99	Purchase	103,600	25.00	10	25,90,000	Cash
01-02-00	Purchase	56,000	80.00	10	44,80,000	Cash
16-04-01	Purchase	60,000	50.00	10	30,00,000	Cash
17-08-01	Purchase	7,500	32.33	10	2,42,475	Cash
20-08-01	Purchase	200	32.08	10	6,416	Cash
23-08-01	Purchase	575	32.08	10	18,446	Cash
24-08-01	Purchase	7,500	32.32	10	2,42,400	Cash
27-08-01	Purchase	17,500	32.33	10	5,65,775	Cash
28-08-01	Purchase	7,500	32.33	10	2,42,475	Cash
29-08-01	Purchase	10,000	32.32	10	3,23,200	Cash
04-09-01	Purchase	12,000	32.00	10	3,84,000	Cash
06-09-01	Purchase	7,500	32.33	10	2,42,475	Cash
07-09-01	Purchase	7,202	32.33	10	2,32,841	Cash
10-09-01	Purchase	130	32.27	10	4,195	Cash
11-09-01	Purchase	150	32.33	10	4,850	Cash

24-09-01	Purchase	2,915	32.00	10	93,280	Cash
04-10-01	Purchase	650	26.47	10	17,206	Cash
08-10-01	Purchase	450	26.02	10	11,709	Cash
09-10-01	Purchase		26.88	10	941	Cash
02-09-02	Bonus 1:1	15,05,807	-	10	-	
17-02-04 26-08-05	Purchase Bonus 1:1	88,386 31,00,000	50.24	10	44,40,513	Cash -
21-04-06	Purchase	6,068	149.00	10	9,04,132	Cash
30-04-06	Purchase		153.00	10	15,30,000	Cash
26-06-06	Purchase	23,932	120.00	10	28,71,840	Cash
27-06-06	Purchase	10,000	119.00	10	11,90,000	Cash
10-07-06 01-08-06	Purchase Purchase	10,962 9,497	99.00	10	10,85,238 9,49,700	Cash Cash
21-09-06	Purchase	8,830	118.00	10	10,41,940	Cash
25-09-06	Purchase	9,353	119.00	10	11,13,007	Cash
26-09-06	Purchase	10,080	117.00	10	11,79,360	Cash
27-09-06	Purchase	179	119.00	10	21,301	Cash
27-11-06	Purchase	57,437	117.00	10	67,20,129	Cash
30-11-06	Purchase	25,000	123.00	10	30,75,000	Cash
07-02-07	Sale	(8,48,901)	168.00	10	(14,26,15,368)	Cash
24-08-07	Purchase	15,000	70.75	10	10,61,250	Cash
06-03-09	Sale	(1,00,000)	11.50	10	(11,50,000)	Cash
09-03-09	Sale	(97,437)	11.50	10	(11,20,526)	Cash
13-06-11	Purchase	100	33.03	10	3,303	Cash
13-06-11	Purchase	1,100	33.04	10	36,344	Cash
14-06-11	Purchase	3,859	34.98	10	1,34,973	Cash
14-06-11	Purchase	2,980	34.93	10	1,04,089	Cash
16-06-11	Purchase	7,501	35.04	10	2,62,835	Cash
20-06-11	Purchase	14,374	35.04	10	5,03,665	Cash
21-06-11	Purchase	831	35.04	10	29,118	Cash
22-06-11	Purchase	3,275	35.04	10	1,14,756	Cash
23-06-11	Purchase	701	35.04	10	24,563	Cash
19-07-11	Purchase	450	35.04	10	15,768	Cash
22-07-11	Purchase	14,729	36.03	10	5,30,733	Cash
22-07-11	Purchase	100	36.04	10	3,604	Cash
22-08-11	Purchase	6,030	25.62	10	1,54,496	Cash
22-08-11	Purchase	1,914	25.95	10	49,664	Cash
23-08-11	Purchase	5,000	32.06	10	1,60,317	Cash
23-08-11	Purchase	5,879	32.08	10	1,88,598	Cash
23-08-11	Purchase	5,000	30.61	10	1,53,048	Cash
23-08-11	Purchase	2,500	32.27	10	80,668	Cash
23-08-11	Purchase	8,508	32.28	10	2,74,637	Cash
24-08-11	Purchase	7,500	34.44	10	2,58,303	Cash
24-08-11	Purchase	4,475	35.14	10	1,57,252	Cash
24-08-11	Purchase	3,193	34.39	10	1,09,792	Cash
06-09-11	Purchase	845	30.97	10	26,170	Cash
07-09-11	Purchase	2,155	33.21	10	71,563	Cash
07-09-11	Purchase	71	34.04	10	2,417	Cash
07-09-11	Purchase	300	34.34	10	10,303	Cash
07-09-11	Purchase	1,000	33.75	10	33,753	Cash
07-09-11	Purchase	2,381	34.02	10	81,001	Cash
07-09-11	Purchase		34.83	10	10,449	Cash
07-09-11	Purchase	2,948	34.03	10	1,00,316	Cash
09-09-11	Purchase	5,000	34.03	10	1,70,143	Cash
09-09-11	Purchase		33.03	10	19,917	Cash
09-09-11	Purchase	397	33.83	10	13,431	Cash
12-09-11	Purchase	1,115	34.03	10	37,943	Cash
12-09-11	Purchase	338	34.86	10	1,638	Cash
12-09-11	Purchase		33.97	10	11,482	Cash
13-09-11	Purchase	33	34.73	10	1,146	Cash
13-09-11	Purchase	1,817	34.03	10	61,833	Cash
14-09-11	Purchase	2,731	34.03	10	92,936	Cash
14-09-11	Purchase	19	34.68	10	659	Cash
15-09-11	Purchase	25	34.73	10	868	Cash
15-09-11	Purchase	1,875	34.03	10	63,806	Cash
16-09-11	Purchase	8,015	35.04	10	2,80,845	Cash
16-09-11	Purchase	5,000	35.01	10	1,75,057	Cash
16-09-11	Purchase	485	35.49	10	17,213	Cash
19-09-11 19-09-11	Purchase Purchase	20 6,250	35.04 35.80	10	701	Cash
19-09-11	Purchase	6,230	35.86	10	2,23,420	Cash
21-09-11	Purchase	1,962	35.04	10	68,748	Cash
21-09-11	Purchase	38	35.84	10	1,362	Cash
23-09-11	Purchase	1,600	33.03	10	52,848	Cash
26-09-11	Purchase	700	33.03	10	23,121	Cash
26-09-11	Purchase	157	32.85	10	5,157	Cash
26-09-11	Purchase	300	32.56		9,769	Cash
26-09-11	Purchase	43	32.93	10	1,416	Cash
27-09-11	Purchase	149	33.03	10	4,922	Cash
27-09-11	Purchase	51	33.83	10	1,725	Cash
28-09-11	Purchase	117	32.03	10	3,748	Cash
29-09-11	Purchase	733	32.03	10	23,478	Cash
29-09-11	Purchase	16	31.83	10	509	Cash
30-09-11	Purchase	134	32.03		4,292	Cash
03-10-11	Purchase	363	32.00	10	11,617	Cash
04-10-11 05-10-11	Purchase Purchase	3,487	31.03 31.03	10	4,655 1,08,202	Cash Cash
07-10-11	Purchase	1,974	30.03	10	59,279	Cash
07-10-11	Purchase		30.78	10	800	Cash
10-10-11	Purchase	1,500	30.95	10	46,431	Cash
10-10-11	Purchase	500	31.07	10	15,533	Cash
11-10-11	Purchase Purchase	500	34.05 34.79	10	17,025 17,397	Cash
12-10-11	Purchase	4,426	33.03	10	1,46,191	Cash
12-10-11	Purchase	574	34.79	10	19,967	Cash
13-10-11	Purchase	2,500	35.04		87,600	Cash
13-10-11	Purchase	1,250	34.03	10	42,538	Cash
13-10-11	Purchase	1,250	35.03	10	43,787	Cash
14-10-11 14-10-11	Purchase Purchase	99	33.53 33.60	10	3,319 1,713	Cash Cash
17-10-11 17-10-11	Purchase Purchase	805	33.12 33.03	10	26,661 6,441	Cash
18-10-11	Purchase	1,225	32.45	10	39,750	Cash
18-10-11 18-10-11	Purchase Purchase	1,425	32.03 33.87	10	45,643 6,774	Cash Cash
20-10-11	Purchase	940	33.47	10	31,464	Cash
20-10-11	Purchase		33.03	10	1,982	Cash
21-10-11	Purchase	2,503	33.03	10	82,674	Cash
21-10-11	Purchase	97	33.98	10	3,296	Cash
24-10-11 24-10-11	Purchase Purchase	987	33.03 33.63	10	32,600 437	Cash
25-10-11	Purchase	1,000	33.03	10	33,030	Cash
26-10-11	Purchase	7,174	33.03	10	165	Cash
28-10-11	Purchase		33.03	10	2,36,957	Cash
14-11-11	Purchase	1,783	31.16	10	55,560	Cash
14-11-11	Purchase	417	31.11	10	12,971	Cash
15-11-11	Purchase	300	31.17	10	9,350	Cash
15-11-11	Purchase	698	31.34		21,875	Cash
15-11-11 15-11-11	Purchase	23	31.43 31.53	10	723	Cash
16-11-11	Purchase Purchase	13,380	30.28	10	3,15,299 4,05,144	Cash
17-11-11	Purchase	5,000	30.23	10	1,51,150	Cash
17-11-11	Purchase	927	30.28	10	28,069	Cash
18-11-11	Purchase	1,237	30.27	10	37,444	Cash

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18-11-11 21-11-11	Purchase Purchase	300 1,450	30.28 30.53	10 10	9,084 44,269	Cash Cash
21-11-11	Purchase	1,542	30.41	10	46,890	Cash
22-11-11 22-11-11	Purchase Purchase	10,000 5,362	30.28	10 10	3,02,800 1,61,021	Cash Cash
22-11-11	Purchase	2	32.33	10	65	Cash
23-11-11	Purchase Purchase	189 2,811	29.73 29.86	10 10	5,619 83,930	Cash Cash
24-11-11	Purchase	750	29.28	10	21,960	Cash
24-11-11 25-11-11	Purchase Purchase	51 1,000	29.38	10 10	1,498 31,408	Cash Cash
25-11-11	Purchase	1,000	31.48	10	31,477	Cash
13-09-12	Purchase	15,775	28.09	10	4,43,094	Cash
13-09-12 14-09-12	Purchase Purchase	5,952 6,970	27.99 28.80	10 10	1,66,623 2,00,728	Cash Cash
14-09-12	Purchase	6,672	28.92	10	1,92,936	Cash
17-09-12	Purchase	4,126	28.74	10	1,18,564	Cash
17-09-12 20-09-12	Purchase Purchase	5,267 12,849	28.87 29.52	10 10	1,52,081 3,79,321	Cash Cash
20-09-12	Purchase	11,476	29.53	10	3,38,921	Cash
24-09-12 24-09-12	Purchase Purchase	794 2,198	29.47 29.80	10 10	23,400 65,509	Cash Cash
25-09-12	Purchase	1,957	29.94	10	58,593	Cash
25-09-12 26-09-12	Purchase	1,263	30.01	10 10	37,908 13,610	Cash
27-09-12	Purchase Purchase	422 180	29.87	10	12,610 5,376	Cash Cash
28-09-12	Purchase	450	29.88	10	13,446	Cash
28-09-12 01-10-12	Purchase Purchase	6,114 656	29.86 29.98	10 10	1,82,576 19,667	Cash Cash
04-10-12	Purchase	1,923	29.95	10	57,585	Cash
05-10-12	Purchase	3,775	29.98	10	1,13,174	Cash
09-10-12 09-10-12	Purchase Purchase	6,614 100	30.02 29.98	10 10	1,98,568 2,998	Cash Cash
10-10-12	Purchase	1,100	30.38	10	33,423	Cash
10-10-12 15-10-12	Purchase Purchase	3,365 3,538	30.46	10 10	1,02,501 99,169	Cash Cash
16-10-12	Purchase	3,536	28.03	10	2,803	Cash
16-04-13 16-04-13	Purchase	4,996	21.90	10	1,09,429	Cash
16-04-13 17-04-13	Purchase Purchase	1,007 154	21.73 22.03	10 10	21,881 3,393	Cash Cash
23-04-13	Purchase	589	22.03	10	12,976	Cash
25-04-13 26-04-13	Purchase Purchase	2,635 1,789	22.03 22.03	10 10	58,049 39,412	Cash Cash
03-05-13	Purchase	981	22.03	10	21,611	Cash
06-05-13	Purchase	444	22.03	10	9,781	Cash
07-05-13 09-05-13	Purchase Purchase	5,000 4,603	22.03	10 10	1,10,150 1,01,404	Cash Cash
10-05-13	Purchase	550	22.03	10	12,117	Cash
07-06-13 07-06-13	Purchase Purchase	700 523	19.99 19.76	10 10	13,996 10,335	Cash Cash
10-06-13	Purchase	45,018	20.03	10	9,01,711	Cash
11-06-13	Purchase	2,191	20.03	10	43,886	Cash
13-06-13 14-06-13	Purchase Purchase	299 1,691	19.53 19.52	10 10	5,839 33,008	Cash Cash
20-06-13	Purchase	5,058	19.02	10	96,200	Cash
21-06-13 21-06-13	Purchase Purchase	1,295 112	19.74 19.80	10 10	25,567 2,218	Cash Cash
24-06-13	Purchase	237	19.00	10	4,508	Cash
24-06-13	Purchase	990	19.24	10	19,043	Cash
25-06-13 25-06-13	Purchase Purchase	1,100 1,800	19.50 19.59	10 10	21,450 35,265	Cash Cash
26-06-13	Purchase	2,000	19.69	10	39,374	Cash
26-06-13	Purchase	1,510	19.74	10	29,808	Cash
27-06-13 27-06-13	Purchase Purchase	2,939 425	19.69 19.68	10 10	57,867 8,365	Cash Cash
02-07-13	Purchase	397	20.02	10	7,948	Cash
04-07-13 04-07-13	Purchase Purchase	11 23	19.98 20.02	10 10	220 460	Cash Cash
05-07-13	Purchase	3,187	21.73	10	69,262	Cash
05-07-13 19-07-13	Purchase	2,108	21.42 19.90	10 10	45,162 28,403	Cash
19-07-13	Purchase Purchase	1,427 3,094	19.96	10	61,754	Cash Cash
22-07-13	Purchase	3,582	21.57	10	77,271	Cash
22-07-13 24-07-13	Purchase Purchase	1,757 3,466	21.45 21.66	10 10	37,688 75,074	Cash Cash
24-07-13	Purchase	1,177	21.59	10	25,410	Cash
29-07-13	Purchase	950	20.02	10	19,019	Cash
30-07-13 31-07-13	Purchase Purchase	6,401 146	21.00 21.02	10 10	1,34,429 3,069	Cash Cash
10-09-13	Purchase	2,621	19.73	10	51,702	Cash
10-09-13 11-09-13	Purchase Purchase	919 4,301	19.82 19.97	10 10	18,210 85,911	Cash Cash
11-09-13	Purchase	2,093	19.97	10	40,157	Cash
12-09-13	Purchase	221	19.77	10	4,369 48,452	Cash
17-09-13 17-09-13	Purchase Purchase	2,397 5,890	20.21	10 10	48,452 118,436	Cash Cash
18-09-13	Purchase	3,379	20.50	10	69,285	Cash
18-09-13 24-09-13	Purchase Purchase	100 4,419	20.27	10 10	2,027 92,328	Cash Cash
24-09-13	Purchase	1,990	20.76	10	41,305	Cash
25-09-13 25-09-13	Purchase Purchase	754 76	20.92	10 10	15,777 1,588	Cash Cash
26-09-13	Purchase	1,177	21.01	10	24,726	Cash
27-09-13	Purchase	110	21.02	10	2,312 37,735	Cash
01-10-13 01-10-13	Purchase Purchase	1,805 50	20.91	10 10	37,735 1,049	Cash Cash
03-10-13	Purchase	97	21.02	10	2,039	Cash
07-10-13 07-10-13	Purchase Purchase	6,310 9,293	23.08	10 10	1,45,614 2,17,477	Cash Cash
21-10-13	Purchase	2,000	24.06	10	48,123	Cash
02-01-14 02-01-14	Purchase Purchase	3,358 2,269	21.84 22.00	10 10	73,338 49,927	Cash Cash
03-01-14	Purchase	523	22.02	10	11,516	Cash
03-01-14	Purchase	1,051	21.95	10	23,074	Cash
06-01-14 06-01-14	Purchase Purchase	1,419 2,864	21.71	10 10	30,804 62,802	Cash Cash
07-01-14	Purchase	6,416	23.43	10	1,50,307	Cash
07-01-14 28-04-14	Purchase Purchase	10,100 4,189	23.40 21.93	10 10	2,36,336 91,853	Cash Cash
29-04-14	Purchase	1,099	22.02	10	24,202	Cash
30-04-14	Purchase	2,410	21.95	10	52,904	Cash
30-04-14 06-05-14	Purchase Purchase	5,918 1,750	21.99	10 10	1,30,156 40,286	Cash Cash
07-05-14	Purchase	24,134	24.88	10	6,00,449	Cash
07-05-14 08-05-14	Purchase Purchase	10,500 15,000	24.77 26.42	10 10	2,60,044 3,96,277	Cash Cash
08-05-14	Purchase	35,000	26.39	10	9,23,803	Cash
16-03-18	Transmission	50,00,000	-	10	-	-
26-03-18 27-08-18	Transmission Inter-se transfer	21,03,428 (31,03,428)		10 10	-	- Gift
20-12-21	Buy-back	(1,52,579)	1200.00	10	-18,30,94,800	Cash
29-03-22	Sub-division of Equity Shares from Face Value 10 to Face Value 2	4.92.37.105*		2		

10-09-20	Purchase	6,300	115.83	10	7,29,729	Cash
14-09-20	Purchase	14,200	124.99	10	17,74,858	Cash
15-09-20	Purchase	4,500	128.75	10	5,79,375	Cash
22-09-20	Purchase	3,000	116.58	10	3,49,740	Cash
23-09-20	Purchase	500	120.00	10	60,000	Cash
25-09-20	Purchase	25,000	126.73	10	31,68,320	Cash
10-12-20	Purchase	23,000	164.64	10	37,86,720	Cash
16-12-20	Purchase	7,500	199.99	10	14, 99,925	Cash
20-12-21	Buy-back	(54929)	1200.00	10	-6,59,14,800	Cash
29-03-22	Sub-division of Equity Shares from Face Value 10 to Face Value 2	1,77,25,355*	-	2	-	-
Maximum n	umber of Equity Sh	ares intended t	o be tend	dered		3,01,413
Shobhnaben M	lanharkumar Bhans	sali:				
Date of	Nature of	Number of	Price	Face Value	issue/	Consideration
Transaction	Transaction	Equity	(₹per	per share	Acquisition/	(Cash, other
		Shares	Share)	(₹)	(Sale) Price (₹)	than cash etc.)
16-08-88	Purchase	2,000	100.00	100	2,00,000	Cash

Transaction	Transaction	Equity Shares	(₹per Share)	per share (₹)	Acquisition/ (Sale) Price (₹)	(Cash, other than cash etc.
16-08-88	Purchase	2,000	100.00	100	2,00,000	Cash
24-08-94	Purchase	3,000	100.00	100	3,00,000	Cash
24-08-94	Split face of vaule of ₹100/- per shares to ₹10/- pershare	50,000	_	10	-	-
24-09-94	Issue of Bonus shares in the ratio of 3:2	75,000	_	10	-	-
15-02-99	Purchase	3,500	20.00	10	70,000	Cash
24-03-99	Purchase	1,100	16.00	10	17,600	Cash
17-04-99	Purchase	8,000	30.16	10	2,41,260.00	Cash
29-04-99	Purchase	12,600	29.89	10	3,76,669.00	Cash
12-05-99	Purchase	1,08,000	30.00	10	32,40,000	Cash
24-04-01	Sale	(60,000)	50.00	10	(30,00,000)	Cash
25-04-01	Purchase	60,000	50.00	10	3,0,00,000	Cash
04-08-01	Purchase	600	31.82	10	19,092	Cash
04-08-01	Purchase	10,000	32.32	10	3,23,200	Cash
16-08-01	Purchase	4,500	32.32	10	1,45,440	Cash
17-08-01	Purchase	8	32.00	10	256	Cash
23-08-01	Purchase	360	32.32	10	11,635	Cash
02-09-02	Bonus 1:1	2,73,668	-	10	-	-
26-08-05	Bonus 1:1	5,47,336	-	10	- 2	-
09-03-18	Transmission of shares	71,03,428		10	-	-
16-03-18	Transmission pursuant to Probate dated February 15, 2018 issued by the Hon'ble HighCourt to administer Property(ies) of Late ManharR. Bhansali	(50,00,000)	-	10	-	-
26-03-18	Transmission pursuant to Probate dated February 15, 2018 issuedby the Hon'ble HighCourt to administer Property(ies) of Late ManharR. Bhansali	(21,03,428)	-	10	-	-
20-12-21	Buy-back	(16,708)	1,200.00	10	-2,00,49,600	Cash
29-03-22	Sub-division of Equity Shares from FV 10 to FV 2	53,89,820*		2	-	-
Maximum	umber of Equity Shar	roc intended	to be tond	arad		91,702

9. **NO DEFAULTS:**

iii)

The Company confirms that there are no defaults subsisting in repayment of deposits or interest thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any shareholder or financial institution or banking company, as the case may be:

10. CONFIRMATION FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE **COMPANIES ACT:**

- Company shall not issue any equity shares or other securities (including by way of bonus) till the date of expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Companies Act and the SEBI Buyback Regulations
- Except in discharge of its subsisting obligations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback period in accordance with the Buyback Regulations or any circulars or notifications issued by SEBI in connection therewith The Company shall not withdraw the Buyback after the public announcement of the offer to Buyback is made and
- The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till
- the pendency of the lock-in or till the shares or other specified securities become transferable; The Company shall transfer from its free reserves a sum equal to the nominal value of the equity shares purchased
- The Company confirms that there are no defaults subsisting in repayment of deposits or interest thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any shareholder or financial institution or banking company, as the case
- All the Equity Shares of the Company are fully paid-up;
- The Company shall not buyback its Equity Shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, 2013, ("Scheme") involving the Company, and no public announcement of the Buyback shall be made during pendency of any such Scheme;
- The ratio of the aggregate of secured and unsecured debts owed by the Company the paid-up Equity Share capital and free reserves after the Buyback shall be less than or equal to 2:1 based on last audited standalone and consolidated financial statements of the Company respectively as at March 31, 2023;
- its own subsidiary companies or through any investment company or group of investment companies;
- The promoters and members of promoter group, and their associates, other than the Company, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters and members of promoter group) from the date of this resolution till the closing of the Buyback offer;
- in accordance relevant provisions of Companies Act, the Company shall not make further issue of the same kind of shares or other specified securities including by way of allotment of new shares under Section 62(1)(a) of the Companies Act, 2013, or other specified securities within a period of six months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares;
- preceding the date of this Board Meeting:
- conditions as may be decided by the Board and in such manner as prescribed under the Companies Act, the Buyback Regulations and any other applicable laws;
- the Buyback shall not result in the delisting of the Equity Shares from the stock exchanges; the consideration for the Equity Shares bought back by the Company shall be paid only by way of cash, through
- under the Buyback; The special resolution approving the buy-back will be valid for a maximum period of 1 year from the date of passing the said special resolution (or such extended period as may be permitted under the Companies Act, 2013
- The statements contained in all the relevant documents in relation to the Buyback shall be true, material and factual and shall not contain any mis-statements or misleading information;
- The equity shares bought back by the Company will be compulsorily cancelled CONFIRMATION THAT THE BOARD OF DIRECTORS HAVE MADE FULL ENQUIRY INTO THE AFFAIRS AND PROSPECTS OF THE COMPANY AND THAT THEY HAVE FORMED THE OPINION IN TERMS OF CLAUSE (X) OF SCHEDULE I OF SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS.

The Board of Directors of the Company have confirmed that they have made a full enquiry into the affairs and prospects of the Company and have formed the opinion:

- a. That immediately following the date of the Board Meeting held on May 20, 2023, and the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared (the "Postal Ballot Resolution"),
- As regards the Company's prospects for the year immediately following the date of the Board Meeting held on May 20, 2023 as well as the year immediately following the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared, approving the Buyback and having regards to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board meeting approving the Buyback or within a period of one year from the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared. as the case may be;
- contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 1956/ 2013 or Insolvency and Bankruptcy Code, 2016 as amended from time to time, as applicable.

13. REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S AUDITORS ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY BOARD REGARDING INSOLVENCY: The text of the Report dated May 20, 2023 of M/s. Pulindra Patel & Co. the Statutory Auditors of the Company, addressed

to the Board of Directors of the Company is reproduced below: Quote

The Board of Directors

Dear sir / Madam,

Goldiam International limited

Gems & Jewellery Complex, SEEPZ, MIDC, Andheri East, Mumbai-400096.

Subject: Statutory Auditor's Report in respect of proposed buyback of equity shares by Goldiam International Limited ('the Company') in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buy

- Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations") 1. This report is issued in accordance with Email dated May 9, 2023.
- The Board of Directors of the Company have approved a proposed buy-back of equity shares by the Company at its meeting held on May 20, 2023, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act') read with the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("SEBI Buy-back Regulations").
- We have been engaged by Goldiam International Limited (the "Company") to perform a reasonable assurance engagement on determination of the amount of permissible capital payment as detailed in the accompanying Annexure I in connection with the proposed buy back by the Company of its equity shares ("Buyback") in pursuance of Section 68, 69 and 70 of the Companies Act, 2013 (the "Act") and The Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, and the 'Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and amendments thereto (the "Buyback Regulations") and on the opinions expressed by the Board of Directors of the Company, as required under the Buyback Regulations. We have initialled the Annexure I for identification purposes only.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with Section 68(2)(c) of the Act and in compliance with Section 68, 69 and 70 of the Act and SEBI Buy-back Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting approving the buyback of its equity shares i.e., May 20, 2023 (hereinafter referred as the "date of the Board" meeting") and will not be rendered insolvent within a period of one year from the date of the Board meeting, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016.

Auditor's Responsibility

Pursuant to the requirement of the Buyback Regulations, it is our responsibility to obtain reasonable assurance on the following "Reporting Criteria:

- Whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements and audited consolidated financial statements as at and for the year ended March 31, 2023 (the "Audited Financial Statements"); Whether the amount of permissible capital payment for the Buyback has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act read with Regulation 4(i) of the SEBI Buyback
 - Regulations based on the Audited Financials Statements. Whether the Board of Directors of the Company in their meeting dated May 20, 2023 have formed the opinion, as specified in Clause (x) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 on reasonable grounds and the Company having regard to its state of

affairs will not be rendered insolvent within a period of one year from the date on which the results of the

- shareholders' resolution with regards to the proposed buyback are declared. A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting Criteria. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the Reporting Criteria. Within the scope of our work, we performed the following
 - Examined authorisation for Buyback from the Articles of Association of the Company:
 - Examined that the amount of capital payment for the Buyback as detailed in Annexure I is within the permissible limit computed in accordance with the provisions of Section 68 of the Act;
- Examined that the ratio of the debt owned by the Company, if any, is not more than twice the capital and its free reserves after such buy-back; Examined that all the shares for Buyback are fully paid-up;
- Inquired into the state of affairs of the Company with reference to the Audited Financial Statements of the Company which has been prepared by the Management of the Company and examined budgets and projections prepared by the Management;
- Examined minutes of the meetings of the Board of Directors:
- Examined Directors' declarations for the purpose of Buyback and solvency of the Company;
- The audited standalone and consolidated financial statements as of and for the financial year ended March 31, 2023, have been audited by us, on which we issued an unmodified audit opinion vide our report dated May 20, 2023. We conducted our audit of the standalone and audited consolidated financial statements in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("the ICAI"). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Such audit was not planned and performed in connection with any transactions to identify matters that maybe of potential interest
- We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India ("Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services engagements, issued by the ICAI.

10. Opinion

Based on enquiries conducted and our examination as above, and according to the information and explanations provided to us by the management of the Company, we report that: We have inquired into the state of affairs of the Company in relation to its Audited financial statements

- which has been approved by the Board of Directors of the Company on May 20, 2023. The amount of permissible capital payment (including premium) towards the proposed buy back of equity shares as computed in the Annexure-I is properly determined in our view in accordance with Section 68
- (2)(c) of the Companies Act read with regulation 4(i) of the SEBI Buyback Regulations. The amounts of share capital and free reserves have been extracted from Audited Financial Statements The Board of Directors in their meeting held on May 20, 2023 have formed the opinion, as specified in Clause (x) of Schedule I to the Regulations, on reasonable grounds and the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from date of passing the Board
- meeting resolution dated May 20, 2023, and from the date on which the results of the shareholders' resolution with regards to the proposed buyback are declared. **Restriction on Use**

- Our work was performed solely to assist you in meeting your responsibilities with reference to the Buyback Regulations. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company. This report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements
 - of the Buyback Regulations; (i) in connection with the proposed buyback of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the SEBI Buvback Regulations, (ii) to enable the Board of Directors of the Company to include in the explanatory statement to the notice for special resolution, public announcement, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited as applicable, and (iii) for onward submission to Keynote Financial Services Limited, Manager to Buyback and should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent.
 - M/s. Pulindra Patel & Co., Chartered Accountants does not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report, or Public Announcement which includes our report, is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For M/s. Pulindra Patel & Co. **Chartered Accountants** (Firm Regn. No.115187W) Pulindra Patel

Proprietor Membership Number: 048991 UDIN: 23048991BGWINI4427

(₹ In Lakhs)

Place: Mumbai **Date:** May 20, 2023

Place: Mumbai

Annexure I – Statement of Permissible Capital Payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with the requirements of Section 68(2)(c) of the Companies Act, 2013, as amended (the "Companies Act") and Regulation 4(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("SEBI Buyback Regulations"), based on audited standalone and audited consolidated financial statements as at March 31, 2023.

Goldiam International Limited

Particulars as on March 31, 2023	Standalone	Consolidated
Paid up Equity Share Capital		
(10,89,74,615 shares of ₹ 2/- each fully paid up)	2179.49	2179.49
Free Reserves:		
Securities premium reserve	-	
General Reserves	1	
Retained Earnings	24034.79	54404.98
Total Free Reserves*	24034.79	54404.98
Total paid Up equity capital & free reserves	26214.28	56584.47
Maximum amount permissible for Buy-back under section 68(2)(c) of the act i.e. 25% of the total paid up capital and free reserves with the shareholder's approval	6553.57	14146.12
Maximum amount permitted by Board Resolution dated May 20, 2023, approving buyback, subject to shareholder approval based on audited financial statements for the year ended		
March 31, 2023.	32	269.24

Rashesh Bhansali **Executive Chairman**

Date: May 20, 2023 **Unquote**

14. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT As required under the Buyback Regulations, the Company has fixed July 21, 2023 as the record date (the "Record

Date") for determining the entitlement and names of the shareholders holding Equity Shares of the Company who will Page 02 of 03

financialexp.epapr.in

Purchase

Purchase

25-03-20

30-06-20

31-08-20

01-09-20

04-09-20

08-09-20

09-09-20

10

10

9,70,312

18,50,240

Face Value 10 to 4,92,37,105* Face Value 2 Maximum number of Equity Shares intended to be tendered 8,36,806 Anmol Rashesh Bhansali: Consideration Date of Nature of Number of Price Face Value Issue/

Acquisition/ **Transaction Transaction** Equity (₹per per share (Cash, other Shares Share) (Sale) Price (₹) than cash etc.) (₹) 21-02-18 Purchase 11,902 70.00 10 8,33,140 Cash 10 28-02-18 Purchase 22,711 70.00 15.89.770 Cash 05-03-18 **Purchase** 94,462 70.00 10 66,12,395 Cash 10 15-03-18 Purchase 70.925 65.04 46.13.095 Cash 10 Gift 27-08-18 Inter-Se transfer 31,03,428 10 02-04-19 Purchase 26,572 74.30 19.74.448.40 Cash 19-03-20 **Purchase** 5,489 88.03 10 4,83,197 Cash

8,367

16.000

10 **Purchase** 4.511 87.36 3.94.083 Cash 60,000 101.55 10 60.93.000 Cash Purchase 10 Purchase 70,000 115.34 80,73,800 Cash 114.98 10 14,57,572.30 **Purchase** 12,677 Cash 10 8,956 115.50 10,34,418 Cash **Purchase**

115.97

115.64

Cash

Cash

published in the newspapers;

through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements; may be;

The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including

Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act read with relevant

the Company has not completed a buyback of any of its securities during the period of one year immediately

the Company shall comply with the statutory and regulatory timelines in respect of the Buyback, on the terms and

The Company shall not utilise any funds borrowed from banks and financial institutions in fulfilling its obligation

or the Buy-back Regulations or by the appropriate authorities); The Schedule of Activities for the buy-back shall be decided by the Board of Directors within the above time limits;

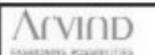
2018 (AS AMENDED) ("BUYBACK REGULATIONS"):

there will be no grounds on which the Company can be found unable to pay its debts;

In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and

12. There has been no instance of any breach of covenant with our lenders in regard to the buyback of Equity Shares as per Regulation 5(i)(c) and Schedule I(xii) of the SEBI Buyback Regulations

FINANCIAL EXPRESS



ARVIND LIMITED

CIN - L17119GJ1931PLC000093

Regd. Office: Naroda Road, Ahmedabad - 380025 Tele: +91 79 68268000-8108-09

Website: www.arvind.com Email: investor@arvind.in

NOTICE OF THE ANNUAL GENERAL MEETING AND INFORAMTION ABOUT E-VOTING NOTICE is hereby given that the Annual General meeting (AGM) of the members of the Company will be held on Saturday, August 5, 2023 at 11:00

a.m. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") only without the physical presence of members at a common venue, to transact the businesses set out in the Notice of AGM, in accordance with Pursuant to the General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (MCA) and SEBI /HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the SEBI (hereinafter collectively referred to as "circulars"). In compliance with the above circulars, the Notice of the AGM along with the Annual Report for the Financial Year 2022-23 (Annual Report) are being

sent by electronic mode only to those Members whose email addresses are registered with the Company/ Depositories. The Notice of the AGM and Annual Report will also be made available on the website of the Company at www.arvind.com, websites of stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at https://www.evoting.nsdl.com.

NOTICE IS ALSO HEREBY GIVEN pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') that the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, July 22, 2023 till Saturday, August 5, 2023 (both days inclusive) for the purpose of ascertaining the entitlement of the shareholders to receive total dividend of Rs. 5.75 per share (final dividend of Rs. 3.75 per share and one-time special dividend of Rs. 2.00 per share) for the financial year 2022-23 and AGM of the Company. The dividend shall be payable subject to approval of the shareholders at the ensuing AGM of the Company. The dividend, as recommended by Board of Directors, if approved at the AGM will be paid on or after August 10, 2023.

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Secretarial Standards -2 issued by the Institute of Company Secretaries of India on General Meetings and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements Regulations) 2015, the Company is providing the facility of remote e-Voting as well as e-Voting during the AGM to all the members to cast their vote electronically on all the resolutions as set out in the Notice of the AGM. The Company has engaged the services of National Securities Depository Limited ('NSDL'), for providing the e-Voting facility to the Members. Facility for e-Voting during the AGM will be made available to those Members who attend the AGM and have not already casted their vote through remote e-Voting. The Members who have casted their votes by remote e-Voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. The details of e-Voting and the process of e-Voting will be provided in the Notice of the AGM. The remote e-Voting facility would be available to the Members during the following period:

Commencement of remote e-Voting | From: 09:00 A.M. (IST) on Wednesday, August 2, 2023

Upto 5:00 P.M. (IST) on Friday, August 4, 2023

The remote e-Voting module shall be disabled by NSDL for voting thereafter.

The cut-off date for determining eligibility of members through remote e-Voting and voting at the AGM is Saturday, July 29, 2023. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holds shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in mentioning his/her demat account number/ folio number, PAN, name and registered address. The procedure for electronic voting is available in the Notice of AGM as well as in the mail sent to Members by NSDL. Please refer e-Voting user manual for Shareholders available in the download section at https://www.evoting.nsdl.com.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in. Members who need assistance before or during the AGM, can contact NSDL on their telephone nos. 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in or contact NSDL official, Ms. Pallavi Mhatre at the abovementioned telephone numbers. Date: 08.07.2023

Place: Ahmedabad

End of remote e-Voting

R. V. Bhimani **Company Secretary**

For, Arvind Limited



MUTUAL

Nippon Life India Asset Management Limited

(CIN - L65910MH1995PLC220793)

Registered Office: 4th Floor, Tower A, Peninsula Business Park, Ganapatrao Kadam Marg, Lower Parel (W), Mumbai - 400 013. Tel No. +91 022 6808 7000

NOTICE NO. 21

Fax No. +91 022 6808 7097 • mf.nipponindiaim.com

Record Date July 12, 2023#

Notice is hereby given that the Trustee of Nippon India Mutual Fund ("NIMF") has approved the following Distribution on the face value of Rs. 10/- per unit under Income Distribution cum capital withdrawal (IDCW) option of the undernoted scheme of NIMF, with July 12, 2023 as the record date:

Name of the Scheme(s)	Amount of Distribution (₹ per unit)*	NAV as on July 07, 2023 (₹ per unit)	
Nippon India Balanced Advantage Fund - IDCW Option	0.1700	29.1536	
Nippon India Balanced Advantage Fund - Direct Plan - IDCW Option		38.3239	
la cara a distribution will be also a sact of toward advated at a			

*Income distribution will be done, net of tax deducted at source, as applicable.

#or the immediately following Business Day if that day is a non-business day Pursuant to payment of dividend/IDCW, the NAV of the Scheme will fall to the extent

of payout, and statutory levy, if any. The IDCW payout will be to the extent of above mentioned Distribution amount per unit or to the extent of available distributable surplus, as on the Record Date mentioned above, whichever is lower.

in the statement of beneficial owners maintained by the Depositories under the IDCW Plan/Option of the Schemes as on record date.

For units in demat form: IDCW will be paid to those Unitholders/Beneficial Owners whose names appear

All unit holders under the IDCW Plan/Option of the above mentioned scheme, whose names appear on the register of unit holders on the aforesaid record date, will be entitled to receive the IDCW.

> For Nippon Life India Asset Management Limited (Asset Management Company for Nippon India Mutual Fund)

Authorised Signatory

Make even idle money work! Invest in Mutual Funds

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.

be eligible to participate in the Buyback. In due course, eligible Shareholder, holding Equity Shares as on the Record Date. will receive a letter of offer (the "Letter of Offer") along with a tender / offer form indicating the entitlement of the shareholder for participating in the Buyback.

- The Equity Shares to be bought back as a part of the buyback is divided in two categories:
- Reserved category for Small Shareholders; and
- General category for all other shareholders.
- As defined in Regulation 2(1) (n) of the Buyback Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value, on the basis of closing price on BSE or NSE (as applicable, contingent on highest trading volume in respect of Equity Shares) as on the Record Date, of not more than ₹ 2,00,000/- (Rupees Two Lakhs).
- In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of equity shares which the Company proposes to Buyback or number of equity shares entitled as per the shareholding of small shareholders, whichever is higher, shall be reserved for the small shareholders as part of this Buyback. On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each shareholder,
- including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs. The equity shares tendered as per the entitlement by Members holding equity shares of the Company as well as
- additional shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback is expected to be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to tender offer under Buyback" notified by SEBI vide circular CIR/CFD/POLICYCELL/ 1/2015 dated April 13, 2015 as amended via circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI circular CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments thereof.
- The final number of Equity Shares the Company will purchase from the Shareholders will be based on the Equity Shares tendered. Accordingly, in the event of the overall response to the tender offer being in excess of Buyback Offer Size, the Company may not purchase all the Equity Shares tendered by the Shareholders over and above their entitlement.
- After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Shareholders in that category, and thereafter from Shareholders who have tendered over and above their In accordance with the Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat
- accounts/folios do not receive a higher entitlement under the small shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (small shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding physical shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/foreign portfolio investors etc. with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have a different demat account nomenclature based on information prepared by the Registrar as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body – broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- The Shareholders' participation in the Buyback will be voluntary. The Shareholders can choose to participate, in full or in part, and get cash in lieu of Equity Shares to be accepted under the Buyback or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post Buyback, without additional investment. The Shareholders may also tender a part of their entitlement. The Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the short fall created due to non-participation of some other Shareholders, if any.
- The maximum tender under the Buyback by any Shareholder cannot exceed the number of Equity Shares held by the Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.
- If the Buyback entitlement for any Eligible Shareholder is not a round number (i.e. not a multiple of 1 Equity Share), then the fractional entitlement shall be ignored for computation of entitlement to tender Equity Shares in the Buyback. The Small Shareholders whose entitlement would be less than 1 Equity Share may tender additional Equity Shares as part of the Buyback and will be given preference in the acceptance of one Equity Share, if such Small Shareholders have tendered for additional Equity Shares.
- The buy-back from non-resident members, Overseas Corporate Bodies (OCBs) and Foreign Institutional Investors (FIIs), and members of foreign nationality, if any, etc. shall be subject to such approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident Shareholders.
- The Equity Shares tendered as per the entitlement by the Eligible Shareholder as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified under the SEBI Circulars. Eligible Shareholders will receive a letter of offer along with a tender/offer form indicating their respective entitlement for participating in the Buyback.

Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer which will be sent in due course to the Shareholders as on Record Date. Eligible Shareholders who have registered their email ids with the depositories / the Company, shall be dispatched the Letter of Offer through electronic means. If Eligible Shareholders wish to obtain a physical copy of the Letter of Offer, they may send a request to the Company or Registrar at the address mentioned at para 19 below.

- PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK PROCESS:
 - The Buyback is open to all Eligible Sellers / beneficial owners of the Company, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dematerialized form ("Demat Shares") (such shareholders are referred as the ("Eligible Shareholders").
 - The Shares of the company are listed on both the Stock Exchanges (i.e. on BSE and NSE). The Buyback will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circular ("Stock Exchange Mechanism") and following the procedure prescribed in the Companies Act and the Buy-back Regulations and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time
 - For implementation of the Buyback, the Company has appointed Keynote Capitals Limited as the registered broker to the Company (the "Company's Broker") to facilitate the process of tendering of Equity Shares through Stock Exchange Mechanism for the Buyback. The contact details of the Company's Broker are as follows:

KEYNOTE

Keynote Capitals Limited The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (W), Mumbai - 400 028

Contact Person: Alpesh Mehta: **Tel**: +91 22 6826 6000-3 Email: alpesh@keynoteindia.net Website: www.keynoteindia.net **SEBI Reg No**: INZ000241530

The Company will request BSE to provide the separate Acquisition Window to facilitate placing of bid by Eligible Sellers who wish to tender Equity Shares in the Buyback. The details of the platform will be as specified by BSE from time to time. In the event, the Shareholder Broker(s) of any Eligible Shareholder is not registered with BSE/ NSE as a trading member/stockbroker, then that Eligible Shareholder can approach any BSE/NSE registered

stockbroker and can register themselves by using quick unique client code ("UCC") facility through the BSE/NSE registered stockbroker (after submitting all details as may be required by such BSE/NSE registered stockbroker in compliance with applicable law).

Mumbai

July 09, 2023

- Participation in the Buyback by Eligible Shareholders will trigger tax on distributed income to shareholders in India and such tax has to be discharged by the Company. This may trigger capital gains taxation in hands of the shareholders in their country of residence, if outside India. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.
- The reporting requirements for Non-Resident Shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Seller Member through which the Equity Shareholder places the
- Modification / cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by single Eligible Shareholder for selling the Equity Shares shall be clubbed and considered as "one" bid for the purposes of acceptance.
- The cumulative quantity tendered shall be made available on the website of BSE/NSE (www.bseindia.com)/ (www.nseindia.com) throughout the trading session and will be updated at specific intervals during the tendering
- The Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer/sale and/or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.
- 16. PROCEDURE TO BE FOLLOWED BY REGISTERED/ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN THE DEMATERIALIZED FORM:
 - Eligible Shareholders who desire to tender their Equity Shares in the dematerialized form under Buyback would have to do so through their respective Seller Member by indicating to them the details of Equity Shares they intend The Seller Member would be required to place a bid on behalf of the Shareholders who wish to tender Equity
 - Shares in the Buy Back using the Acquisition Window of the Stock Exchange. The lien shall be marked by the Seller Member in the demat Account of the Shareholders for the shares tendered
 - in tender offer. Details of shares marked as lien in the demat account of the shareholder shall be provided by the Depositories to Clearing Corporation. In case, the Shareholders Demat Account is held with one Depository and Clearing Member pool and Clearing
 - Corporation Account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the tendering period. Inter Depository Tender Offer ("IDT") instructions shall be initiated by the shareholders at source depository to Clearing Member/Clearing Corporation account at target Depository. Source Depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and sends IDT message to target Depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target Depository to the Clearing Corporation.
 - For Custodian Participant orders, for demat Equity Shares early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian participant confirmation and the revised order shall be sent to the custodian participant again for confirmation.
 - Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip ("TRS") generated by the Exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like Bid ID No., Application No., DP ID, Client ID, No. of Equity Shares tendered etc. It is clarified that in case of dematerialized Equity Shares, non-receipt of the completed tender form and other

documents, but if the lien is marked successfully in the depository system and a valid bid in the exchange bidding

- system, the bid for Buyback shall be deemed to have been accepted. 17. PROCEDURE TO BE FOLLOWED BY REGISTERED SHAREHOLDERS HOLDING EQUITY SHARES IN THE
- **PHYSICAL FORM:**
- In accordance with the Frequently Asked Questions issued by SEBI, "FAQs Tendering of physical shares in buy-back offer/ open offer/ exit offer/delisting" dated February 20, 2020, and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. The procedure is as below:
- Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Seller Member along with the complete set of documents for verification procedures to be carried out including the (i) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (ii) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favor of the Company, (iii) self-attested copy of the shareholder's PAN Card, (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of the Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.
- The Seller Member/Shareholder has to deliver the original share certificate(s) & documents (as mentioned above) along with TRS either by registered post or courier or hand delivery to the Registrar to the Buyback i.e (the Registrar") (at the address mentioned at paragraph 20) on or before the closing date. The envelope should be superscribed as "Goldiam International Limited - Buyback". One copy of the TRS will be retained by the Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/Shareholder.
- Based on these documents, the concerned Seller Member shall place the bid on behalf of Eligible Shareholders holding Equity Shares in physical form using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.
- Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for buyback by the Company shall be subject to verification of the original share certificate (s) and documents as per the Buyback Regulations and any further directions issued in this regard. Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such time BSE Limited ("Designated Stock **Exchange**") shall display such bids as 'Unconfirmed Physical Bids'. Once, Registrar to the Buyback confirms the bids it will be treated as 'Confirmed Bids'.
- In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholder should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
- An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.
- The cumulative quantity of Equity Shares tendered under the Buyback shall be made available on the website of the BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during
- 18. METHOD OF SETTLEMENT
- Upon finalization of the basis of acceptance as per Buy-back Regulations:
 - The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market. The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the
 - Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. The settlement of fund

Corporation from time to time. For Equity Shares accepted under the Buyback, the Clearing Corporation's will make direct funds payout to the respective Shareholders. If the respective Shareholder's bank account details are not available or if the fund transfer instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such respective In case of Eligible Shareholder where there are specific RBI and other regulatory requirements pertaining to funds

obligation for Demat Shares shall be affected as per the SEBI circulars and as prescribed by BSE and Clearing

- pay-out, which do not opt to settle through custodians, the funds pay-out would be given to their respective Seller Members settlement bank account for onward transfer to the Eligible Shareholders. For this purpose, the client type details would be collected from the Registrar to the Buyback. Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporation
- by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On Settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation. In the case of Inter Depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source Depository will not be able to release the lien without a release of IDT message from Target Depository. Further, release of IDT message shall be sent by target Depository either based on cancellation
- request received from Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target Depository, source Depository will cancel/release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target Depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date. Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned to the
- Shareholders directly by Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted equity shares in case the equity shares accepted by the Company are less than the equity shares tendered in the Buyback by the equity shareholders holding equity shares in the physical form.
- The Equity Shares bought back in the demat form would be transferred to the special demat account of the Company ("Demat Escrow Account") opened for the Buyback by the Manager.
- Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges, and expenses (including brokerage) that may be levied by the Seller Member upon the selling Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders from their respective Seller Member, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Shareholders.
- The Seller Member would issue contract note & pay the consideration for the Equity Shares accepted under the Buyback and will unblock the excess unaccepted Equity Shares. Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds pay-out including those prescribed by the RBI) who do not opt to settle through custodians, the funds pay-out would be given to their respective Shareholder Broker's settlement accounts for releasing the
- same to such shareholder's account. The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.
- 19. **COMPLIANCE OFFICER**
- The Company has designated Pankaj Parkhiya as the Compliance Officer for the Buyback. The contact details are as given below:

Pankaj Parkhiya Designation Company Secretary & Compliance Officer Gems & Jewellery Complex, M.I.D.C., SEEPZ, Andheri (E), Mumbai - 400 096 Address Email pankaj@goldiam.com 022-28290396/28292397 In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from

Monday to Friday between 10.00 am & 5.00 pm on all working days, at the above mentioned address. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

The Company has appointed Link Intime India Private Limited as the Registrars to the Buyback. Their contact details

LINKIntime

Link Intime India Private Limited C 101. 247 Park, LBS Marg Vikhroli (West), Mumbai-400 083 Tel No: +91 81081 14949 Email: goldiam.buyback@linkintime.co.in Website: www.linkintime.co.in Contact Person: Sumeet Deshpande SEBI Registration No.: INR000004058 Validity Period: Permanent, unless terminated

CIN: U67190MH1999PTC118368 In case of any query, the Shareholders may contact the Registrar to the Buyback, from Monday to Friday between 10.00 am & 5.00 pm on all working days at the above mentioned address.

21. MANAGER TO THE BUYBACK The Company has appointed Keynote Financial Services Limited as Manager to the Buyback. Their contact details are

KEYNOTE

Keynote Financial Services Limited The Ruby, 9th Floor, Senapati Bapat Marg Dadar (West), Mumbai – 400 028 **Tel**.: 022 – 6826 6000 Contact Person: Sunu Thomas SEBI Registration No.: INM 000003606

In case of any guery, the Shareholders may contact the Manager to the offer, from Monday to Friday between 10.00 am & 5.00 pm at the above-mentioned address.

22. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buy-Back Regulations, the Board of Directors of the Company accept responsibility for all the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of Board of Directors of **Goldiam International Limited**

	5a/-	5a/-	5a/-
	Rashesh Manhar Bhansali	Anmol Rashesh Bhansali	Pankaj Parkhiya
	Executive Chairman	Whole Time Director	Company Secretary & Compliance Officer
	DIN:00057931	DIN:07931599	ACS: 30395
1			

Place: Mumbai Date: July 07, 2023

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MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

Registered office: Gems & Jewellery Complex, MIDC, SEEPZ, Andheri (East), Mumbai - 400 096. Tele. No. 022 -28291893/ 28290396/ 28292397; Fax: 022-28292885 Website: www.goldiam.com; Email: investorrelations@goldiam.com Contact Person: Pankaj Parkhiya, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF GOLDIAM INTERNATIONAL LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) **REGULATIONS. 2018. AS AMENDED.**

This Public Announcement (the "Public Announcement") is made in relation to buy back of fully paid up Equity Shares having face value of ₹ 2/- (Rupees Two Only) each (the "Equity Shares") by Goldiam International Limited ("the Company") through tender offer route using the Stock Exchange Mechanism in accordance with Securities and Exchange Board of India ("SEBI") circular CIR/CFD/POLICYCELL/1/2015/dated April 13, 2015 read with circular CFD/DCR2/P/2016/131 dated December 9, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 as amended ("SEBI Circulars") pursuant to the provisions of Regulation 7(i) read with Schedule II along with other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modifications or re-enactments that may be introduced (the "Buyback Regulations") for the time being in force and contains the disclosures as specified in Schedule II read with Schedule I of the Buyback Regulations.

OFFER FOR BUYBACK OF UP TO 21,79,493 FULLY PAID UP EQUITY SHARES (TWENTY ONE LAKHS SEVENTY NINE THOUSAND FOUR HUNDRED NINETY THREE ONLY) FULLY PAID-UP EQUITY SHARES OF GOLDIAM INTERNATIONAL LIMITED ('COMPANY') OF FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES") AT A PRICE OF ₹150/- (RUPEES ONE HUNDRED FIFTY ONLY) PER FULLY PAID-UP EQUITY SHARE ("BUYBACK PRICE") IN CASH ON A PROPORTIONATE BASIS FROM ALL EXISTING MEMBERS HOLDING EQUITY SHARES OF THE COMPANY THROUGH THE TENDER OFFER PROCESS USING THE STOCK EXCHANGE MECHANISM.

Certain figures in this Public Announcement, including financial information, have been subject to rounding off adjustments. All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row

DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE.

- The Board of Directors (the "Board", which expression includes the Buyback committee constituted by the Board to exercise the powers, including the powers conferred by the resolution) of the Company at its meeting held on May 20, 2023 ("Board Meeting") has, subject to the approval of the Members of the Company by way of special resolution and subject to such approval of regulatory and/or statutory authorities as may be required under applicable laws, approved the proposal of Buyback up to 21,79,493 (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only) Fully-paid-Equity Shares of face value ₹ 2/-each, at a price of ₹ 150/- per equity share ("Buyback Price") payable in cash for an amount not exceeding ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) ("Buyback Size") (excluding Transaction Costs such as securities transaction tax, GST, stamp duty, filing fees, advisors' fees, brokerage, public announcement expenses, printing and dispatch expenses, applicable taxes and other incidental and related expenses (hereinafter referred to as "Transaction Costs") from the equity shareholders/beneficial owners of the Equity Shares including promoters and members of the promoter group of the Company as on July 21, 2023 (the "Record Date") (for further details in relation to the Record Date, refer to Paragraph 14 of the Public Announcement), on a proportionate basis, through the "Tender Offer" process, and in accordance with Article 23A of the Articles of Association of the Company, on a proportionate basis through the "Tender Offer" route in accordance with the provisions of the Companies Act, 2013 ("Companies Act" or "the Act") and the Companies (Share Capital and Debentures) Rules, 2014 (the "Share Capital Rules"), the Companies (Management and Administration) Rules, 2014 (the "Management Rules") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations") and in compliance with the Buyback Regulations ("Buyback Offer" or "Buyback") and subject to approval of the Equity Shareholders of the Company. Since the Buyback size is more than 10% paid-up equity share capital and free reserves of the Company in terms of Section 68(2)(b) of the Act, the Board of Directors at their meeting approved the Postal Ballot Notice dated May 20, 2023 ("Postal Ballot Notice") to seek the approval of the Shareholders of the Company through a Special Resolution for the Buyback on a proportionate basis (subject to the reservation for small shareholders) through the tender offer process pursuant to Articles of Association of the Company and in accordance with Sections 68, 69, 70 and 110 and all other applicable provisions, if any, of the Companies Act, the Share Capital Rules, the Management Rules, and the Buyback Regulations. The Buyback is subject to receipt of any approvals of lenders, statutory, regulatory, or governmental authorities as may be required under applicable laws, including the Reserve Bank of India (RBI), the SEBI, and the Stock Exchanges on which the Equity Shares of the Company are listed, namely, National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") (hereinafter together referred to as the "Stock Exchanges").
- 1.2. The results of the Postal Ballot Resolution were announced on July 6, 2023 ("Shareholders' Approval"). The Shareholders of the Company approved the "Buyback" of up to 21,79,493 (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only) Fully-paid-up Equity Shares of face value ₹ 2/- each, from the equity shareholders of the Company as on the Record Date, on a proportionate basis through the "Tender Offer" route at a price of ₹ 150/- (Rupees One hundred Fifty only) per share, payable in cash, for an amount not exceeding ₹ 32,69,23,950/- (Rupees Thirty Two Crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) which excludes Transaction Costs
- The Board of Directors of the Company may, till one (1) working day prior to the record date i.e., July 20, 2023, increase the buy-back price and decrease the number of securities proposed to be bought back, such that there is no change in the aggregate size of the buy-back.
- The Buyback Size is 12.47% and 5.78% of the total paid-up Equity Share capital and free reserves of the Company based on the audited standalone financial statements and audited consolidated financial statements of the Company respectively as at March 31, 2023 (being the date of the latest available audited standalone and consolidated financial statements of the Company).
- 1.5. In terms of the SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Rashesh Manhar Bhansali, Anmol Rashesh Bhansali and Shobhnaben Manharkumar Bhansali, the Promoters/ Promoter Group of the Company, have expressed their intention to participate in the Buyback vide their letters dated May 20, 2023 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law
- In accordance with the provisions of the Companies Act, 2013, the Buyback Size being ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) excluding Transaction Cost, representing 12.47 % and 5.78% of the aggregate fully paid-up share capital and free reserves as per ited standalone financial statements and audited consolidated financial statements of the Company for the financial year ended March 31, 2023, respectively (the last audited financial statement available as on the date of Board Meeting approving the Buyback) and is within the statutory limit of 25% of the fully paid-up equity share capital and free reserves as per the last audited financial statement of the Company. Further, under the Companies Act, the number of equity share that can be bought back in any financial year cannot exceed 25% of the total paidup equity share capital of the Company in that financial year. Since the Company proposes to Buyback up to 21,79,493 equity shares representing 2% of the total paid up equity share capital of the Company, the same is within the aforesaid 25% limit.
- 1.7. The Buyback will be undertaken on a proportionate basis from the Eligible Shareholders as on the Record Date. provided that 15% (fifteen percent) of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the shareholding of small shareholders as defined in the SEBI Buyback Regulations ("Small Shareholders") as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders.
- The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on Stock Exchanges where the Equity Shares are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible mpact of Buyback on the earnings per Share.
- The Buyback will not result in any benefit to the promoters, members of the promoter group, persons in control of the Company or any directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations. Any change in voting rights of the promote group of the Company pursuant to completion of Buyback will not result in a change in control over the Company.
- 1.10. The Buyback from Eligible Shareholders who are persons resident outside India, including the foreign portfolio nvestors, erstwhile overseas corporate bodies and non-resident Indians etc., shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the RBI under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations framed thereunder, if any and such approvals shall be required to be taken by such Non-resident shareholders.
- 1.11. Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such shareholders (Buyback Tax) in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income-tax Act, 1961 read with any applicable rules framed thereunder. Consequently, any income received by Eligible Shareholders pursuant to the Buyback of shares is exempt and hence not includable in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. Participation in the Buyback by non-resident Eligible Shareholders may trigger capital gains tax in the hands of such shareholders in their country of residence. In due course, the Eliqible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- 1.12. A copy of this Public Announcement will be available on the Company's website (www.goldiam.com), website of the Manager to the Buyback i.e. Keynote Financial Services Limited (www.keynoteindia.in) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buyback and on the websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com)

OBJECTIVE OF THE BUYBACK

2.1 The Buyback is being undertaken by the Company to return surplus funds to its equity shareholders which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost- efficient manner.

The Buyback is undertaken for the following reasons:

- The Company believes that the strong future and outlook of its business activities, is not accurately reflected in
- $the prevailing \ market \ price, thereby \ giving \ an \ opportunity \ for \ buyback \ to \ create \ long-term \ value \ for \ its \ shareholders.$ The Buyback would help in improving financial ratios like earnings per share and return on equity, by reducing the equity base of the Company; and thereby, enhancing the overall return to shareholders.
- The Buyback gives the Eligible equity shareholders the choice to either (A) participate in the buy-back and receive cash in lieu of Equity Shares accepted under the buy-back or (B) not to participate in the buy-back and enjoy a resultant increase in their percentage shareholding in the Company post the buy-back, without additional investment.
- MAXIMUM NUMBER OF SHARES THAT THE COMPANY PROPOSES TO BUY-BACK AND THE TIME LIMIT FOR COMPLETING THE BUY-BACK:
 - The number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the Equity Shares in the total paid-up equity capital of the Company in that financial year. The Company proposes to buyback up to 21,79,493 (Twenty one lakhs seventy nine thousand four hundred ninety three) fully paid up Equity Shares of face value ₹ 2/- (Rupees Two) each of the Company which represents 2% of the total Equity Shares of the Company which is within the 25% limit. The buy-back is proposed to be completed within 12 months from the date of passing the special resolution approving the proposed buy-back.
- BUYBACK PRICE OF EQUITY SHARES AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE:
- 4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹ 150/- (Rupees One hundred fifty only)

per share. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on BSE and NSE i.e. the Stock Exchanges where $the \ Equity \ Shares \ are \ listed, the \ net \ worth \ of \ the \ Company, price \ earnings \ ratio, impact \ on \ other \ financial \ parameters \ and$ the possible impact of Buyback on the earnings per Share

The Offer Price represents:

- Premium of 2.83% & 3.34% over the volume weighted average market price of the Equity Shares of NSE and BSE, respectively, during the three months preceding May 4, 2023, being the date of intimation to Stock Exchanges for the Board Meeting to consider the proposal of the Buyback ("Intimation Date").
- Premium of 3.66% and 3.59% over the closing price of the Equity Share on NSE and BSE, respectively, as on May 03, 2023, being the last trading date prior to the Company's intimation to the Stock Exchanges of the date of the Meeting of the Board of Directors wherein proposal of the Buyback was considered
- 4.2. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company the paid-up Equity Share capital and free reserves after the Buyback shall be less than or equal to 2:1 based on last audited standalone and consolidated financial statements of the Company.
- MAXIMUM AMOUNT OF FUNDS REQUIRED UNDER THE BUYBACK & ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES AND THE SOURCES OF FUNDS FROM WHICH THE BUYBACK WOULD BE FINANCED:
- The maximum amount required for Buyback will not exceed ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) excluding Transaction Costs. The said amount works out to 12.47 % and 5.78 % of the aggregate fully paid-up share capital and free reserves as per audited standalone financial statements and audited consolidated financial statements of the Company as on March 31, 2023 respectively, which is within the prescribed limit of 25% of the total paid-up capital and free reserves of the Company as at March 31, 2023 and is in compliance with Regulation 4(i) of the Buyback Regulations and Section 68(2) of the Companies Act.
- 5.2. The funds for the implementation of the proposed Buyback will be sourced out of the free reserves of the Company (retained earnings) and/or such other source as may be permitted by the SEBI Buyback Regulations or the Companies Act and no funds will be borrowed from Banks and Financial Institutions for the Buyback
- 5.3. The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity shares so bought back to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited financial statements
- 5.4. The funds borrowed, if any, from banks and financial institutions will not be used for purpose of the Buyback.
- METHOD TO BE ADOPTED FOR BUYBACK
- 6.1. The Buyback shall be on a proportionate basis, through "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges pursuant to tender offer under Buyback" notified by Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/ POLICYCELL/ 1/2015 dated April 13, 2015 as amended via SEBI circular CED/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments thereof. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company.
- 6.2. As required under the Buyback Regulations, the Company has announced a record date i.e July 21, 2023 ("Record Date") to determine the names of the Members holding Equity Shares of the Company who will be eligible to participate $in the \ Buyback \ (\text{``Eligible Equity Shareholder(s)''}). \ Consequent to the \ approval of the \ Buyback, Eligible \ Shareholders$ will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlemen
- THE AGGREGATE SHAREHOLDING OF THE PROMOTER / PROMOTER GROUP AND PERSONS WHO ARE IN CONTROL OF THE COMPANY. THE DIRECTORS OF COMPANIES WHICH ARE PART OF THE PROMOTER AND PROMOTER GROUP AS ON THE DATE OF THIS PUBLIC ANNOUNCEMENT ARE AS FOLLOWS
- The aggregate shareholding of the Promoter and Promoter Group and persons who are in control of the Company as on the date of Board Meeting i.e., May 20, 2023:

Name of Shareholder	No. of Shares held	Percentage (%)
Rashesh Manhar Bhansali	4,92,37,105	45.18
Anmol Rashesh Bhansali	1,77,25,355	16.27
Shobhnaben Manharkumar Bhansali	53,89,820	4.95
Ami Rashesh Bhansali	Nil	Not Applicable
Tulsi Gupta	Nil	Not Applicable
Total	7,23,52,280	66.39
	Rashesh Manhar Bhansali Anmol Rashesh Bhansali Shobhnaben Manharkumar Bhansali Ami Rashesh Bhansali Tulsi Gupta	Rashesh Manhar Bhansali 4,92,37,105 Anmol Rashesh Bhansali 1,77,25,355 Shobhnaben Manharkumar Bhansali 53,89,820 Ami Rashesh Bhansali Nil Tulsi Gupta Nil

- 7.2. The aggregate shareholding of the directors of companies, which are part of the Promoter and Promoter Group as on the date of Board Meeting i.e. May 20, 2023: Not Applicable
- 7.3. None of the directors and key managerial personnel of the Company hold any equity shares in the Company as on the

date of Board Meeting I.e., May 20, 2023, except for the following.						
Sr. Name of Director or		Category	No. of Equity	Percentage of		
no	Key Managerial Personnel		Shares held	Shareholding (%)		
1	Rashesh Manhar Bhansali	Executive Chairman	4,92,37,105	45.18		
2	Anmol Rashesh Bhansali	Whole Time Director	1,77,25,355	16.27		
3	Darshana Faldu	Chief Financial Officer	5	0.00		
	Sr. no 1	Sr. Name of Director or New Managerial Personnel Rashesh Manhar Bhansali Anmol Rashesh Bhansali	no Key Managerial Personnel 1 Rashesh Manhar Bhansali Executive Chairman 2 Anmol Rashesh Bhansali Whole Time Director	Sr. no Name of Director or Key Managerial Personnel Category Shares held No. of Equity Shares held 1 Rashesh Manhar Bhansali Executive Chairman 4,92,37,105 2 Anmol Rashesh Bhansali Whole Time Director 1,77,25,355		

- The Promoter, Promoter Group and Directors and Key Managerial Personnel of the Company have not purchased or sold any shares of the Company as on the date of Board meeting and during a period of six months preceding the date of the Board Meeting i.e., May 20, 2023, at which the Buyback was proposed and from the date of the Board Meeting till the date of this Public Annou
- INTENTION OF THE PROMOTER AND PROMOTERS GROUP OF THE COMPANY TO TENDER EQUITY SHARES FOR BUY-BACK:

In terms of the Buyback Regulations, under the Tender Offer route, the Promoter and Promoter Group of the Company have their intention vide their letters dated May 20, 2023 to participate in the Buyback and offer up to 12,29,921 equity shares in aggregate or any such lower number of shares as required in compliance with the Buyback Regulations/terms of the

The details of maximum shares to be tendered is as given below

Sr.	Name of Promoter	No. of	Number of equity shares
no		Shares held	intended to be tendered upto
1	Rashesh Manhar Bhansali	4,92,37,105	8,36,806
2	Anmol Rashesh Bhansali	1,77,25,355	3,01,413
3	Shobhnaben Manharkumar Bhansali	53,89,820	91,702
	TOTAL	7,23,52,280	12,29,921

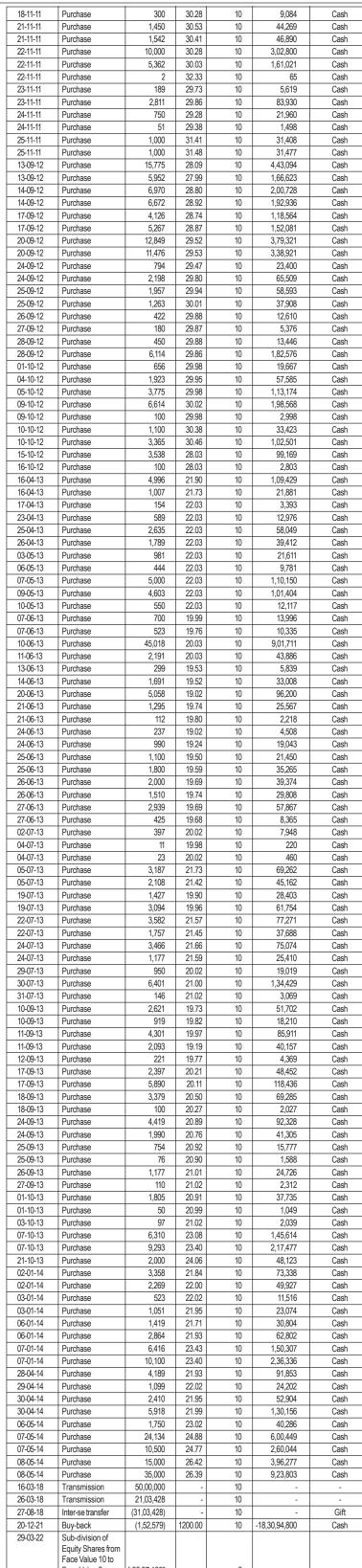
In order to be in compliance with 10(4)(C) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the promoter director i.e. Rashesh Manhar Bhansali and Anmol Rashesh Bhansali did not participate in the Board Meeting dated May 20, 2023 for approval of buyback.

Details of the date and price of the acquisition and other details of the equity shares held by the Promoter /Promoter Group Members who are intending to tender their shares are as follows:

Rashesh Manhar Bhansali: Date of Nature of Number of Price Face Value Issue/ Consideration

Transaction	Nature of Transaction	Equity	Price (₹per	per share	Acquisition/	(Cash, other
Transaction	Hallsaction	Shares	Share)	per share	(Sale) Price (₹)	than cash etc.)
16-09-88	Purchase	4,000	100.00	100	4,00,000	Cash
20-04-89	Transfer	8,000	100.00	100	8,00,000	Cash
22-05-89	Purchase	1,900	100.00	100	1,90,000	Cash
28-02-91	Purchase	18,000	100.00	100	18,00,000	Cash
30-03-93	Purchase	17,400	100.00	100	17,40,000	Cash
24-08-94	Split face of value of ₹100/- per share to ₹10/-per share	4,93,000	-	10	-	-
24-09-94	Issue of Bonus shares in the ratio of 3:2	7,39,500	-	10	-	-
08-02-95	Transfer	(38,600)	50.00	10	19,30,000	Cash
12-07-96	Purchase	200	18.20	10	3,640	Cash
12-07-96	Purchase	500	19.30	10	9,650	Cash
12-07-96	Purchase	500	18.25	10	9,125	Cash
15-07-96	Purchase	500	18.80	10	9,400	Cash
15-07-96	Purchase	200	18.55	10	3,710	Cash
16-07-96	Purchase	200	18.90	10	3,780	Cash
18-07-96	Purchase	3,400	20.30	10	69,020	Cash
22-07-96	Purchase	900	19.00	10	17,100	Cash
06-08-96	Purchase	600	19.80	10	11,880	Cash
07-08-96	Purchase	500	19.80	10	9,900	Cash
07-08-96	Purchase	200	20.05	10	4,010	Cash
08-08-96	Purchase	500	19.30	10	9,650	Cash
08-08-96	Purchase	500	19.55	10	9,775	Cash
09-08-96	Purchase	100	19.30	10	1,930	Cash
02-09-96	Purchase	1,700	19.00	10	32,300	Cash
22-07-99	Purchase	103,600	25.00	10	25,90,000	Cash
01-02-00	Purchase	56,000	80.00	10	44,80,000	Cash
16-04-01	Purchase	60,000	50.00	10	30,00,000	Cash
17-08-01	Purchase	7,500	32.33	10	2,42,475	Cash
20-08-01	Purchase	200	32.08	10	6,416	Cash
23-08-01	Purchase	575	32.08	10	18,446	Cash
24-08-01	Purchase	7,500	32.32	10	2,42,400	Cash
27-08-01	Purchase	17,500	32.33	10	5,65,775	Cash
28-08-01	Purchase	7,500	32.33	10	2,42,475	Cash
29-08-01	Purchase	10,000	32.32	10	3,23,200	Cash
04-09-01	Purchase	12,000	32.00	10	3,84,000	Cash
06-09-01	Purchase	7,500	32.33	10	2,42,475	Cash
07-09-01	Purchase	7,202	32.33	10	2,32,841	Cash
10-09-01	Purchase	130	32.27	10	4,195	Cash
11-09-01	Purchase	150	32.33	10	4,850	Cash

24-09-01	Purchase	2,915	32.00	10	93,280	Cash
04-10-01	Purchase	650	26.47	10	17,206	Cash
08-10-01	Purchase	450	26.02	10	11,709	Cash
09-10-01	Purchase	35	26.88	10	941	Cash
02-09-02 17-02-04	Bonus 1:1 Purchase	15,05,807 88,386	50.24	10 10	44,40,513	- Cash
26-08-05 21-04-06	Bonus 1:1 Purchase	31,00,000 6,068	149.00	10 10	9,04,132	- Cash
30-04-06	Purchase	10,000	153.00	10	15,30,000	Cash
26-06-06	Purchase	23,932	120.00	10	28,71,840	Cash
27-06-06	Purchase	10,000	119.00	10	11,90,000	Cash
10-07-06	Purchase	10,962	99.00	10	10,85,238	Cash
01-08-06	Purchase	9,497	100.00	10	9.49.700	Cash
21-09-06	Purchase	8,830	118.00	10	10,41,940	Cash
25-09-06	Purchase	9,353	119.00	10	11,13,007	Cash
26-09-06	Purchase	10,080	117.00	10	11,79,360	Cash
27-09-06	Purchase Purchase	179	119.00 117.00	10	21,301	Cash
27-11-06 30-11-06	Purchase	57,437 25,000	123.00	10 10	67,20,129 30,75,000	Cash Cash
07-02-07	Sale	(8,48,901)	168.00	10	(14,26,15,368)	Cash
24-08-07	Purchase	15,000	70.75	10	10,61,250	Cash
06-03-09	Sale	(1,00,000)	11.50	10	(11,50,000)	Cash
09-03-09	Sale	(97,437)	11.50	10	(11,20,526)	Cash
13-06-11	Purchase	100	33.03	10		Cash
13-06-11	Purchase	1,100	33.04	10	36,344	Cash
14-06-11	Purchase	3,859	34.98	10	1.34.973	Cash
14-06-11	Purchase	2,980	34.93	10	1,04,089	Cash
16-06-11	Purchase	7,501	35.04	10	2,62,835	Cash
20-06-11	Purchase	14,374	35.04		5,03,665	Cash
21-06-11	Purchase	831	35.04	10	29,118	Cash
22-06-11	Purchase	3,275	35.04	10	1,14,756	Cash
23-06-11	Purchase	701	35.04	10	24,563	Cash
19-07-11	Purchase	450	35.04	10	15,768	Cash
22-07-11	Purchase	14,729	36.03	10	5,30,733	Cash
22-07-11	Purchase	100	36.04	10	3,604	Cash
22-08-11	Purchase	6,030	25.62	10	1,54,496	Cash
22-08-11	Purchase	1,914	25.95	10	49,664	Cash
23-08-11	Purchase	5,000	32.06	10	1,60,317	Cash
23-08-11	Purchase	5,879	32.08	10	1,88,598	Cash
23-08-11	Purchase	5,000	30.61	10	1,53,048	Cash
23-08-11	Purchase	2,500	32.27	10	80,668	Cash
23-08-11	Purchase	8,508	32.28		2,74,637	Cash
24-08-11	Purchase	7,500	34.44	10	2,58,303	Cash
24-08-11	Purchase	4,475	35.14	10	1,57,252	Cash
24-08-11	Purchase	3,193	34.39	10	1,09,792	Cash
06-09-11	Purchase	845	30.97	10	26,170	Cash
07-09-11	Purchase	2,155	33.21	10	71,563	Cash
07-09-11	Purchase	71	34.04	10	2,417	Cash
07-09-11	Purchase	300	34.34	10	10,303	Cash
07-09-11	Purchase	1,000	33.75		33,753	Cash
07-09-11 07-09-11	Purchase	2,381 300	34.02	10 10	81,001	Cash Cash
07-09-11	Purchase Purchase	2,948	34.83 34.03	10	10,449 1,00,316	Cash
09-09-11	Purchase	5,000	34.03	10	1,70,143	Cash
09-09-11	Purchase	603	33.03	10	19,917	Cash
09-09-11	Purchase	397	33.83	10	13,431	Cash
12-09-11	Purchase	1,115	34.03	10	37,943	Cash
12-09-11	Purchase	47	34.86		1,638	Cash
12-09-11	Purchase	338	33.97	10	11,482	Cash
13-09-11	Purchase	33	34.73	10	1,146	Cash
13-09-11	Purchase	1,817	34.03	10	61,833	Cash
14-09-11	Purchase	2,731	34.03	10	92,936	Cash
14-09-11	Purchase	19	34.68	10	659	Cash
15-09-11	Purchase	25	34.73	10	868	Cash
15-09-11	Purchase	1,875	34.03	10	63,806	Cash
16-09-11	Purchase	8,015	35.04	10	2,80,845	Cash
16-09-11	Purchase	5,000	35.01	10	1,75,057	Cash
16-09-11	Purchase	485	35.49		17,213	Cash
19-09-11 19-09-11	Purchase	20	35.04	10 10	701	Cash
19-09-11	Purchase Purchase	6,250 6,230	35.80 35.86	10	2,23,731 2,23,420	Cash Cash
21-09-11	Purchase	1,962	35.04	10	68,748	Cash
21-09-11	Purchase	38	35.84		1,362	Cash
23-09-11	Purchase	1,600	33.03	10	52,848	Cash
26-09-11	Purchase	700	33.03	10	23,121	Cash
26-09-11	Purchase	157	32.85	10	5,157	Cash
26-09-11	Purchase	300	32.56	10	9,769	Cash
26-09-11	Purchase	43	32.93	10	1,416	Cash
27-09-11	Purchase	149	33.03	10	4,922	Cash
27-09-11	Purchase	51	33.83	10	1,725	Cash
28-09-11	Purchase	117	32.03	10	3,748	Cash
29-09-11	Purchase	733	32.03	10	23,478	Cash
29-09-11	Purchase	16	31.83	10	509	Cash
30-09-11	Purchase	134	32.03	10	4,292	Cash
03-10-11	Purchase	363	32.00	10	11,617	Cash
04-10-11	Purchase	150	31.03	10	4,655	Cash
05-10-11 07-10-11	Purchase	3,487	31.03	10	1,08,202	Cash
07-10-11	Purchase Purchase	1,974 26	30.03 30.78	10	59,279 800	Cash Cash
10-10-11	Purchase	1,500	30.95	10	46,431	Cash
10-10-11	Purchase	500	31.07	10	15,533	Cash
11-10-11	Purchase	500	34.05	10	17,025	Cash
11-10-11	Purchase	500	34.79	10	17,397	Cash
12-10-11	Purchase	4,426	33.03		1,46,191	Cash
12-10-11	Purchase	574	34.79	10	19,967	Cash
13-10-11	Purchase	2,500	35.04	10	87,600	Cash
13-10-11	Purchase	1,250	34.03	10	42,538	Cash
13-10-11	Purchase	1,250	35.03	10	43,787	Cash
14-10-11	Purchase	99	33.53	10	3,319	Cash
14-10-11	Purchase	51	33.60	10	1,713	Cash
17-10-11	Purchase	805	33.12	10	26,661	Cash
17-10-11	Purchase	195	33.03	10	6,441	Cash
18-10-11	Purchase	1,225	32.45	10	39,750	Cash
18-10-11	Purchase	1,425	32.03	10	45,643	Cash
18-10-11 20-10-11	Purchase	200	33.87 33.47	10	6,774	Cash
20-10-11	Purchase Purchase	940	33.03	10	31,464 1,982	Cash Cash
21-10-11	Purchase	2,503	33.03	10	82,674	Cash
21-10-11	Purchase	97	33.98	10	3,296	Cash
24-10-11 24-10-11	Purchase	987	33.03 33.63	10	32,600 437	Cash
25-10-11	Purchase Purchase	1,000	33.03	10	33,030	Cash Cash
26-10-11	Purchase	7,174	33.03	10	165	Cash
28-10-11	Purchase		33.03	10	2,36,957	Cash
14-11-11	Purchase	1,783	31.16	10	55,560	Cash
14-11-11	Purchase	417	31.11	10	12,971	Cash
15-11-11	Purchase	300	31.17	10	9,350	Cash
15-11-11	Purchase	698	31.34	10	21,875	Cash
15-11-11	Purchase	23	31.43	10	723	Cash
15-11-11	Purchase	10,000	31.53	10	3,15,299	Cash
16-11-11	Purchase	13,380	30.28	10	4,05,144	Cash
17-11-11	Purchase	5,000	30.23	10	1,51,150	Cash
17-11-11	Purchase	927	30.28	10	28,069	Cash
18-11-11	Purchase	1,237	30.27	10	37,444	Cash
10 11:11	, arondoo	1,401	JU.LI	10	υι, τητ	L



Face Value 2	4,92,37,105*	-	2
Maximum number of Equity	Shares intended t	to be ten	dered

Maximum number of Equity Snares intended to be tendered						8,30,800
nmol Rashesh	Bhansali:					
Date of	Nature of	Number of	Price	Face Value	Issue/	Consideration
Transaction	Transaction	Equity	(₹per	per share	Acquisition/	(Cash, other
		Shares	Share)	(₹)	(Sale) Price (₹)	than cash etc.)
21-02-18	Purchase	11,902	70.00	10	8,33,140	Cash
28-02-18	Purchase	22,711	70.00	10	15,89,770	Cash
05-03-18	Purchase	94,462	70.00	10	66,12,395	Cash
15-03-18	Purchase	70,925	65.04	10	46,13,095	Cash
27-08-18	Inter-Se transfer	31,03,428	-	10	-	Gift
02-04-19	Purchase	26,572	74.30	10	19,74,448.40	Cash
19-03-20	Purchase	5,489	88.03	10	4,83,197	Cash
25-03-20	Purchase	4,511	87.36	10	3,94,083	Cash
30-06-20	Purchase	60,000	101.55	10	60,93,000	Cash
31-08-20	Purchase	70,000	115.34	10	80,73,800	Cash
01-09-20	Purchase	12,677	114.98	10	14,57,572.30	Cash
04-09-20	Purchase	8,956	115.50	10	10,34,418	Cash
08-09-20	Purchase	8,367	115.97	10	9,70,312	Cash
09-09-20	Purchase	16,000	115.64	10	18,50,240	Cash

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10-09-20	Purchase	6,300	115.83	10	7,29,729	Cash	
14-09-20	Purchase	14,200	124.99	10	17,74,858	Cash	
15-09-20	Purchase	4,500	128.75	10	5,79,375	Cash	
22-09-20	Purchase	3,000	116.58	10	3,49,740	Cash	
23-09-20	Purchase	500	120.00	10	60,000	Cash	
25-09-20	Purchase	25,000	126.73	10	31,68,320	Cash	
10-12-20	Purchase	23,000	164.64	10	37,86,720	Cash	
16-12-20	Purchase	7,500	199.99	10	14, 99,925	Cash	
20-12-21	Buy-back	(54929)	1200.00	10	-6,59,14,800	Cash	
29-03-22	Sub-division of Equity Shares from Face Value 10 to Face Value 2	1,77,25,355*	-	2	-	-	
Maximum r	Maximum number of Equity Shares intended to be tendered						
Shahhaahaa I	pohlyshan Manharkumar Dhanaslii						

Date of Nature of Number of Price Face Value Jacus/ Consideration

Shobhnaben Manharkumar Bhansali:

Date of Transaction	Nature of Transaction	Number of Equity Shares	Price (₹per Share)	Face Value per share (₹)	Issue/ Acquisition/ (Sale) Price (₹)	Consideration (Cash, other than cash etc.)
16-08-88	Purchase	2,000	100.00	100	2,00,000	Cash
24-08-94	Purchase	3,000	100.00	100	3,00,000	Cash
24-08-94	Split face of vaule of ₹100/- per shares to ₹10/- pershare	50,000		10	_	-
24-09-94	Issue of Bonus shares in the ratio of 3:2	75,000	-	10	-	-
15-02-99	Purchase	3,500	20.00	10	70,000	Cash
24-03-99	Purchase	1,100	16.00	10	17,600	Cash
17-04-99	Purchase	8,000	30.16	10	2,41,260.00	Cash
29-04-99	Purchase	12,600	29.89	10	3,76,669.00	Cash
12-05-99	Purchase	1,08,000	30.00	10	32,40,000	Cash
24-04-01	Sale	(60,000)	50.00	10	(30,00,000)	Cash
25-04-01	Purchase	60,000	50.00	10	3,0,00,000	Cash
04-08-01	Purchase	600	31.82	10	19,092	Cash
04-08-01	Purchase	10,000	32.32	10	3,23,200	Cash
16-08-01	Purchase	4,500	32.32	10	1,45,440	Cash
17-08-01	Purchase	8	32.00	10	256	Cash
23-08-01	Purchase	360	32.32	10	11,635	Cash
02-09-02	Bonus 1:1	2,73,668	-	10	-	-
26-08-05	Bonus 1:1	5,47,336	-	10	-	-
09-03-18	Transmission of shares	71,03,428	-	10	-	-
16-03-18	Transmission pursuant to Probate dated February 15, 2018 issued by the Hon'ble HighCourt to administer Property(ies) of Late ManharR. Bhansali	(50,00,000)	-	10	_	_
26-03-18	Transmission pursuant to Probate dated February 15, 2018 issuedby the Hon'ble HighCourt to administer Property(ies) of Late ManharR. Bhansali	(21,03,428)	-	10	_	-
20-12-21	Buy-back	(16,708)	1,200.00	10	-2,00,49,600	Cash
29-03-22	Sub-division of Equity Shares from FV 10 to FV 2	53,89,820*	-	2	-	-
Mandania						04.700

*Equity Shares post sub-division.

Maximum number of Equity Shares intended to be tendered

The Company confirms that there are no defaults subsisting in repayment of deposits or interest thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any shareholder or financial institution or banking company, as the case may be:

CONFIRMATION FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE

- Company shall not issue any equity shares or other securities (including by way of bonus) till the date of expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Companies Act and the SEBI Buyback Regulations
- Except in discharge of its subsisting obligations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback period in accordance with the Buyback Regulations or any circulars or notifications issued by SEBI in connection therewith
- The Company shall not withdraw the Buyback after the public announcement of the offer to Buyback is made and published in the newspapers:
- The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable
- The Company shall transfer from its free reserves a sum equal to the nominal value of the equity shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements
- The Company confirms that there are no defaults subsisting in repayment of deposits or interest thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any shareholder or financial institution or banking company, as the case
- All the Equity Shares of the Company are fully paid-up;
- The Company shall not buyback its Equity Shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the
- There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, 2013, ("Scheme") involving the Company, and no public announcement of the Buyback shall be made during pendency of any such Scheme;
- The ratio of the aggregate of secured and unsecured debts owed by the Company the paid-up Equity Share capital and free reserves after the Buyback shall be less than or equal to 2:1 based on last audited standalone and consolidated financial statements of the Company respectively as at March 31, 2023;
- The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies or through any investment company or group of investment companies
- The promoters and members of promoter group, and their associates, other than the Company, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters and members of promoter group) from the date of this resolution till the closing of the Buyback offer; Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act read with relevant
- in accordance relevant provisions of Companies Act, the Company shall not make further issue of the same kind of shares or other specified securities including by way of allotment of new shares under Section 62(1)(a) of the Companies Act, 2013, or other specified securities within a period of six months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares;
- the Company has not completed a buyback of any of its securities during the period of one year immediately preceding the date of this Board Meeting:
- the Company shall comply with the statutory and regulatory timelines in respect of the Buyback, on the terms and conditions as may be decided by the Board and in such manner as prescribed under the Companies Act, the Buyback Regulations and any other applicable laws;
- the Buyback shall not result in the delisting of the Equity Shares from the stock exchanges the consideration for the Equity Shares bought back by the Company shall be paid only by way of cash, through
- The Company shall not utilise any funds borrowed from banks and financial institutions in fulfilling its obligation under the Buyback:
- The special resolution approving the buy-back will be valid for a maximum period of 1 year from the date of passing the said special resolution (or such extended period as may be permitted under the Companies Act, 2013 or the Buy-back Regulations or by the appropriate authorities); The Schedule of Activities for the buy-back shall be decided by the Board of Directors within the above time limits;
- The statements contained in all the relevant documents in relation to the Buyback shall be true, material and factual and shall not contain any mis-statements or misleading information;
- The equity shares bought back by the Company will be compulsorily cancelled
- CONFIRMATION THAT THE BOARD OF DIRECTORS HAVE MADE FULL ENQUIRY INTO THE AFFAIRS AND PROSPECTS OF THE COMPANY AND THAT THEY HAVE FORMED THE OPINION IN TERMS OF CLAUSE (X) OF SCHEDULE I OF SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 2018 (AS AMENDED) ("BUYBACK REGULATIONS"):

The Board of Directors of the Company have confirmed that they have made a full enquiry into the affairs and prospects of the Company and have formed the opinion:

- That immediately following the date of the Board Meeting held on May 20, 2023, and the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared (the "Postal Ballot Resolution"), there will be no grounds on which the Company can be found unable to pay its debts;
- As regards the Company's prospects for the year immediately following the date of the Board Meeting held on May 20, 2023 as well as the year immediately following the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared, approving the Buyback and having regards to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board meeting approving the Buyback or within a period of one year from the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared,
- In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 1956/ 2013 or Insolvency and Bankruptcy Code, 2016 as amended from time to time, as applicable
- 12. There has been no instance of any breach of covenant with our lenders in regard to the buyback of Equity Shares as per Regulation 5(i)(c) and Schedule I(xii) of the SEBI Buyback Regulations

13. REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S AUDITORS ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY BOARD REGARDING INSOLVENCY

The text of the Report dated May 20, 2023 of M/s. Pulindra Patel & Co., the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below

Quote

The Board of Directors Goldiam International limited

Gems & Jewellery Complex, SEEPZ MIDC, Andheri East, Mumbai-400096

Dear sir /Madam

Subject: Statutory Auditor's Report in respect of proposed buyback of equity shares by Goldiam International Limited ('the Company') in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buv Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations")

- This report is issued in accordance with Email dated May 9, 2023.
- The Board of Directors of the Company have approved a proposed buy-back of equity shares by the Company at its meeting held on May 20, 2023, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act') read with the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("SEBI Buy-back Regulations").
- 3. We have been engaged by Goldiam International Limited (the "Company") to perform a reasonable assurance engagement on determination of the amount of permissible capital payment as detailed in the accompanying Annexure I in connection with the proposed buy back by the Company of its equity shares ("Buyback") in pursuance of Section 68, 69 and 70 of the Companies Act, 2013 (the "Act") and The Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, and the 'Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and amendments thereto (the "Buyback Regulations") and on the opinions expressed by the Board of Directors of the Company, as required under the Buyback Regulations. We have initialled the Annexure I for identification purposes only.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with Section 68(2)(c) of the Act and in compliance with Section 68, 69 and 70 of the Act and SEBI Buy-back Regulations, is the responsibility of the Management of the Company including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting approving the buyback of its equity shares i.e., May 20, 2023 (hereinafter referred as the "date of the Board meeting") and will not be rendered insolvent within a period of one year from the date of the Board meeting, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016.

Auditor's Responsibility

Pursuant to the requirement of the Buyback Regulations, it is our responsibility to obtain reasonable assurance on the following "Reporting Criteria

- Whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements and audited consolidated financial statements as at and for the year ended March 31 2023 (the "Audited Financial Statements"):
 - Whether the amount of permissible capital payment for the Buyback has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act read with Regulation 4(i) of the SEBI Buyback Regulations based on the Audited Financials Statements
- Whether the Board of Directors of the Company in their meeting dated May 20, 2023 have formed the opinion, as specified in Clause (x) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 on reasonable grounds and the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the date on which the results of the shareholders' resolution with regards to the proposed buyback are declared
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting Criteria. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the Reporting Criteria. Within the scope of our work, we performed the following
- Examined authorisation for Buyback from the Articles of Association of the Company
- Examined that the amount of capital payment for the Buyback as detailed in Annexure I is within the permissible limit computed in accordance with the provisions of Section 68 of the Act;
- Examined that the ratio of the debt owned by the Company, if any, is not more than twice the capital and its free reserves after such buy-back;
- Examined that all the shares for Buyback are fully paid-up;
- Inquired into the state of affairs of the Company with reference to the Audited Financial Statements of the Company which has been prepared by the Management of the Company and examined budgets and projections prepared by the Management:
- Examined minutes of the meetings of the Board of Directors;
- Examined Directors' declarations for the purpose of Buyback and solvency of the Company;
- The audited standalone and consolidated financial statements as of and for the financial year ended March 31 2023, have been audited by us, on which we issued an unmodified audit opinion vide our report dated May 20, 2023. We conducted our audit of the standalone and audited consolidated financial statements in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("the ICAI"). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Such audit was not planned and performed in connection with any transactions to identify matters that maybe of potential interest to third parties
- We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India ("Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services engagements, issued by the ICAL

91,702

Based on enquiries conducted and our examination as above, and according to the information and explanations provided to us by the management of the Company, we report that:

- We have inquired into the state of affairs of the Company in relation to its Audited financial statements which has been approved by the Board of Directors of the Company on May 20. 2023
- The amount of permissible capital payment (including premium) towards the proposed buy back of equity shares as computed in the Annexure-I is properly determined in our view in accordance with Section 68 (2)(c) of the Companies Act read with regulation 4(i) of the SEBI Buyback Regulations. The amounts of share capital and free reserves have been extracted from Audited Financial Statements.
- The Board of Directors in their meeting held on May 20, 2023 have formed the opinion, as specified in Clause (x) of Schedule I to the Regulations, on reasonable grounds and the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from date of passing the Board meeting resolution dated May 20, 2023, and from the date on which the results of the shareholders' resolution with regards to the proposed buyback are declared.

Restriction on Use

- Our work was performed solely to assist you in meeting your responsibilities with reference to the Buyback Regulations. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.
- This report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of the Buyback Regulations; (i) in connection with the proposed buyback of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the SEBI Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the explanatory statement to the notice for special resolution, public announcement, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited as applicable, and (iii) for onward submission to Keynote Financial Services Limited, Manager to Buyback and should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent.
- 13. M/s, Pulindra Patel & Co., Chartered Accountants does not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report, or Public Announcement which includes our report, is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For M/s. Pulindra Patel & Co. **Chartered Accountants** (Firm Regn. No.115187W) Pulindra Patel Proprietor

Membership Number: 048991

UDIN: 23048991BGWINI4427

Place: Mumbai Date: May 20, 2023

Annexure I – Statement of Permissible Capital Payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with the requirements of Section 68(2)(c) of the Companies Act, 2013, as amended (the "Companies Act") and Regulation 4(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("SEBI Buyback Regulations"), based on audited standalone and audited consolidated financial statements as at March 31, 2023.

Goldiam International Limited

		(₹ In Lakns
Particulars as on March 31, 2023	Standalone	Consolidated
Paid up Equity Share Capital		
(10,89,74,615 shares of ₹ 2/- each fully paid up)	2179.49	2179.49
Free Reserves:		
Securities premium reserve	-	-
General Reserves	-	-
Retained Earnings	24034.79	54404.98
Total Free Reserves*	24034.79	54404.98
Total paid Up equity capital & free reserves	26214.28	56584.47
Maximum amount permissible for Buy-back under section 68(2)(c) of the act		
i.e. 25% of the total paid up capital and free reserves with the shareholder's approval	6553.57	14146.12
Maximum amount permitted by Board Resolution dated May 20, 2023, approving buyback,		
subject to shareholder approval based on audited financial statements for the year ended		
March 31, 2023.	32	269.24
For C	aldiam Intarr	ational Limito

Rashesh Bhansali **Executive Chairman**

Place: Mumbai Date: May 20, 2023

Unquote 14. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT

As required under the Buyback Regulations, the Company has fixed July 21, 2023 as the record date (the "Record Date") for determining the entitlement and names of the shareholders holding Equity Shares of the Company who will

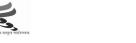
संरक्षण संबंध, धोरणात्मक भागीदारी वृद्धिंगत करण्यासाठी राजनाथ सिंह मलेशिया ढी-यावर

नवी दिल्ली, दि.९ : संरक्षण मंत्री राजनाथ सिंह १०-११ जुलै २०२३ रोजी मलेशियाचा अधिकृत दौरा करणार आहेत. द्विपक्षीय संरक्षण सहकार्य दृढ करणे आणि धोरणात्मक भागीदारी अधिक वृद्धींगत करण्यावर दौऱ्यात लक्ष केंद्रित केले जाईल. राजनाथ सिंह, मलेशियाचे संरक्षण मंत्री दातो सेरी मोहम्मद हसन यांच्याशी द्विपक्षीय चर्चा करतील. या दरम्यान दोन्ही मंत्री उभय देशांमधील संरक्षण सहकार्याचा आढावा घेतील. वचनबद्धता आणखी मजबूत करण्यासाठी नवीन उपक्रमांवरही चर्चा केली जाईल. दोन्ही पक्ष सामायिक हिताच्या प्रादेशिक आणि जागतिक मुद्द्यांवर मतांची देवाणघेवाण करतील.या भेटीदरम्यान मलेशियाचे पंतप्रधान वायबी दातो सेरी अन्वर बिन इब्राहिम यांचीही राजनाथ सिंह भेट घेतील. संपूर्ण प्रदेशात शांतता आणि समृद्धी नांदावी हा भारत आणि मलेशियाचा समान उद्देश्य आहे. दोन्ही लोकशाहीं मध्ये मजबूत आणि बहुआयामी संबंध आहेत. संरक्षण आणि सुरक्षेसह अनेक धोरणात्मक क्षेत्रांमध्ये याचा विस्तार झाला आहे. पंतप्रधान नरेंद्र मोदी यांच्या २०१५ मधील मलेशिया ढौऱ्याढरम्यान चालना मिळालेल्या धोरणात्मक भागीदारीच्या ध्येयदृष्टीमुसार काम करण्यासाठी दोन्ही देश वचनबद्ध आहेत.

PUBLIC NOTICE

Notice is hereby given that Folio No. HLL2914913, Equity Shares of face value Rs.1/- (Rupees one only) each bearing Share Certificate Nos. No. of Shares Distinctive No 1139540931-1139541320 5250093

of Hindustan Unilever Limited, having its registered office at Hindustan Unilever Limited, Unilever House, B. D. Sawant Marg, Chakala, Andheri (East), Mumbai - 400 099 registered in the name of Jay Keswani and Shanta Keswani (deceased) have been lost. Jay Keswani have applied to the company for issue duplicate certificate. Any person who has any claim in respect of the said shares certificate should lodge such claim with the company within 15 days of the publication of this notice.



EMAIL ID: addeollmumbai@gmail.com

महाराष्ट्र शासन अपर जिल्हाधिकारी तथा अपिलीय प्राधिकारी, मुंबई शहर यांचे प्राधिकरण पहिला मजला, जुने जकात घर, शहीद भगतसिंग मार्ग, फोर्ट, मुंबई - ४०० ००१.

जाहीर नोटीस

श्रीम. फिरोजा झहुरआलम शेख, उपजिल्हाधिकारी (अति/निष्का) धारावी विभाग व इतर १

श्री. मस्ताफा अंन्सारी. रा. शिवप्रेरणा सहाकरी गृहनिर्माण संस्था,

चांदणी आगार वडाळा (पू), मुंबई ४०० ०३७.

सदर जाहीर नोटीसद्वारे आपणांस सुचित करण्यात येते की, अपिलार्थी श्रीम. फिरोजा झहुरआलम शेख यांनी महाराष्ट्र झोपडपट्टी सुधारणा, निर्मुलन व पुनर्विकास) अधिनियम, १९७१ मधील कलम ३५ अंतर्गत मा.अपर जिल्हाधिकारी तथा अपिलीय प्राधिकारी मुंबई शहर, पहिला मजला, जुने जकात घर, शहिद भगतिसंग रोड, फोर्ट, मुंबई ४००००१ येथे परिशिष्ट-II मधील अ.क्र.२०३ वर . आपले नावाऐवजी अपिलार्थी श्रीम. फिरोजा झहरआलम शेख यांचे नाव समाविष्ट करुन पात्रतेकामी अपिल अर्ज दाखल केलेल असन, सदर अपिल अर्जात आपणास प्रतिवादी क्र.२ करणेत आलेले आहे. त्यानषंगाने या प्राधिकरणाने उक्त अपील अर्ज प्रकरणी दि.१३.०६.२०२३ रोजी सनावणी निश्चित करण्यात आली होती. सदर सुनावणीस आपण गैरहजर असल्याने मा.अपर जिल्हाधिकार्र तथा अपिलीय प्राधिकारी, मंबई शहर यांनी आपणांस पढील सनावणी तारखेबाबत जाहिर नोटीसीव्दारे अवगत करणेचे निर्देश दिले आहे. सदर प्रकरणी सुनावणी दि. १९/०७/२०२३ रोजी सकाळी ११.३० वाजता निश्चित केली आहे.

आपण सदर प्रकरणामध्ये प्रतिवादी क्र.२ असून, सदर जाहिर नोटीसीव्दारे आपणांस सूचित करण्यात येते की, आपण नियोजित **सुनावणी दि. १९/०७/२०२३ रोजी सकाळी ११.३० वाजता** मा.अपर जिल्हाधिकारी तथा अपिलीय प्राधिकारी, मुंबई शहर याचे दालनात उपस्थित/हजर राहून, आपली बाजू मांडावी. उपरोक्त नमूद केलेल्या दिवशी आपण स्वतः अथवा आपले प्राधिकृत प्रतिनिधी उपस्थित न राहिल्यास, आपणास काहीही सांगावयाचे नाही, असे गृहित धरून प्रकरणी गुणवत्तेवर निर्णय घेण्यात येईल,यांची नोंद घ्यावी.

> सही/-अव्वल कारकून अपर जिल्हाधिकारी कार्यालय. मुंबई शहर.

. प्रतिवादी

रोज वाचा दै. 'मुंबई लक्षदीप'

PUBLIC NOTICE

Keshavkant Jamnadas Sangani, holding Flat No. B-3/06 (said flat) in Sukumar (formerly Kumar) CHS Ltd. at Dayaldas Road, Vile-Parle (East), Mumbai-57 & Share Certificate No. 22 for Five Shares numbered from 836 to 840 (both inclusive). died intestate on 04/09/2017. His Wife Chandrabala Keshavkant Sangani had predeceased on 23/12/2012. After his death his Shares/Interest in the Society were transferred to his Son Manoj Keshavkant Sangani on the basis of his Nomination. Now, Manoj Keshavkant Sangani(Son), Bharat Keshavkant Sangani(Son) & Bhavana Rajendra Japi(Married Daughter) claim that they are the only surviving Legal Heirs of Late Keshavkant Jamnadas Sangani and Bharat Keshavkant Sangani & Bhavana Raiendra Japi wish to execute Deed of Release to relinquish their respective shares in the title of the said flat & said shares to Manoj Keshavkant Sangani.

Any other person/s having objection to the said Deed of Release or claim/interest in the said flat & shares should contact the Hon. Secretary of the Society within 15 days of publication of this notice with documentary proof. No claims will be ntertained thereafter.

The Hon. Secretary -Sukumar CHS Ltd., Dayaldas Road, Vile-Parle (E), Mumbai – 57

जाहीर सूचना

माझे अशील श्रीमती आशा घनश्याम पटेल यांच्या वतीने येथे सूचना देण्यात येत आहे की, त्यांच आई श्रीमती सुभद्राबेन रमनलाल पटेल या सोसायटीच्या सदस्या आहेत आणि त्यांच्याकडे फ्लॉट जागा अर्थात फ्लॅट क्र.बी/५०२ (क्षेत्रफळ ३८६ चौ.फु. कार्पेट क्षेत्र), ५वा मजला, शुभांगण–३ को-ऑपरेटिव्ह हौसिंग सोसायटी लि., मिरा रोड (पुर्व), जिल्हा ठाणे-४०११०७ (यापुढे सदर फ्लॅट जाग म्हणून संदर्भ) या जागेच्या मालक व ताबेदार आहेत. दिनांक १४.१०.२००४ रोजीच्या विक्री करारनामाद्वारे **मे. विनम्र कन्स्ट्रक्शन्स** (यापुढे सदर बिल्डर म्हणून संदर्भ) यांनी सदर फ्लॅट जागा **श्रीम**ती आशा घनश्याम पटेल (विवाहापुर्वीचे नाव कुमारी आशा रमनेलाल पटेल) आणि श्रीमती सुभद्राबेन रमनलाल पटेल (खरेदीदार) यांच्याकडे विक्री व हस्तांतर केली. सदर दूसरे संयुक्त सदस्या श्रीमती सुभद्राबेन रमनलाल पटेल यांचे २९.०५.२०२१ रोजी निधन झाले, त्यांच्या पश्चात त्यांचे कायदेशी -वारसदार व प्रतिनिधी नामे **श्री. रमनलाल हरगोविंददास पटेल** (पती) व दोन मुले **श्री. दृष्यं**त रमनलाल पटेल, श्री. देवेंद्र रमनलाल पटेल आणि तीन मुली १) श्रीमती आशा घनश्याम पटेल (विवाहापुर्वीचे नाव कुमारी आशा रमनलाल पटेल), **२) श्रीमती प्रग्ना संदीप पटेल** (विवाहापुर्वीचे नाव कुमारी प्रया रमनलाल पटेल) व **३) श्रीमती सोनल निखील मेशेरी** (विवाहापुर्वीचे नाव कुमारी सोनल मनलाल पटेल) हे आहेत. वर नमुद व्यतिरिक्त अन्य कोणीही कायदेशीर वारसदार नाहीत. दिनांव ३०.०६.२०२३ रोजीचे दस्तावेज अ.क्र.टीएनएन४-११९२७-२०२३ धारक नोंदणीकृत दिनांव ३०.०६.२०२३ रोजीचे मुक्तता करारनामाद्वारे मुक्तें **श्री. रमनलाल हरगोविंददास पटेल, श्री. दृष्यं** रमनलाल पटेल, श्रीमती प्रन्ना संदीप पटेल, श्री. देवेंद्र रमनलाल पटेल आणि श्रीमती सोनल **निखील मेशेरी** यांनी सदर फ्लॅट जागेतील त्यांचे संबंधित शेअर्स, अधिकार व हित प्राप्तकर्ते **श्रीम**त आशा घनश्याम पटेल यांच्या नावे मुक्त केले.

आणि ज्याअर्थी **श्रीमती आशा घनश्याम पटेल** यांना एकमेव सदस्य म्हणून त्यांच्या नावे सोसायटीच्य भागभांडवल व सदस्यत्व हस्तांतरणासाठी अर्ज करण्याची इच्छा आहे. जर कोणी कायदेशीर वारसद किंवा व्यक्ती किंवा ततीय पक्षकारास सदर फ्लॅट जागा व शेअर्सबाबत काही दावा. अधिभार. अधिकार हक, हित असल्यास त्यांनी खालील स्वाक्षरीकर्त्यांकडे सदर सूचना प्रकाशन तारखेपासून **१५ दिवसां**त कळवावे. अन्यथा असे समजले जाईल की, कोणताही दावा नाही किंवा दावा असल्यास ते त्याग किंवा स्थगित केले आहे.

(डी. एस.शेखावत दिनांक: १०.०७.२०२३ विकल उच्च न्यायाल ठिकाण: मुंबई प्लॉट क्र.९३/डी-०९, गोराई-१, बोरिवली (प), मुंबई-४०००९२ **PUBLIC NOTICE**

Housing Society Ltd. (Society) having address at Kanakia ZenWorld. CTS No. 1015 1015/1 to 3 of Village Kanjur, Kanjurmarg(East), Mumbai-400042, hold Flat No 2004 (said Flat) & Share Certificate No. 080 for 10 Shares numbered from 791 to

Mrs. Jovita Dmello died on 07/11/2022, leaving behind Mr. Anil Dmello (Husband & Master Jeston Abram Dmello (minor Son) as her only surviving heirs. Now, Mr. Anil Dmello intends to relinquish his share which he is entitled for a a Legal Heir of Late Mrs. Jovita Dmello to Master Jeston Abram Dmello to make him joint owner in the said Flat & the said Shares by executing a Deed of Release Other persons, if any, having claim/interest in the said Flat & Shares and/or objection to the said Deed of Release, should contact in the society office within 15 days of this notice with documentary proof. No claims will be entertained thereafter.

The Secretary - Zenworld Wing C Co-operative Housing Society Ltd.

क्टेस्ट सॉफ्टटेक (इंडिया) लिमिटेड

 $\langle v \rangle$ AmpVolts

सीआयएनः एल७२२००एमएच२०००पीएलसी१२५३५९ **नॉदणीकृत कार्यातयः** केबिन क्र. १९, ७वा मजला, टाइम्स स्वयेअर, अंबेरी वर्कप्त्लो, सार्ड्सिसच्या पुढे, अंधेरी पूर्व, मुंबई — ४०००६९, महाराष्ट्र. **यूरध्यनी:** ०२२-४१४९ ५८९५ **ई-मेलः** compliance@ampvolts.com, **वेबसाईट :** www.ampvolts.com

भागधारकांना २४वी वार्षिक सर्वसाधारण सभेची सूचना

- भागधारकांनी नोंद घ्यावी की कंपनीची चोविसावी वार्षिक सर्वसाधारण सभा (एजीएम) गुरुवार, ३ ऑगस्ट २०२३ रोजी दुपारी ३.०० वा. (भाप्रवे) व्हिडिओ कॉन्फरन्सिंग/अन्य दुकशाव्य माध्यमा (व्हीसी/ओएव्हीएम) द्वारे सुविधा, सहकार मंत्रालयाने (एमसीए) दिनांक २८ डिसेंबर २०२२ रोजी जारी केलेल्या सामान्य परिपत्रक १०/२०२२ आणि सेबी परिपत्रक क्र. सेबी/एचओ/सीएफडी/पीओडी-२/पी/सीआयआर/२०२३/४ दिनांक ०५ जानेवारी २०२३ (यापुढे एकत्रितपणे परिपत्रक म्हणून संबोधले जाईल) आणि इतर सर्व लागू कायदे, सभेच्या सूचनेमध्ये नमूद केलेल्या व्यवसायावर विचारविमर्श करण्याकरिता होणार आहे
- वरील परिपन्नकांचे पालन करून, एजीएम च्या सचना आणि वार्षिक अहवाल २०२२-२३ च्या इलेक्टॉनिक प्रती त्या सर्व भागधारकांना पाठवल्या जातील ज्यांचे ईमेल कंपनी/डिपॉझिटरी सहभागीदाराकडे नोंदणीकृत आहेत डीमटेरिअलाइज्ड स्वरूपात भागधारणा केलेल्या भागधारकांना त्यांच्या डिपॉझिटरी सहभागींमार्फत त्यांच्या संबंधित डिपॉझिटरीजमध्ये त्यांचा ईमेल पत्ता आणि मोबाइल नंबर नोंदवण्याची विनंती केली जाते आणि वास्तविक स्वरूपात भागधारणा करणाऱ्या भागधारकांना कंपनीच्या निबंधक आणि भाग हस्तांतरण प्रतिनिधी (आरटीए) यांना पूर्वा शार्सिगस्ट्री (इंडिया) प्रायव्हेट लिमिटेडच्या support@purvashare.com वर तपशील सादर करण्याची विनंती केली जाते. २४ व्या एजीएम आणि वार्षिक अहवाल २०२२-२३ ची सूचना कंपनीच्या वेबसाइटवर www.ampvolts.com स्टॉक एक्सचेंज वेबसाइटवर, म्हणजे बीएसई लिमिटेड www.bseindia.com वर आणि एनएसडीएल च्या वेबसाइटवर www.evoting.nsdl.com वर आणि कंपनीचे निबंधक आणि हस्तांतर प्रतिनिधी, पूर्वा शेअरजिस्ट्री (इंडिया) प्रायव्हेट लिमिटेड (पूर्वा) www.purvashare.com वर उपलब्ध करून दिली जाईल.
- सदस्य केवळ व्हीसी/ओएव्हीएम सुविधेद्वारे एजीएममध्ये उपस्थित राहू शकतात आणि सहभागी होऊ शकतात ज्याचा तपशील कंपनी सभेच्या सूचनेमध्ये प्रदान करेल. कंपनी कायदा, २०१३ च्या कलम १०३ अन्वये गणसंख्या मोजण्याच्या उद्देशाने व्हीसी/ओएव्हीएम द्वारे सभेला उपस्थित राहणाऱ्या सदस्यांची गणना केली जाईल. ज्या भागधारकांनी त्यांचा ईमेल पत्ता नोंदविला नाही त्यांना एजीएमच्या सूचनेमध्ये नमूद केल्यानुसार दूरस्थपणे ई
- व्होरिंगदारे किंता एजीएम टरम्यान ई-व्होरिंग प्रणालीदारे त्यांचे मत देण्याची संधी असेले. द्वीमरेरिअलाइज्ड आणि वास्तविक स्वरूपात भागधारणा केलेल्या भागधारकांसाठी दुरस्थपणे मतदान करण्याची पद्धत भागधारकांन रचनेमध्ये प्रदान केली जाईल. जे भागधारक त्यांच्या ईमेल पत्याच्या आदेशाची नोंदणी करू इच्छितात त्यांनी खालील सूचनांचे पालन करावे:

तुमच्या डिपॉझिटरी पार्टिसिपंटने सुचवलेल्या प्रक्रियेनुसार तुमच्या डीमॅट खात्या तपशील नोंदवा / अपडेट करा वास्तविक ग्रस्तविक भागधारणा स्वरूपात भागधारणा करणाऱ्या support@purvashare.com वर ईमेल पाठवून त्यांचा फोलिओ क्रमांक

. . समभागधारकांना त्यांच्या नोंदणीकृत ईमेल आयडीवर लागू कायद्यानुसार २४ व्या एजीएमची सूचना योग्य वेळी

नमूद करून त्यांचा ईमेल आयडी नोंदवावा अशी विनंती केली जाते. केस्ट सॉफ्टटेक (इंडिया) लिमिटेडकरिता

पाठवली जाईल.

विपुल चौहान डीआयएन: ०१२४१०२१

be eligible to participate in the Buyback. In due course, eligible Shareholder, holding Equity Shares as on the Record Date, will receive a letter of offer (the "Letter of Offer") along with a tender / offer form indicating the entitlement of the shareholder for participating in the Buyback.

- The Equity Shares to be bought back as a part of the buyback is divided in two categories:
- Reserved category for Small Shareholders; and
- General category for all other shareholders.
- As defined in Regulation 2(1) (n) of the Buyback Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value, on the basis of closing price on BSE or NSE (as applicable, contingent on highest trading volume in respect of Equity Shares) as on the Record Date, of not more than ₹ 2,00,000/- (Rupees Two Lakhs).
- In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of equity shares which the Company proposes to Buyback or number of equity shares entitled as per the shareholding of small shareholders, whichever is higher, shall be reserved for the small shareholders as part of this Buyback.
- On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each shareholder including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs.
- The equity shares tendered as per the entitlement by Members holding equity shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback is expected to be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to tender offer under Buyback" notified by SEBI vide circular CIR/CFD/POLICYCELL/ 1/2015 dated April 13, 2015 as amended via circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI
- circular CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments thereof. The final number of Equity Shares the Company will purchase from the Shareholders will be based on the Equity Shares tendered. Accordingly, in the event of the overall response to the tender offer being in excess of Buyback Offer Size, the
- Company may not purchase all the Equity Shares tendered by the Shareholders over and above their entitlement After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Shareholders in that category, and thereafter from Shareholders who have tendered over and above their entitlement in other category.
- In accordance with the Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/folios do not receive a higher entitlement under the small shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (small shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding physical shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/foreign portfolio investors etc. with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have a different demat account nomenclature based on information prepared by the Registrar as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body – broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- The Shareholders' participation in the Buyback will be voluntary. The Shareholders can choose to participate, in full or in part, and get cash in lieu of Equity Shares to be accepted under the Buyback or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post Buyback, without additional investment. The Shareholders may also tender a part of their entitlement. The Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the short fall created due to non-participation of some other
- The maximum tender under the Buyback by any Shareholder cannot exceed the number of Equity Shares held by the Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account. If the Buyback entitlement for any Eligible Shareholder is not a round number (i.e. not a multiple of 1 Equity Share), then the fractional entitlement shall be ignored for computation of entitlement to tender Equity Shares in the Buyback. The Small Shareholders whose entitlement would be less than 1 Equity Share may tender additional Equity Shares as part

of the Buyback and will be given preference in the acceptance of one Equity Share, if such Small Shareholders have

- The buy-back from non-resident members, Overseas Corporate Bodies (OCBs) and Foreign Institutional Investors (FIIs), and members of foreign nationality, if any, etc. shall be subject to such approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident Shareholders.
- The Equity Shares tendered as per the entitlement by the Eligible Shareholder as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified under the SEBI Circulars. Eligible Shareholders will receive a letter of offer along with a tender/offer form indicating their respective entitlement for participating in the Buyback.
 - Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer which will be sent in due course to the Shareholders as on Record Date. Eligible Shareholders who have registered their email ids with the depositories / the Company, shall be dispatched the Letter of Offer through electronic means. If Eligible Shareholders wish to obtain a physical copy of the Letter of Offer, they may send a request to the Company or Registrar at the address mentioned at para 19 below.
- PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK PROCESS:

tendered for additional Equity Shares.

- The Buyback is open to all Eligible Sellers / beneficial owners of the Company, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dematerialized form ("Demat Shares") (such shareholders are referred as the ("Eligible Shareholders").
- The Shares of the company are listed on both the Stock Exchanges (i.e. on BSE and NSE). The Buyback will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circular ("Stock Exchange Mechanism") and following the procedure prescribed in the Companies Act and the Buy-back Regulations and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time
- For implementation of the Buyback, the Company has appointed Keynote Capitals Limited as the registered broker to the Company (the "Company's Broker") to facilitate the process of tendering of Equity Shares through Stock Exchange Mechanism for the Buyback. The contact details of the Company's Broker are as follows:

KEYNOTE

Keynote Capitals Limited The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (W), Mumbai - 400 028 Contact Person: Alpesh Mehta; Tel: +91 22 6826 6000-3 Email: alpesh@keynoteindia.net Website: www.keynoteindia.net

SEBI Reg No: INZ000241530 The Company will request BSE to provide the separate Acquisition Window to facilitate placing of bid by Eligible Sellers who wish to tender Equity Shares in the Buyback. The details of the platform will be as specified by BSE from time to time. In the event, the Shareholder Broker(s) of any Eligible Shareholder is not registered with BSE/ NSE as a trading member/stockbroker, then that Eligible Shareholder can approach any BSE/NSE registered

stockbroker and can register themselves by using quick unique client code ("UCC") facility through the BSE/NSE registered stockbroker (after submitting all details as may be required by such BSE/NSE registered stockbroker in compliance with applicable law).

- Participation in the Buyback by Eligible Shareholders will trigger tax on distributed income to shareholders in India and such tax has to be discharged by the Company. This may trigger capital gains taxation in hands of the shareholders in their country of residence, if outside India. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.
- The reporting requirements for Non-Resident Shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Seller Member through which the Equity Shareholder places the
- Modification / cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by single Eligible Shareholder for selling the Equity Shares shall be clubbed and considered as "one" bid for the purposes of acceptance.
- The cumulative quantity tendered shall be made available on the website of BSE/NSE (www.bseindia.com)/ (www.nseindia.com) throughout the trading session and will be updated at specific intervals during the tendering
- The Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer/sale and/or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise
- PROCEDURE TO BE FOLLOWED BY REGISTERED/ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN THE DEMATERIALIZED FORM:
- Eligible Shareholders who desire to tender their Equity Shares in the dematerialized form under Buyback would have to do so through their respective Seller Member by indicating to them the details of Equity Shares they intend to tender under the Buyback.
- Shares in the Buy Back using the Acquisition Window of the Stock Exchange The lien shall be marked by the Seller Member in the demat Account of the Shareholders for the shares tendered

The Seller Member would be required to place a bid on behalf of the Shareholders who wish to tender Equity

- in tender offer. Details of shares marked as lien in the demat account of the shareholder shall be provided by the Depositories to Clearing Corporation. In case, the Shareholders Demat Account is held with one Depository and Clearing Member pool and Clearing
- Corporation Account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the tendering period. Inter Depository Tender Offer ("**IDT**") instructions shall be initiated by the shareholders at source depository to Clearing Member/Clearing Corporation account at target Depository. Source Depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and sends IDT message to target Depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target Depository to the Clearing Corporation. For Custodian Participant orders, for demat Equity Shares early pay-in is mandatory prior to confirmation of order
- by custodian participant. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian participant confirmation and the revised order shall be sent to the custodian participant again for confirmation.

Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip ("TRS") generated by the

- Exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like Bid ID No., Application No., DP ID, Client ID, No. of Equity Shares tendered etc. It is clarified that in case of dematerialized Equity Shares, non-receipt of the completed tender form and other documents, but if the lien is marked successfully in the depository system and a valid bid in the exchange bidding
- system, the bid for Buyback shall be deemed to have been accepted. PROCEDURE TO BE FOLLOWED BY REGISTERED SHAREHOLDERS HOLDING EQUITY SHARES IN THE PHYSICAL FORM:
 - In accordance with the Frequently Asked Questions issued by SEBI, "FAQs Tendering of physical shares in buy-back offer/ open offer/ exit offer/delisting" dated February 20, 2020, and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31. 2020, Eliqible Shareholders holding Equity Shares in physical form can participate in the Buyback. The procedure is as below:
 - Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Seller Member along with the complete set of documents for verification procedures to be carried out including the (i) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (ii) valid share transfer form(s)/ Form SH-4 duly filled and signed by the transferors (i.e. by all registered shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favor of the Company, (iii) self-attested copy of the shareholder's PAN Card, (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of the Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity
 - The Seller Member/Shareholder has to deliver the original share certificate(s) & documents (as mentioned above) along with TRS either by registered post or courier or hand delivery to the Registrar to the Buyback i.e (the Registrar") (at the address mentioned at paragraph 20) on or before the closing date. The envelope should be superscribed as " Goldiam International Limited - Buyback". One copy of the TRS will be retained by the Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/Shareholder.
 - Based on these documents, the concerned Seller Member shall place the bid on behalf of Eligible Shareholders holding Equity Shares in physical form using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.
 - Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for buyback by the Company shall be subject to verification of the original share certificate (s) and documents as per the Buyback Regulations and any further directions issued in this regard. Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such time BSE Limited ("Designated Stock Exchange") shall display such bids as 'Unconfirmed Physical Bids'. Once, Registrar to the Buyback confirms the bids it will be treated as 'Confirmed Bids'.
 - In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholder should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
 - An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.
- The cumulative quantity of Equity Shares tendered under the Buyback shall be made available on the website of the BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.
- 18. METHOD OF SETTLEMENT
- Upon finalization of the basis of acceptance as per Buy-back Regulations: The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.
- The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. The settlement of fund

- obligation for Demat Shares shall be affected as per the SEBI circulars and as prescribed by BSE and Clearing Corporation from time to time. For Equity Shares accepted under the Buyback, the Clearing Corporation's will make direct funds payout to the respective Shareholders. If the respective Shareholder's bank account details $are \ not \ available \ or \ if \ the \ fund \ transfer \ instruction \ is \ rejected \ by \ RBI/Bank, \ due \ to \ any \ reason, \ then \ such \ funds \ will$ be transferred to the concerned Seller Member's settlement bank account for onward transfer to such respective
- In case of Eligible Shareholder where there are specific RBI and other regulatory requirements pertaining to funds pay-out, which do not opt to settle through custodians, the funds pay-out would be given to their respective Seller Members settlement bank account for onward transfer to the Eligible Shareholders. For this purpose, the client type details would be collected from the Registrar to the Buyback.
- Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On Settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation
- In the case of Inter Depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source Depository will not be able to release the lien without a release of IDT message from Target Depository. Further, release of IDT message shall be sent by target Depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target Depository,source Depository will cancel/release excess or unaccepted block shares in the demat account of the shareholder Post completion of tendering period and receiving the requisite details viz., demat account details and accepted $bid\ quantity, source\ depository\ shall\ debit\ the\ securities\ as\ per\ the\ communication/message\ received\ from\ target$ Depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date.
- Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned to the Shareholders directly by Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted equity shares in case the equity shares accepted by the Company are less than the equity shares tendered in the Buyback by the equity shareholders holding equity shares in the physical form.
- The Equity Shares bought back in the demat form would be transferred to the special demat account of the Company ("Demat Escrow Account") opened for the Buyback by the Manager
- Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges, and expenses (including brokerage) that may be levied by the Seller Member upon the selling Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders from their respective Seller Member, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Shareholders.
- The Seller Member would issue contract note & pay the consideration for the Equity Shares accepted under the Buyback and will unblock the excess unaccepted Equity Shares. Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback
- In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds pay-out including those prescribed by the RBI) who do not opt to settle through custodians, the funds pay-out would be given to their respective Shareholder Broker's settlement accounts for releasing the same to such shareholder's account.
- The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations

19. COMPLIANCE OFFICER

The Company has designated Pankaj Parkhiya as the Compliance Officer for the Buyback. The contact details are as

Name	Pankaj Parkhiya			
Designation Company Secretary & Compliance Officer				
Address Gems & Jewellery Complex, M.I.D.C., SEEPZ, Andheri (E), Mumbai - 400 096				
Email pankaj@goldiam.com				
Contact 022-28290396/28292397				
In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from				

Monday to Friday between 10.00 am & 5.00 pm on all working days, at the above mentioned address INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

The Company has appointed Link Intime India Private Limited as the Registrars to the Buyback. Their contact details are as under:

LINKIntime

Link Intime India Private Limited C 101. 247 Park, LBS Marg, Vikhroli (West), Mumbai-400 083 Tel No: +91 81081 14949 Email: goldiam.buyback@linkintime.co.in Website: www.linkintime.co.in Contact Person: Sumeet Deshpande SEBI Registration No.: INR000004058 Validity Period: Permanent, unless terminated

CIN: U67190MH1999PTC118368 In case of any query, the Shareholders may contact the Registrar to the Buyback, from Monday to Friday between 10.00 am & 5.00 pm on all working days at the above mentioned address.

MANAGER TO THE BUYBACK The Company has appointed Keynote Financial Services Limited as Manager to the Buyback. Their contact details are

KEYNOTE

The Ruby, 9th Floor, Senapati Bapat Marg Dadar (West), Mumbai – 400 028 Tel.: 022 - 6826 6000 Contact Person: Sunu Thomas SEBI Registration No.: INM 000003606

In case of any query, the Shareholders may contact the Manager to the offer, from Monday to Friday between 10.00 am & 5.00 pm at the above-mentioned address.

DIRECTORS' RESPONSIBILITY STATEMENT

Place: Mumbai

Date: July 07, 2023

In terms of Regulation 24(i)(a) of the Buy-Back Regulations, the Board of Directors of the Company accept responsibility for all the information contained in this Public Announcement and confirms that this Public Announcement contains true factual and material information and does not contain any misleading information.

For and on behalf of Board of Directors of

Coldian international Entited						
Sd/-	Sd/-	Sd/-				
Rashesh Manhar Bhansali	Anmol Rashesh Bhansali	Pankaj Parkhiya				
Executive Chairman	Whole Time Director	Company Secretary & Compliance Officer				
DINI-00057034	DINI-07034500	VC6-30302				

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Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

Registered office: Gems & Jewellery Complex, MIDC, SEEPZ, Andheri (East), Mumbai - 400 096. Tele. No. 022 -28291893/ 28290396/ 28292397; Fax: 022-28292885 Website: www.goldiam.com; Email: investorrelations@goldiam.com Contact Person: Pankaj Parkhiya, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF GOLDIAM INTERNATIONAL LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

This Public Announcement (the "Public Announcement") is made in relation to buy back of fully paid up Equity Shares having face value of ₹ 2/- (Rupees Two Only) each (the "Equity Shares") by Goldiam International Limited ("the Company") through tender offer route using the Stock Exchange Mechanism in accordance with Securities and Exchange Board of India ("SEBI") circular CIR/CFD/POLICYCELL/1/2015/dated April 13, 2015 read with circular CFD/DCR2/P/2016/131 dated December 9, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 as amended ("SEBI Circulars") pursuant to the provisions of Regulation 7(i) read with Schedule II along with other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modifications or re-enactments that may be introduced (the "Buyback Regulations") for the time being in force and contains the disclosures as specified in Schedule II read with Schedule I of the Buyback Regulations.

OFFER FOR BUYBACK OF UP TO 21,79,493 FULLY PAID UP EQUITY SHARES (TWENTY ONE LAKHS SEVENTY NINE THOUSAND FOUR HUNDRED NINETY THREE ONLY) FULLY PAID-UP EQUITY SHARES OF GOLDIAM INTERNATIONAL LIMITED ('COMPANY') OF FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES") AT A PRICE OF ₹150/- (RUPEES ONE HUNDRED FIFTY ONLY) PER FULLY PAID-UP EQUITY SHARE ("BUYBACK PRICE") IN CASH ON A PROPORTIONATE BASIS FROM ALL EXISTING MEMBERS HOLDING EQUITY SHARES OF THE COMPANY THROUGH THE TENDER OFFER PROCESS USING THE STOCK EXCHANGE MECHANISM.

Certain figures in this Public Announcement, including financial information, have been subject to rounding off adjustments. All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row

DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE.

- 1.1. The Board of Directors (the "Board", which expression includes the Buyback committee constituted by the Board to exercise the powers, including the powers conferred by the resolution) of the Company at its meeting held on May 20, 2023 ("Board Meeting") has, subject to the approval of the Members of the Company by way of special resolution and subject to such approval of regulatory and/or statutory authorities as may be required under applicable laws, approved the proposal of Buyback up to 21,79,493 (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only) Fully-paid-Equity Shares of face value ₹ 2/- each, at a price of ₹ 150/- per equity share ("Buyback Price") payable in cash for an amount not exceeding ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) ("Buyback Size") (excluding Transaction Costs such as securities transaction tax, GST, stamp duty, filing fees, advisors' fees, brokerage, public announcement expenses, printing and dispatch expenses, applicable taxes and other incidental and related expenses (hereinafter referred to as "Transaction Costs") from the equity shareholders/beneficial owners of the Equity Shares including promoters and members of the promoter group of the Company as on July 21, 2023 (the "Record Date") (for further details in relation to the Record Date, refer to Paragraph 14 of the Public Announcement), on a proportionate basis, through the "Tender Offer" process, and in accordance with Article 23A of the Articles of Association of the Company, on a proportionate basis through the "Tender Offer" route in accordance with the provisions of the Companies Act, 2013 ("Companies Act" or "the Act") and the Companies (Share Capital and Debentures) Rules, 2014 (the "Share Capital Rules"), the Companies (Management and Administration) Rules, 2014 (the "Management Rules") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations") and in compliance with the Buyback Regulations ("Buyback Offer" or "Buyback") and subject to approval of the Equity Shareholders of the Company. Since the Buyback size is more than 10% paid-up equity share capital and free reserves of the Company in terms of Section 68(2)(b) of the Act, the Board of Directors at their meeting approved the Postal Ballot Notice dated May 20, 2023 ("Postal Ballot Notice") to seek the approval of the Shareholders of the Company through a Special Resolution for the Buyback on a proportionate basis (subject to the reservation for small shareholders) through the tender offer process pursuant to Articles of Association of the Company and in accordance with Sections 68, 69, 70 and 110 and all other applicable provisions, if any, of the Companies Act, the Share Capital Rules, the Management Rules, and the Buyback Regulations. The Buyback is subject to receipt of any approvals of lenders, statutory, regulatory, or governmental authorities as may be required under applicable laws, including the Reserve Bank of India (RBI), the SEBI, and the Stock Exchanges on which the Equity Shares of the Company are listed, namely, National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") (hereinafter together referred to as the "Stock Exchanges").
- The results of the Postal Ballot Resolution were announced on July 6, 2023 ("Shareholders' Approval"). The Shareholders of the Company approved the "Buyback" of up to 21,79,493 (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only) Fully-paid-up Equity Shares of face value ₹ 2/- each, from the equity shareholders of the Company as on the Record Date, on a proportionate basis through the "Tender Offer" route at a price of ₹ 150/- (Rupees One hundred Fifty only) per share, payable in cash, for an amount not exceeding ₹ 32.69.23,950/- (Rupees Thirty Two Crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) which excludes Transaction Costs
- 1.3. The Board of Directors of the Company may, till one (1) working day prior to the record date i.e., July 20, 2023, increase the buy-back price and decrease the number of securities proposed to be bought back, such that there is no change in the aggregate size of the buy-back.
- 1.4. The Buyback Size is 12.47% and 5.78% of the total paid-up Equity Share capital and free reserves of the Company based on the audited standalone financial statements and audited consolidated financial statements of the Company respectively as at March 31, 2023 (being the date of the latest available audited standalone and consolidated financial statements of the Company).
- In terms of the SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Rashesh Manhar Bhansali, Anmol Rashesh Bhansali and Shobhnaben Manharkumar Bhansali, the Promoters/ Promoter Group of the Company, have expressed their intention to participate in the Buyback vide their letters dated May 20, 2023 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law
- In accordance with the provisions of the Companies Act, 2013, the Buyback Size being ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) excluding Transaction Cost, representing 12.47 % and 5.78% of the aggregate fully paid-up share capital and free reserves as per audited standalone financial statements and audited consolidated financial statements of the Company for the financial year ended March 31, 2023, respectively (the last audited financial statement available as on the date of Board Meeting approving the Buyback) and is within the statutory limit of 25% of the fully paid-up equity share capital and free reserves as per the last audited financial statement of the Company. Further, under the Companies Act, the number of equity share that can be bought back in any financial year cannot exceed 25% of the total paidup equity share capital of the Company in that financial year. Since the Company proposes to Buyback up to 21,79,493 equity shares representing 2% of the total paid up equity share capital of the Company, the same is within the aforesaid 25% limit.
- 1.7. The Buyback will be undertaken on a proportionate basis from the Eligible Shareholders as on the Record Date, provided that 15% (fifteen percent) of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the shareholding of small shareholders as defined in the SEBI Buyback Regulations ("Small Shareholders") as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders.
- The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on Stock Exchanges where the Equity Shares are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Share.
- 1.9. The Buyback will not result in any benefit to the promoters, members of the promoter group, persons in control of the Company or any directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations. Any change in voting rights of the promoter
- 1.10. The Buyback from Eligible Shareholders who are persons resident outside India, including the foreign portfolio investors, erstwhile overseas corporate bodies and non-resident Indians etc., shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the RBI under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations framed thereunder, if any and such approvals shall be required to be taken by such Non-resident shareholders.

group of the Company pursuant to completion of Buyback will not result in a change in control over the Company

- 1.11. Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such shareholders (Buyback Tax) in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income-tax Act, 1961 read with any applicable rules framed thereunder. Consequently, any income received by Eligible Shareholders pursuant to the Buyback of shares is exempt and hence not includable in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. Participation in the Buyback by non-resident Eligible Shareholders may trigger capital gains tax in the hands of such shareholders in their country of residence. In due course, the Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- 1.12. A copy of this Public Announcement will be available on the Company's website (www.goldiam.com), website of the Manager to the Buyback i.e. Keynote Financial Services Limited (www.keynoteindia.in) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buyback and on the websites
- of the Stock Exchanges (www.bseindia.com and www.nseindia.com). **OBJECTIVE OF THE BUYBACK**
- The Buyback is being undertaken by the Company to return surplus funds to its equity shareholders which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost-efficient manner.
- The Buyback is undertaken for the following reasons: The Company believes that the strong future and outlook of its business activities, is not accurately reflected in

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- the prevailing market price, thereby giving an opportunity for buyback to create long-term value for its shareholders. The Buyback would help in improving financial ratios like earnings per share and return on equity, by reducing
- the equity base of the Company; and thereby, enhancing the overall return to shareholders
- The Buyback gives the Eligible equity shareholders the choice to either (A) participate in the buy-back and receive cash in lieu of Equity Shares accepted under the buy-back or (B) not to participate in the buy-back and enjoy a resultant increase in their percentage shareholding in the Company post the buy-back, without additional MAXIMUM NUMBER OF SHARES THAT THE COMPANY PROPOSES TO BUY-BACK AND THE TIME LIMIT FOR
- **COMPLETING THE BUY-BACK:**
 - 3.1. The number of Equity Shares that can be bought back in any financial year cannot exceed 25% of the Equity Shares in the total paid-up equity capital of the Company in that financial year. The Company proposes to buyback up to 21,79,493 (Twenty one lakhs seventy nine thousand four hundred ninety three) fully paid up Equity Shares of face value ₹ 2/- (Rupees Two) each of the Company which represents 2% of the total Equity Shares of the Company which is within the 25% limit. The buy-back is proposed to be completed within 12 months from the date of passing the special resolution approving the proposed buy-back.
- BUYBACK PRICE OF EQUITY SHARES AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE:
- 4.1. The Equity Shares of the Company are proposed to be bought back at a price of ₹ 150/- (Rupees One hundred fifty only)

- per share. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on BSE and NSE i.e. the Stock Exchanges where the Equity Shares are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Share. The Offer Price represents:
- Premium of 2.83% & 3.34% over the volume weighted average market price of the Equity Shares of NSE and BSE, respectively, during the three months preceding May 4, 2023, being the date of intimation to Stock Exchanges for the Board Meeting to consider the proposal of the Buyback ("Intimation Date")
- Premium of 3.66% and 3.59% over the closing price of the Equity Share on NSE and BSE, respectively, as on May 03, 2023, being the last trading date prior to the Company's intimation to the Stock Exchanges of the date of the Meeting of the Board of Directors wherein proposal of the Buyback was considered.

4.2. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and

unsecured debts owed by the Company the paid-up Equity Share capital and free reserves after the Buyback shall be less than or equal to 2:1 based on last audited standalone and consolidated financial statements of the Company. MAXIMUM AMOUNT OF FUNDS REQUIRED UNDER THE BUYBACK & ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES AND THE SOURCES OF FUNDS FROM WHICH THE BUYBACK WOULD BE

FINANCED:

- The maximum amount required for Buyback will not exceed ₹ 32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only) excluding Transaction Costs. The said amount works out to 12.47 % and 5.78 % of the aggregate fully paid-up share capital and free reserves as per audited standalone financial statements and audited consolidated financial statements of the Company as on March 31, 2023 respectively, which is within the prescribed limit of 25% of the total paid-up capital and free reserves of the Company as at March 31, 2023 and is in compliance with Regulation 4(i) of the Buyback Regulations and Section 68(2) of the Companies Act.
- 5.2. The funds for the implementation of the proposed Buyback will be sourced out of the free reserves of the Company (retained earnings) and/or such other source as may be permitted by the SEBI Buyback Regulations or the Companies Act and no funds will be borrowed from Banks and Financial Institutions for the Buyback.
- 5.3. The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity shares so bought back to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited financial statements.
- 5.4. The funds borrowed, if any, from banks and financial institutions will not be used for purpose of the Buyback.
- METHOD TO BE ADOPTED FOR BUYBACK 6.1. The Buyback shall be on a proportionate basis, through "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges pursuant to tender offer under Buyback" notified by Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/POLICYCELL/
- SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments thereof. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company. As required under the Buyback Regulations, the Company has announced a record date i.e July 21, 2023 ("Record Date") to determine the names of the Members holding Equity Shares of the Company who will be eligible to participate in the Buyback ("Eligible Equity Shareholder(s)"). Consequent to the approval of the Buyback, Eligible Shareholders

1/2015 dated April 13, 2015 as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and

- will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement. THE AGGREGATE SHAREHOLDING OF THE PROMOTER / PROMOTER GROUP AND PERSONS WHO ARE IN CONTROL OF THE COMPANY, THE DIRECTORS OF COMPANIES WHICH ARE PART OF THE PROMOTER AND
- PROMOTER GROUP AS ON THE DATE OF THIS PUBLIC ANNOUNCEMENT ARE AS FOLLOWS: 7.1. The aggregate shareholding of the Promoter and Promoter Group and persons who are in control of the Company as on
- the date of Board Meeting i.e., May 20, 2023:

Sr.no	Name of Shareholder	No. of Shares held	Percentage (%)
1	Rashesh Manhar Bhansali	4,92,37,105	45.18
2	Anmol Rashesh Bhansali	1,77,25,355	16.27
3	Shobhnaben Manharkumar Bhansali	53,89,820	4.95
4	Ami Rashesh Bhansali	Nil	Not Applicable
5	Tulsi Gupta	Nil	Not Applicable
	Total	7,23,52,280	66.39
The aggre	gate shareholding of the directors of companies wh	aich are part of the Promotor and Pro	amotor Group as on the

- 7.2. The aggregate shareholding of the directors of companies, which are part of the Promoter and Promoter Group as on the date of Board Meeting i.e. May 20, 2023: Not Applicable
- 7.3. None of the directors and key managerial personnel of the Company hold any equity shares in the Company as on the date of Board Meeting i.e., May 20, 2023, except for the following:

	Sr. no	Name of Director or Key Managerial Personnel	Category	No. of Equity Shares held	Percentage of Shareholding (%)
	1	Rashesh Manhar Bhansali	Executive Chairman	4,92,37,105	45.18
	2	Anmol Rashesh Bhansali	Whole Time Director	1,77,25,355	16.27
	3	Darshana Faldu	Chief Financial Officer	5	0.00
- 4		10 10 11/			

- 7.4. The Promoter, Promoter Group and Directors and Key Managerial Personnel of the Company have not purchased or sold any shares of the Company as on the date of Board meeting and during a period of six months preceding the date of the Board Meeting i.e., May 20, 2023, at which the Buyback was proposed and from the date of the Board Meeting till the date of this Public Announcement
- INTENTION OF THE PROMOTER AND PROMOTERS GROUP OF THE COMPANY TO TENDER EQUITY SHARES FOR BUY-BACK:

In terms of the Buyback Regulations, under the Tender Offer route, the Promoter and Promoter Group of the Company have the option to participate in the Buyback. In this regard, the Promoter and Promoter Group of the Company, have expressed their intention vide their letters dated May 20, 2023 to participate in the Buyback and offer up to 12,29,921 equity shares in aggregate or any such lower number of shares as required in compliance with the Buyback Regulations/terms of the Buyback.

The details of maximum shares to be tendered is as given below:

Sr. no	Name of Promoter	No. of Shares held	Number of equity shares intended to be tendered upto
1	Rashesh Manhar Bhansali	4,92,37,105	8,36,806
2	Anmol Rashesh Bhansali	1,77,25,355	3,01,413
3	Shobhnaben Manharkumar Bhansali	53,89,820	91,702
	TOTAL	7,23,52,280	12,29,921

In order to be in compliance with 10(4)(C) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the promoter director i.e. Rashesh Manhar Bhansali and Anmol Rashesh Bhansali did not participate in the Board Meeting dated May 20, 2023 for approval of buyback.

Details of the date and price of the acquisition and other details of the equity shares held by the Promoter /Promoter Group Members who are intending to tender their shares are as follows:

Number of

Price Face Value

per share

Consideration

(Cash. other

Issue/

Acquisition/

Rashesh Manhar Bhansali:

Nature of

Date of

Transaction

Transaction	Transaction	Equity Shares	(₹per Share)	per share (₹)	Acquisition/ (Sale) Price (₹)	(Cash, other than cash etc.)
16-09-88	Purchase	4,000	100.00	100	4,00,000	Cash
20-04-89	Transfer	8,000	100.00	100	8,00,000	Cash
22-05-89	Purchase	1,900	100.00	100	1,90,000	Cash
28-02-91	Purchase	18,000	100.00	100	18,00,000	Cash
30-03-93	Purchase	17,400	100.00	100	17,40,000	Cash
24-08-94	Split face of value of ₹100/- per share to ₹10/-per share	4,93,000	-	10		_
24-09-94	Issue of Bonus shares in the ratio of 3:2	7,39,500	_	10	<u>-</u>	_
08-02-95	Transfer	(38,600)	50.00	10	19,30,000	Cash
12-07-96	Purchase	200	18.20	10	3,640	Cash
12-07-96	Purchase	500	19.30	10	9,650	Cash
12-07-96	Purchase	500	18.25	10	9,125	Cash
15-07-96	Purchase	500	18.80	10	9,400	Cash
15-07-96	Purchase	200	18.55	10	3,710	Cash
16-07-96	Purchase	200	18.90	10	3,780	Cash
18-07-96	Purchase	3,400	20.30	10	69,020	Cash
22-07-96	Purchase	900	19.00	10	17,100	Cash
06-08-96	Purchase	600	19.80	10	11,880	Cash
07-08-96	Purchase	500	19.80	10	9,900	Cash
07-08-96	Purchase	200	20.05	10	4,010	Cash
08-08-96	Purchase	500	19.30	10	9,650	Cash
08-08-96	Purchase	500	19.55	10	9,775	Cash
09-08-96	Purchase	100	19.30	10	1,930	Cash
02-09-96	Purchase	1,700	19.00	10	32,300	Cash
22-07-99	Purchase	103,600	25.00	10	25,90,000	Cash
01-02-00	Purchase	56,000	80.00	10	44,80,000	Cash
16-04-01	Purchase	60,000	50.00	10	30,00,000	Cash
17-08-01	Purchase	7,500	32.33	10	2,42,475	Cash
20-08-01	Purchase	200	32.08	10	6,416	Cash
23-08-01	Purchase	575	32.08	10	18,446	Cash
24-08-01	Purchase	7,500	32.32	10	2,42,400	Cash
27-08-01	Purchase	17,500	32.33	10	5,65,775	Cash
28-08-01	Purchase	7,500	32.33	10	2,42,475	Cash
29-08-01	Purchase	10,000	32.32	10	3,23,200	Cash
04-09-01	Purchase	12,000	32.00	10	3,84,000	Cash
06-09-01	Purchase	7,500	32.33	10	2,42,475	Cash
07-09-01	Purchase	7,202	32.33	10	2,32,841	Cash
10-09-01	Purchase	130	32.27	10	4,195	Cash
11-09-01	Purchase	150	32.33	10	4,850	Cash

IGE BO	OARD OF	F INDIA (E	BUY-E	BACK	OF SEC	URITIES
24-09-01	Purchase	2,915	32.00	10	93,280	Cash
04-10-01 08-10-01	Purchase Purchase	650 450	26.47 26.02	10 10	17,206 11,709	Cash Cash
09-10-01	Purchase	35	26.88	10	941	Cash
02-09-02 17-02-04	Bonus 1:1 Purchase	15,05,807 88,386	50.24	10 10	44,40,513	- Cash
26-08-05	Bonus 1:1	31,00,000	-	10	-	-
21-04-06 30-04-06	Purchase Purchase	6,068 10,000	149.00 153.00	10 10	9,04,132 15,30,000	Cash Cash
26-06-06	Purchase	23,932	120.00	10	28,71,840	Cash
27-06-06 10-07-06	Purchase Purchase	10,000	119.00 99.00	10 10	11,90,000 10,85,238	Cash Cash
01-08-06	Purchase	9,497	100.00	10	9,49,700	Cash
21-09-06 25-09-06	Purchase Purchase	8,830 9,353	118.00 119.00	10 10	10,41,940 11,13,007	Cash Cash
26-09-06	Purchase	10,080	117.00	10	11,79,360	Cash
27-09-06 27-11-06	Purchase Purchase	179 57,437	119.00 117.00	10 10	21,301 67,20,129	Cash Cash
30-11-06	Purchase	25,000	123.00	10	30,75,000	Cash
07-02-07 24-08-07	Sale Purchase	(8,48,901) 15,000	168.00 70.75	10 10	(14,26,15,368) 10,61,250	Cash Cash
06-03-09	Sale	(1,00,000)	11.50	10	(11,50,000)	Cash
09-03-09 13-06-11	Sale Purchase	(97,437)	11.50 33.03	10 10	(11,20,526) 3,303	Cash Cash
13-06-11	Purchase	1,100	33.04	10	36,344	Cash
14-06-11 14-06-11	Purchase Purchase	3,859 2,980	34.98 34.93	10 10	1,34,973 1,04,089	Cash Cash
16-06-11	Purchase	7,501	35.04	10	2,62,835	Cash
20-06-11 21-06-11	Purchase Purchase	14,374	35.04 35.04	10 10	5,03,665 29,118	Cash Cash
22-06-11	Purchase	3,275	35.04	10	1,14,756	Cash
23-06-11 19-07-11	Purchase Purchase	701 450	35.04 35.04	10 10	24,563 15,768	Cash Cash
22-07-11	Purchase	14,729	36.03	10	5,30,733	Cash
22-07-11 22-08-11	Purchase Purchase	100 6,030	36.04 25.62	10 10	3,604 1,54,496	Cash Cash
22-08-11	Purchase	1,914	25.95	10	49,664	Cash
23-08-11 23-08-11	Purchase Purchase	5,000 5,879	32.06 32.08	10 10	1,60,317 1,88,598	Cash Cash
23-08-11	Purchase	5,000	30.61	10	1,53,048	Cash
23-08-11 23-08-11	Purchase Purchase	2,500 8,508	32.27 32.28	10 10	80,668 2,74,637	Cash Cash
24-08-11	Purchase	7,500	34.44	10	2,58,303	Cash
24-08-11 24-08-11	Purchase Purchase	4,475 3,193	35.14 34.39	10 10	1,57,252 1,09,792	Cash Cash
06-09-11	Purchase	845	30.97	10	26,170	Cash
07-09-11 07-09-11	Purchase Purchase	2,155	33.21 34.04	10 10	71,563 2,417	Cash Cash
07-09-11	Purchase	300	34.34	10	10,303	Cash
07-09-11 07-09-11	Purchase Purchase	1,000 2,381	33.75 34.02	10 10	33,753 81,001	Cash Cash
07-09-11	Purchase	300	34.83	10	10,449	Cash
07-09-11 09-09-11	Purchase Purchase	2,948 5,000	34.03 34.03	10 10	1,00,316 1,70,143	Cash Cash
09-09-11	Purchase	603	33.03	10	19,917	Cash
09-09-11 12-09-11	Purchase Purchase	397 1,115	33.83 34.03	10 10	13,431 37,943	Cash Cash
12-09-11	Purchase	47	34.86	10	1,638	Cash
12-09-11 13-09-11	Purchase Purchase	338	33.97 34.73	10 10	11,482 1,146	Cash Cash
13-09-11	Purchase	1,817	34.03	10	61,833	Cash
14-09-11 14-09-11	Purchase Purchase	2,731	34.03 34.68	10 10	92,936 659	Cash Cash
15-09-11	Purchase	25	34.73	10	868	Cash
15-09-11 16-09-11	Purchase Purchase	1,875 8,015	34.03 35.04	10 10	63,806 2,80,845	Cash Cash
16-09-11	Purchase	5,000	35.01	10 10	1,75,057	Cash
16-09-11 19-09-11	Purchase Purchase	485	35.49 35.04	10	17,213 701	Cash Cash
19-09-11 19-09-11	Purchase Purchase	6,250 6,230	35.80 35.86	10 10	2,23,731 2,23,420	Cash Cash
21-09-11	Purchase	1,962	35.04	10	68,748	Cash
21-09-11 23-09-11	Purchase Purchase	38 1,600	35.84 33.03	10 10	1,362 52,848	Cash Cash
26-09-11	Purchase	700	33.03	10	23,121	Cash
26-09-11 26-09-11	Purchase Purchase	157 300	32.85 32.56	10 10	5,157 9,769	Cash Cash
26-09-11	Purchase	43	32.93	10	1,416	Cash
27-09-11 27-09-11	Purchase Purchase	149	33.03 33.83	10 10	4,922 1,725	Cash Cash
28-09-11	Purchase	117	32.03	10	3,748	Cash
29-09-11 29-09-11	Purchase Purchase	733	32.03 31.83	10 10	23,478	Cash Cash
30-09-11	Purchase	134	32.03	10	4,292	Cash
03-10-11 04-10-11	Purchase Purchase	363 150	32.00 31.03	10 10	11,617 4,655	Cash Cash
05-10-11	Purchase	3,487	31.03	10	1,08,202	Cash
07-10-11 07-10-11	Purchase Purchase	1,974	30.03 30.78	10 10	59,279 800	Cash Cash
10-10-11	Purchase	1,500	30.95	10	46,431	Cash
10-10-11 11-10-11	Purchase Purchase	500 500	31.07 34.05	10	15,533 17,025	Cash Cash
11-10-11	Purchase	500	34.79	10	17,397	Cash
12-10-11 12-10-11	Purchase Purchase	4,426 574	33.03 34.79	10 10	1,46,191 19,967	Cash Cash
13-10-11	Purchase	2,500	35.04	10	87,600	Cash
13-10-11 13-10-11	Purchase Purchase	1,250 1,250	34.03 35.03	10 10	42,538 43,787	Cash Cash
14-10-11	Purchase	99	33.53	10	3,319	Cash
14-10-11 17-10-11	Purchase Purchase	51 805	33.60 33.12	10 10	1,713 26,661	Cash Cash
17-10-11	Purchase	195	33.03	10	6,441	Cash
18-10-11 18-10-11	Purchase Purchase	1,225 1,425	32.45 32.03	10	39,750 45,643	Cash Cash
18-10-11 20-10-11	Purchase Purchase	200 940	33.87 33.47	10 10	6,774 31,464	Cash Cash
20-10-11	Purchase	60	33.03	10	1,982	Cash
21-10-11 21-10-11	Purchase Purchase	2,503 97	33.03 33.98	10 10	82,674 3,296	Cash Cash
21-10-11	Purchase Purchase	97	33.98	10	3,296	Cash Cash
24-10-11 25-10-11	Purchase	13	33.63 33.03	10	437	Cash
26-10-11	Purchase Purchase	1,000	33.03	10	33,030 165	Cash Cash
28-10-11 14-11-11	Purchase Purchase	7,174 1,783	33.03 31.16	10 10	2,36,957 55,560	Cash Cash
14-11-11	Purchase	1,783	31.11	10	12,971	Cash Cash
15-11-11 15-11-11	Purchase Purchase	300 698	31.17 31.34	10 10	9,350 21,875	Cash Cash
15-11-11	Purchase	23	31.43	10	723	Cash
15-11-11 16-11-11	Purchase Purchase	10,000 13,380	31.53 30.28	10 10	3,15,299 4,05,144	Cash Cash
17-11-11	Purchase	5,000	30.23	10	1,51,150	Cash
17-11-11 18-11-11	Purchase Purchase	927 1,237	30.28 30.27	10 10	28,069 37,444	Cash Cash
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	जनसता	200	10	जुलाई,	2023	
18-11-11 21-11-11	Purchase	300 1,450	30.28 30.53	10	9,084 44,269	Cash Cash
21-11-11	Purchase	1,542	30.41	10	46,890	Cash
22-11-11 22-11-11	Purchase Purchase	10,000 5,362	30.28 30.03	10 10	3,02,800 1,61,021	Cash Cash
22-11-11 23-11-11	Purchase Purchase	2 189	32.33 29.73	10 10	65 5,619	Cash Cash
23-11-11	Purchase	2,811	29.86	10	83,930	Cash
24-11-11 24-11-11	Purchase Purchase	750 51	29.28 29.38	10 10	21,960 1,498	Cash Cash
25-11-11 25-11-11	Purchase Purchase	1,000 1,000	31.41 31.48	10 10	31,408 31,477	Cash Cash
13-09-12	Purchase	15,775	28.09	10	4,43,094	Cash
13-09-12 14-09-12	Purchase Purchase	5,952 6,970	27.99 28.80	10 10	1,66,623 2,00,728	Cash Cash
4-09-12 7-09-12	Purchase Purchase	6,672 4,126	28.92 28.74	10 10	1,92,936 1,18,564	Cash Cash
17-09-12	Purchase	5,267	28.87	10	1,52,081	Cash
20-09-12 20-09-12	Purchase Purchase	12,849 11,476	29.52 29.53	10 10	3,79,321 3,38,921	Cash Cash
24-09-12 24-09-12	Purchase Purchase	794 2,198	29.47 29.80	10 10	23,400 65,509	Cash Cash
25-09-12	Purchase	1,957	29.94	10	58,593	Cash
25-09-12 26-09-12	Purchase Purchase	1,263 422	30.01 29.88	10 10	37,908 12,610	Cash Cash
27-09-12 28-09-12	Purchase Purchase	180 450	29.87 29.88	10 10	5,376 13,446	Cash Cash
28-09-12	Purchase	6,114	29.86	10	1,82,576	Cash
)1-10-12)4-10-12	Purchase Purchase	656 1,923	29.98 29.95	10 10	19,667 57,585	Cash Cash
)5-10-12)9-10-12	Purchase Purchase	3,775 6,614	29.98 30.02	10 10	1,13,174 1,98,568	Cash Cash
9-10-12	Purchase	100	29.98	10	2,998	Cash
0-10-12 0-10-12	Purchase Purchase	1,100 3,365	30.38 30.46	10 10	33,423 1,02,501	Cash Cash
5-10-12 6-10-12	Purchase Purchase	3,538 100	28.03 28.03	10 10	99,169	Cash Cash
16-04-13	Purchase	4,996	21.90	10	1,09,429	Cash
6-04-13 7-04-13	Purchase Purchase	1,007 154	21.73 22.03	10 10	21,881	Cash Cash
3-04-13	Purchase	589	22.03	10	12,976	Cash
5-04-13 6-04-13	Purchase Purchase	2,635 1,789	22.03 22.03	10 10	58,049 39,412	Cash Cash
)3-05-13)6-05-13	Purchase Purchase	981 444	22.03	10 10	21,611 9,781	Cash Cash
07-05-13	Purchase	5,000	22.03	10	1,10,150	Cash
09-05-13 10-05-13	Purchase Purchase	4,603 550	22.03	10 10	1,01,404 12,117	Cash Cash
)7-06-13)7-06-13	Purchase Purchase	700 523	19.99 19.76	10 10	13,996 10,335	Cash Cash
10-06-13	Purchase	45,018	20.03	10	9,01,711	Cash
1-06-13 13-06-13	Purchase Purchase	2,191 299	20.03	10 10	43,886 5,839	Cash Cash
4-06-13 20-06-13	Purchase Purchase	1,691 5,058	19.52 19.02	10 10	33,008 96,200	Cash Cash
21-06-13	Purchase	1,295	19.74	10	25,567	Cash
1-06-13 4-06-13	Purchase Purchase	112 237	19.80 19.02	10 10	2,218 4,508	Cash Cash
24-06-13 25-06-13	Purchase Purchase	990 1,100	19.24 19.50	10 10	19,043 21,450	Cash Cash
25-06-13 26-06-13	Purchase	1,800	19.59	10	35,265	Cash
26-06-13	Purchase Purchase	2,000 1,510	19.69 19.74	10 10	39,374 29,808	Cash Cash
7-06-13 7-06-13	Purchase Purchase	2,939 425	19.69 19.68	10 10	57,867 8,365	Cash Cash
02-07-13	Purchase	397	20.02	10	7,948	Cash
4-07-13 4-07-13	Purchase Purchase	11 23	19.98	10 10	220 460	Cash Cash
5-07-13 5-07-13	Purchase Purchase	3,187 2,108	21.73 21.42	10 10	69,262 45,162	Cash Cash
9-07-13 9-07-13	Purchase Purchase	1,427	19.90 19.96	10	28,403 61,754	Cash Cash
2-07-13	Purchase	3,582	21.57	10	77,271	Cash
22-07-13 24-07-13	Purchase Purchase	1,757 3,466	21.45 21.66	10 10	37,688 75,074	Cash Cash
24-07-13	Purchase	1,177	21.59	10	25,410	Cash
29-07-13 30-07-13	Purchase Purchase	950 6,401	20.02	10	19,019 1,34,429	Cash Cash
31-07-13 10-09-13	Purchase Purchase	146 2,621	21.02 19.73	10 10	3,069 51,702	Cash Cash
10-09-13 11-09-13	Purchase	919	19.82 19.97	10	18,210	Cash
11-09-13	Purchase Purchase	4,301 2,093	19.19	10	85,911 40,157	Cash Cash
12-09-13 17-09-13	Purchase Purchase	221 2,397	19.77 20.21	10 10	4,369 48,452	Cash Cash
17-09-13 18-09-13	Purchase Purchase	5,890 3,379	20.11	10	118,436 69,285	Cash
18-09-13	Purchase	100	20.27	10	2,027	Cash
24-09-13 24-09-13	Purchase Purchase	4,419 1,990	20.89	10 10	92,328 41,305	Cash Cash
25-09-13 25-09-13	Purchase Purchase	754 76	20.92	10	15,777	Cash
26-09-13	Purchase	1,177	21.01	10	24,726	Cash
27-09-13 01-10-13	Purchase Purchase	110 1,805	21.02 20.91	10 10	2,312 37,735	Cash Cash
01-10-13	Purchase	50	20.99	10	1,049	Cash
)3-10-13)7-10-13	Purchase Purchase	97 6,310	21.02	10 10	2,039 1,45,614	Cash Cash
07-10-13 21-10-13	Purchase Purchase	9,293 2,000	23.40 24.06	10 10	2,17,477 48,123	Cash Cash
02-01-14	Purchase Purchase	3,358 2,269	21.84	10	73,338	Cash
03-01-14	Purchase	523	22.02	10	49,927 11,516	Cash Cash
03-01-14 06-01-14	Purchase Purchase	1,051 1,419	21.95	10 10	23,074 30,804	Cash Cash
06-01-14 07-01-14	Purchase Purchase	2,864 6,416	21.93 23.43	10	62,802 1,50,307	Cash
07-01-14	Purchase	10,100	23.40	10	2,36,336	Cash
28-04-14 29-04-14	Purchase Purchase	4,189 1,099	21.93 22.02	10 10	91,853 24,202	Cash Cash
30-04-14	Purchase Purchase	2,410	21.95 21.99	10	52,904	Cash
30-04-14 06-05-14	Purchase	5,918 1,750	23.02	10	1,30,156 40,286	Cash Cash
07-05-14 07-05-14	Purchase Purchase	24,134 10,500	24.88 24.77	10 10	6,00,449 2,60,044	Cash Cash
08-05-14	Purchase	15,000	26.42	10	3,96,277	Cash
08-05-14 16-03-18	Purchase Transmission	35,000 50,00,000	26.39	10 10	9,23,803	Cash -
26-03-18 27-08-18	Transmission Inter-se transfer	21,03,428 (31,03,428)		10 10		- Gift
20-12-21	Buy-back	(1,52,579)	1200.00	10	-18,30,94,800	Cash
	Sub-division of		1		1	
29-03-22	Equity Shares from					
29-03-22	Equity Shares from Face Value 10 to	l,92,37,105*		2	-452 <u>-</u>	8,36,806

	Equity Shares from Face Value 10 to Face Value 2	4,92,37,105*		2	tota —	-
	number of Equity Sh	nares intended	to be ten	dered		8,36,806
nmol Rashesi				= 1/ 1		0 11 4
Date of	Nature of	Number of	Price	Face Value	Issue/	Consideration
Transaction	Transaction	Equity	(₹per	per share	Acquisition/	(Cash, othe
		Shares	Share)	(₹)	(Sale) Price (₹)	than cash et
21-02-18	Purchase	11,902	70.00	10	8,33,140	Cash
28-02-18	Purchase	22,711	70.00	10	15,89,770	Cash
05-03-18	Purchase	94,462	70.00	10	66,12,395	Cash
15-03-18	Purchase	70,925	65.04	10	46,13,095	Cash
27-08-18	Inter-Se transfer	31,03,428	- [10	-	Gift
02-04-19	Purchase	26,572	74.30	10	19,74,448.40	Cash
19-03-20	Purchase	5,489	88.03	10	4,83,197	Cash
25-03-20	Purchase	4,511	87.36	10	3,94,083	Cash
30-06-20	Purchase	60,000	101.55	10	60,93,000	Cash
31-08-20	Purchase	70,000	115.34	10	80,73,800	Cash
01-09-20	Purchase	12,677	114.98	10	14,57,572.30	Cash
04-09-20	Purchase	8,956	115.50	10	10,34,418	Cash
08-09-20	Purchase	8,367	115.97	10	9,70,312	Cash
09-09-20	Purchase	16,000	115.64	10	18,50,240	Cash

10-09-20	Purchase	6,300	115.83	10	7,29,729	Cash	
14-09-20	Purchase	14,200	124.99	10	17,74,858	Cash	
15-09-20	Purchase	4,500	128.75	10	5,79,375	Cash	
22-09-20	Purchase	3,000	116.58	10	3,49,740	Cash	
23-09-20	Purchase	500	120.00	10	60,000	Cash	
25-09-20	Purchase	25,000	126.73	10	31,68,320	Cash	
10-12-20	Purchase	23,000	164.64	10	37,86,720	Cash	
16-12-20	Purchase	7,500	199.99	10	14, 99,925	Cash	
20-12-21	Buy-back	(54929)	1200.00	10	-6,59,14,800	Cash	
29-03-22	Sub-division of Equity Shares from Face Value 10 to Face Value 2	1,77,25,355*		2	-	-	
Maximum number of Equity Shares intended to be tendered Shobhnaben Manharkumar Bhansali:							

Date of Transaction	Nature of Transaction	Number of Equity Shares	Price (₹per Share)	Face Value per share (₹)	issue/ Acquisition/ (Sale) Price (₹)	Consideration (Cash, other than cash etc.
16-08-88	Purchase	2,000	100.00	100	2,00,000	Cash
24-08-94	Purchase	3,000	100.00	100	3,00,000	Cash
24-08-94	Split face of vaule of ₹100/- per shares to ₹10/- pershare	50,000		10	-	-
24-09-94	Issue of Bonus shares in the ratio of 3:2	75,000	_	10	-	-
15-02-99	Purchase	3,500	20.00	10	70,000	Cash
24-03-99	Purchase	1,100	16.00	10	17,600	Cash
17-04-99	Purchase	8,000	30.16	10	2,41,260.00	Cash
29-04-99	Purchase	12,600	29.89	10	3,76,669.00	Cash
12-05-99	Purchase	1,08,000	30.00	10	32,40,000	Cash
24-04-01	Sale	(60,000)	50.00	10	(30,00,000)	Cash
25-04-01	Purchase	60,000	50.00	10	3,0,00,000	Cash
04-08-01	Purchase	600	31.82	10	19,092	Cash
04-08-01	Purchase	10,000	32.32	10	3,23,200	Cash
16-08-01	Purchase	4,500	32.32	10	1,45,440	Cash
17-08-01	Purchase	8	32.00	10	256	Cash
23-08-01	Purchase	360	32.32	10	11,635	Cash
02-09-02	Bonus 1:1	2,73,668		10	- (-
26-08-05	Bonus 1:1	5,47,336		10	- (-
09-03-18	Transmission of shares	71,03,428		10	-	-
16-03-18	Transmission pursuant to Probate dated February 15, 2018 issued by the Hon'ble HighCourt to administer Property(ies) of Late ManharR. Bhansali	(50,00,000)	_	10	-	-
26-03-18	Transmission pursuant to Probate dated February 15, 2018 issuedby the Hon'ble HighCourt to administer Property(ies) of Late ManharR. Bhansali	(21,03,428)	_	10	-	-
20-12-21	Buy-back	(16,708)	1,200.00	10	-2,00,49,600	Cash
29-03-22	Sub-division of Equity Shares from FV 10 to FV 2	53,89,820*		2	-	-
Maximum ni	umber of Equity Sha	res intended	to he tend	lered		91,702

NO DEFAULTS:

The Company confirms that there are no defaults subsisting in repayment of deposits or interest thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any shareholder or financial institution or banking company, as the case may be; CONFIRMATION FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE

COMPANIES ACT:

- Company shall not issue any equity shares or other securities (including by way of bonus) till the date of expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Companies Act and the SEBI Buyback Regulations
- Except in discharge of its subsisting obligations, the Company shall not raise further capital for a period of one year from the expiry of the Buyback period in accordance with the Buyback Regulations or any circulars or notifications issued by SEBI in connection therewith
- The Company shall not withdraw the Buyback after the public announcement of the offer to Buyback is made and published in the newspapers;
- The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable;
- The Company shall transfer from its free reserves a sum equal to the nominal value of the equity shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements;
- The Company confirms that there are no defaults subsisting in repayment of deposits or interest thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any shareholder or financial institution or banking company, as the case
- All the Equity Shares of the Company are fully paid-up;
- The Company shall not buyback its Equity Shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, 2013, ("Scheme") involving the Company, and no public announcement of the Buyback shall be made during pendency of any such Scheme;
- The ratio of the aggregate of secured and unsecured debts owed by the Company the paid-up Equity Share capital and free reserves after the Buyback shall be less than or equal to 2:1 based on last audited standalone and consolidated financial statements of the Company respectively as at March 31, 2023;
- The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies or through any investment company or group of investment companies;
- The promoters and members of promoter group, and their associates, other than the Company, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters and members of promoter group) from the date of this resolution till the closing of the Buyback offer;
- Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act read with relevant
- in accordance relevant provisions of Companies Act, the Company shall not make further issue of the same kind of shares or other specified securities including by way of allotment of new shares under Section 62(1)(a) of the Companies Act, 2013, or other specified securities within a period of six months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares;
- the Company has not completed a buyback of any of its securities during the period of one year immediately preceding the date of this Board Meeting;
- the Company shall comply with the statutory and regulatory timelines in respect of the Buyback, on the terms and conditions as may be decided by the Board and in such manner as prescribed under the Companies Act, the Buyback Regulations and any other applicable laws:
- the Buyback shall not result in the delisting of the Equity Shares from the stock exchanges;
- the consideration for the Equity Shares bought back by the Company shall be paid only by way of cash, through
- The Company shall not utilise any funds borrowed from banks and financial institutions in fulfilling its obligation under the Buyback:
- The special resolution approving the buy-back will be valid for a maximum period of 1 year from the date of passing the said special resolution (or such extended period as may be permitted under the Companies Act, 2013 or the Buy-back Regulations or by the appropriate authorities); The Schedule of Activities for the buy-back shall be decided by the Board of Directors within the above time limits;
- The statements contained in all the relevant documents in relation to the Buyback shall be true, material and factual and shall not contain any mis-statements or misleading information;
- The equity shares bought back by the Company will be compulsorily cancelled.
- CONFIRMATION THAT THE BOARD OF DIRECTORS HAVE MADE FULL ENQUIRY INTO THE AFFAIRS AND PROSPECTS OF THE COMPANY AND THAT THEY HAVE FORMED THE OPINION IN TERMS OF CLAUSE (X) OF SCHEDULE I OF SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS. 2018 (AS AMENDED) ("BUYBACK REGULATIONS"):
- The Board of Directors of the Company have confirmed that they have made a full enquiry into the affairs and prospects of the Company and have formed the opinion:
- That immediately following the date of the Board Meeting held on May 20, 2023, and the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared (the "Postal Ballot Resolution"), there will be no grounds on which the Company can be found unable to pay its debts;
- As regards the Company's prospects for the year immediately following the date of the Board Meeting held on May 20, 2023 as well as the year immediately following the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared, approving the Buyback and having regards to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board meeting approving the Buyback or within a period of one year from the date on which the results of the shareholders' resolution with regard to the proposed Buyback are declared,
- In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 1956/ 2013 or Insolvency and Bankruptcy Code, 2016 as amended from time to time, as applicable.
- There has been no instance of any breach of covenant with our lenders in regard to the buyback of Equity Shares as per

13. REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S AUDITORS ON THE PERMISSIBLE CAPITAL PAYMENT AND THE OPINION FORMED BY BOARD REGARDING INSOLVENCY:

The text of the Report dated May 20, 2023 of M/s. Pulindra Patel & Co. the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Quote

To, The Board of Directors

Goldiam International limited

Gems & Jewellery Complex, SEEPZ, MIDC, Andheri East, Mumbai-400096.

Dear sir /Madam,

Subject: Statutory Auditor's Report in respect of proposed buyback of equity shares by Goldiam International Limited ('the Company') in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) ("Buyback Regulations")

- This report is issued in accordance with Email dated May 9, 2023.
- The Board of Directors of the Company have approved a proposed buy-back of equity shares by the Company at its meeting held on May 20, 2023, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act') read with the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("SEBI Buy-back Regulations").
- We have been engaged by Goldiam International Limited (the "Company") to perform a reasonable assurance engagement on determination of the amount of permissible capital payment as detailed in the accompanying Annexure I in connection with the proposed buy back by the Company of its equity shares ("Buyback") in pursuance of Section 68, 69 and 70 of the Companies Act, 2013 (the "Act") and The Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, and the 'Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and amendments thereto (the "Buyback Regulations") and on the opinions expressed by the Board of Directors of the Company, as required under the Buyback Regulations. We have initialled the Annexure I for identification purposes only.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with Section 68(2)(c) of the Act and in compliance with Section 68, 69 and 70 of the Act and SEBI Buy-back Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting approving the buyback of its equity shares i.e., May 20, 2023 (hereinafter referred as the "date of the Board meeting") and will not be rendered insolvent within a period of one year from the date of the Board meeting, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016.

Auditor's Responsibility

Pursuant to the requirement of the Buyback Regulations, it is our responsibility to obtain reasonable assurance on the following "Reporting Criteria:

- Whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements and audited consolidated financial statements as at and for the year ended March 31, 2023 (the "Audited Financial Statements"); Whether the amount of permissible capital payment for the Buyback has been properly determined in
 - accordance with the provisions of Section 68(2)(c) of the Act read with Regulation 4(i) of the SEBI Buyback Regulations based on the Audited Financials Statements. Whether the Board of Directors of the Company in their meeting dated May 20, 2023 have formed the
- opinion, as specified in Clause (x) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 on reasonable grounds and the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the date on which the results of the shareholders' resolution with regards to the proposed buyback are declared.
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the Reporting Criteria. The procedures selected depend on the auditor's judgment, including the assessmen of the risks associated with the Reporting Criteria. Within the scope of our work, we performed the following procedures:
 - Examined authorisation for Buyback from the Articles of Association of the Company;
 - Examined that the amount of capital payment for the Buyback as detailed in Annexure I is within the permissible limit computed in accordance with the provisions of Section 68 of the Act;
 - Examined that the ratio of the debt owned by the Company, if any, is not more than twice the capital and its free reserves after such buy-back;
 - Examined that all the shares for Buyback are fully paid-up;
 - Inquired into the state of affairs of the Company with reference to the Audited Financial Statements of the Company which has been prepared by the Management of the Company and examined budgets and projections prepared by the Management;
 - Examined minutes of the meetings of the Board of Directors;
- The audited standalone and consolidated financial statements as of and for the financial year ended March 31. 2023, have been audited by us, on which we issued an unmodified audit opinion vide our report dated May 20, 2023. We conducted our audit of the standalone and audited consolidated financial statements in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("the ICAI"). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Such audit was not planned and performed in connection with any transactions to identify matters that maybe of potential interest

Examined Directors' declarations for the purpose of Buyback and solvency of the Company;

- We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India ("Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services engagements, issued by the ICAI.
- 10.

Based on enquiries conducted and our examination as above, and according to the information and explanations provided to us by the management of the Company, we report that: We have inquired into the state of affairs of the Company in relation to its Audited financial statements

- which has been approved by the Board of Directors of the Company on May 20, 2023.
- The amount of permissible capital payment (including premium) towards the proposed buy back of equity shares as computed in the Annexure-I is properly determined in our view in accordance with Section 68 (2)(c) of the Companies Act read with regulation 4(i) of the SEBI Buyback Regulations. The amounts of share capital and free reserves have been extracted from Audited Financial Statements.
- The Board of Directors in their meeting held on May 20, 2023 have formed the opinion, as specified in Clause (x) of Schedule I to the Regulations, on reasonable grounds and the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from date of passing the Board meeting resolution dated May 20, 2023, and from the date on which the results of the shareholders' resolution with regards to the proposed buyback are declared.

Restriction on Use

- Our work was performed solely to assist you in meeting your responsibilities with reference to the Buyback Regulations. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.
- This report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of the Buyback Regulations; (i) in connection with the proposed buyback of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the SEBI Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the explanatory statement to the notice for special resolution, public announcement, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited as applicable, and (iii) for onward submission to Keynote Financial Services Limited, Manager to Buyback and should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent.
- M/s. Pulindra Patel & Co., Chartered Accountants does not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report, or Public Announcement which includes our report, is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For M/s. Pulindra Patel & Co. Chartered Accountants (Firm Regn. No.115187W) Pulindra Patel

Proprietor Membership Number: 048991 UDIN: 23048991BGWINI4427

Place: Mumbai **Date:** May 20, 2023

Annexure I – Statement of Permissible Capital Payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with the requirements of Section 68(2)(c) of the Companies Act, 2013, as amended (the "Companies Act") and Regulation 4(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("SEBI Buyback Regulations"), based on audited standalone and audited consolidated financial statements as at March 31, 2023.

Goldiam International Limited

		(₹ In Lakns
Particulars as on March 31, 2023	Standalone	Consolidated
Paid up Equity Share Capital		
(10,89,74,615 shares of ₹ 2/- each fully paid up)	2179.49	2179.49
Free Reserves:		ī i
Securities premium reserve	-	-
General Reserves	-	-
Retained Earnings	24034.79	54404.98
Total Free Reserves*	24034.79	54404.98
Total paid Up equity capital & free reserves	26214.28	56584.47
Maximum amount permissible for Buy-back under section 68(2)(c) of the act i.e. 25% of the total paid up capital and free reserves with the shareholder's approval	6553.57	14146.12
Maximum amount permitted by Board Resolution dated May 20, 2023, approving buyback subject to shareholder approval based on audited financial statements for the year ended March 31, 2023.		269.24

3269.24 For Goldiam International Limited

Rashesh Bhansali **Executive Chairman**

Place: Mumbai Date: May 20, 2023

- Unquote 14. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT
- As required under the Buyback Regulations, the Company has fixed July 21, 2023 as the record date (the "Record Date") for determining the entitlement and names of the shareholders holding Equity Shares of the Company who will

Page 02 of 03

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Regulation 5(i)(c) and Schedule I(xii) of the SEBI Buyback Regulations

manipal [®]Cigna

ManipalCigna Health Insurance Company Limited (Formerly

known as CignaTTK Health Insurance Company Limited) Corporate Identity Number: U66000MH2012PLC227948. Registered Office: 4th Floor - Unit No. 401/402, Raheja Titanium, Off. Western Express Highway, Goregaon (East), Mumbai - 400 063. Maharashtra, India. IRDAI Regn. No. 151 T: +91 22 61703600.

Website: www.manipalcigna.com Email: customercare@manipalcigna.com

NOTICE OF RELOCATION OF THE MANIPALCIGNA HEALTH INSURANCE COMPANY LIMITED NORTH DELHI BRANCH OFFICE

Please note that with effect from 11th September, 2023 our North Delhi Branch Office is shifting:

From: Unit No. 609, Aggarwal Cyber Plaza I, Netaji Subhash Place, Pitampura, Delhi

110030

Unit Nos. 578-579, 5th Floor, Aggarwal Millennium, Netaji Subhash Place, Pitampura, New Delhi 110034

Place: North Delhi Date: 10th July, 2023

प्रपत्र–'जी' अभिरूचि की अभिव्यक्ति हेतु आमंत्रण

ग्रेंड रियलिटी प्राइवेट लिमिटेड का दिल्ली में रियल एस्टेट उद्योग में परिचालन

भारतीय दिवाला और शोधन अक्षमता बोर्ड (कार्पोरेट व्यक्तियों के लिए ऋण शोध अक्षमता समाधान प्रक्रिया) विनियमावली, 2016 के विनियम 36ए (1) के अधीन

		प्रासंगिक विवरण	
- W.	कॉर्पोरेट देनदार का साथ में पैन/सीआईएन/एलएर		
	पंजीकृत कार्यालय का पता	पंजी. कार्यालयः पी-11-12, एल.जी.एफ., एन.डी.एस.ई., पार्ट-॥, साउथ एक्सटेंशन, नई दिल्ली - 110049	- आरजी सिटी से
	वेबसाइट का यूआरएल	लागू नही	110035 में का 1, यूनिट नं.
	उस स्थान का विवरण जहां आं अचल संपत्तियां स्थित हैं	कांश पुणे, महाराष्ट्र	431.07 व 301.75 व
	मुख्य उत्पादों / सेवाओं की स्थापित क्षमता	लागू नही	2. यूनिट नं. 2 तथा कवर्ड
	मुख्य उत्पादों की मात्रा और मू पिछले वित्तीय वर्ष में बेची गई		3. यूनिट नं. <u>3</u>
	कर्मचारियों / कामगार की संख्य	ਕ੍ਰਾੂ ਸਫੀ	तथा कवर्ड
दो वर्षों के अंतिम उपलब्ध वित्तीय विवरण (अनुसूची के साथ), लेनदारों की सूची, प्रक्रिया की बाद की घटनाओं के लिए प्रासंगिक तिथियां सहित अधिक विवरण यहां उपलब्ध हैं		के	आरजी सिटी से 110035 में प जिसमें शामिल
	धारा 25(2) (एच) के तहत समाधान वो जन समाधान ईएमडी राशि क आवेदकों अनुमोदन के ती के लिए पात्रता मुक्त जमा या अ यहां उपलब्ध है समाधान आवेद	— रु. 5,00,00,000 / — ट मनी डिपॉजिट (गैर—ब्याज वहन) — ईओआई के साथ — शून्य के साथ — 1,00,00,000 / — रुपये (आरटीजीएस के माध्यम से) समायोजित करने के बाद सीओसी द्वारा समाधान योजना के दिनों के भीतर समाधान योजना की राशि का 10% जमा ब्याज सूचित वाणिज्यिक बैंक की बैंक गारंटी के रूप में होगा।	(पुराना)-2 (पुराना)-2 आलमारी (पुरा निरीक्षण की की अंतिम तिष्टि प्रस्तावित नील 1. ई-नीलामी

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समाधान प्रोफेशनल, ग्रैंड रियलिटी प्राइवेट लिमिटेड

राकेश कुमार जिंदल

परियोजनाओं के विकास के क्षेत्र में पर्याप्त अनुभव होना चाहिए । समाधान आवेदक को आईबीसी, 2016 की धारा 29ए के तहत अयोग्य घोषित नहीं होना चाहिए।

 अभिरूचि की अभिव्यक्ति की प्राप्ति हेत् 10 अगस्त 2023 11. संभावित समाधान आवेदकों की अंतरिम 20 अगस्त 2023 सूची जारी करने की तिथि 12. अंतरिम सची के बारे में आपत्तियां 25 अगस्त 2023

ईमेल आईडी तिथि: 10.07. 2023 स्थान: नई दिल्ली

प्रस्तुत करने हेतु अंतिम तिथि

13. ईओआई जमा करने के लिए संसाधित

आई बीबीआई पंजीकत पताः मकान नंबर 3656 / 6. गली नंबर 6. नारंग कॉलोनी, त्रिं नगर, रोज गार्डन के पास दिल्ली —110035 पत्राचार का पताः 70—डी, तीसरी मंजिल, पॉकेट—ए, विकास पुरी एक्सटेंशन, नई दिल्ली — 110018 ईमेलः cirp-grpl@efficaxindia.com/iprakesh.jindal@gmail.com

आईबोसी, 2016 के अंतर्गत ई-नीलामी बिक्री सूचना मै. आरजी इन्फ्रा-बिल्ड प्राईवेट लिमिटेड (परिसमापन में) CIN: U70101DL2005PTC135052 की आईबीसी, 2016 के अंतर्गत बिक्री सूचना पंजी. कार्या.: जी-02, भूतल, प्लॉट नं. एसयू एलएससी बी-ब्लॉक, आरजी सिटी सेन्टर, लॉरैन्स रोड, दिल्ली-110035 परिसमापक का कार्यालय: 1670/120, शान्ति नगर, त्रिनगर, दिल्ली-110035

माननीय राष्ट्रीय कम्पनी विधि अधिकरण, कोर्ट-II, नई दिल्ली द्वारा नियुक्त परिसमापक द्वारा स्टैण्ड-एलॉ आधार पर मै. आरजी इन्फ्रा बिल्ड प्राईवेट लिमिटेड (परिसमापन में) की बिक्री। अधोहस्ताक्षरी द्वारा ई-नीलामी प्लेटफार्म https://ncltauction.auctiontiger.net द्वारा यह बिक्री की जाएगी।

विवरण	ई-नीलमी की	आरक्षित मूल्य	ईएमडी राशि	बोली वृद्धि
	तिथि एवं	(आईएनआर)	एवं दस्तावेज	मूल्य
	समय		जमा करने की	
आरजी सिटी सेन्टर, लॉरैन्स रोड, दिल्ली	तिथिः	₹.	समय-सीमा रु. 52,10,000/-	₹. 100000/-
110035 में कार्यालय स्थान	01.08.2023	5,21,00,000/- (रु. पाँच करोड़	(रु. बावन लाख	(रु. एक लाख
 यूनिट नं. 101, सुपर एरिया माप 431.07 वर्ग मी. तथा कवर्ड एरिया 	समयः 3.00	(२. पाच कराड़ इक्कीस लाख	दस हजार मात्र)	मात्र)
301.75 वर्ग मी.	बजे अप. से	मात्र)	26.07.2013	
 यूनिट नं. 205, माप 26.54 वर्ग मी. तथा कवर्ड एरिया 18.58 वर्ग मी. यूनिट नं. 301, माप 26.54 वर्ग मी. तथा कवर्ड एरिया 18.58 वर्ग मी. 	तक (प्रति 5 मिनट के असीमित विस्तार)	रु. 26,80,000/- (रु. छब्बीस लाख अस्सी मात्र) रु. 26,80,000/- (रु. छब्बीस लाख अस्सी मात्र)	रु. 2,68,000/- (रु. दो लाख अड़्सट हजार मात्र) 26.07.2013 रु. 2,68,000/- (रु. दो लाख अड़सट हजार मात्र) 26.07.2013	(रु. 25,000) (रु. पच्चीस हजार मात्र) (रु. 25,000) (रु. पच्चीस हजार मात्र)
आरजी सिटी सेन्टर, लॉरैन्स रोड, दिल्ली– 110035 में पड़ी प्लान्ट एवं मशीनरी जिसमें शामिल हैं इक्टेवल यूनिट्स (पुराना)–2 नग, कार्यालय टैबल्स (पुराना)–2 नग तथा लकड़ी का आलमारी (पुराना)–1 नग		रु. 40,000/- (रु. चालिस हजार मात्र)	रु. 4000/- (रु. चार हजार मात्र)	रु. 2000/- (रु. दो हजार मात्र)

तिथि : परिसमापक को पूर्व सूचना दैकर 22.7.2023 के 5.00 बजे अप. तक ईओआई जमा करने ाथि : 26.7.2023 के 5.00 बजे अप. तक

lलामी के नियम एवं शर्तें इस प्रकार हैं: ''जैसा है जहाँ है'', ''जो भी जैसा है'', ''जो कुछ भी वहाँ है'' तथा ''उपचार-रहित'' आधार पर आयोजित होगी तथा इस प्रकार यह बिना किसी वारंटीज तथा क्षतिपूर्ति के होगी तथा स्वीकृत सेवा प्रदाता मै. ई-

praveen.thaver@auctiontiger.net, nclt@auctiontiger.net/ support@auctiontiger.net

प्रॉक्योर्मेन्ट टेक्नोलॉजीज लि. (https:\\ncltauction.auctiontiger.net) द्वारा आयोजित होगी। बोलियों निर्धारित प्रारूप में परिसमापक के पास ऑन लाइन जमा की जाएगी। सम्पूर्ण ई-नीलामी प्रक्रिया के विस्तृत नियमों एवं शर्तों के साथ बोली प्रपत्र वेबसाईट https:\\ncltauction.auctiontiger.net से डाउनलोड की जा सकती है। सम्पर्क : श्री प्रवीण, +91-9722778828, ई-मेल

कम्पनी के साथ अंतरित की जाने के लिये पहचान की गई परिसम्पत्तियों का विवरण उक्त ई-नीलामी प्रक्रिया . परिसमापक को उसका कोई भी कारण बताये बिना किसी भी चरण में किसी या सभी बोलियों को स्वीकार या

निरस्त करने अथवा ई-नीलामी को स्थगित/निलम्बित/निरस्त करने या सम्पत्ति या उसके किसी भाग को ई-नीलामी से वापस लेने का अधिकार है। यह बिक्री दिवाला तथा दिवालिया संहिता, 2016 के प्रावधानों तथा उसके अंतर्गत निर्मित विनियमनों के अधीन

तिथि : 10.7.2023 राकेश कुमार जैन, परिसमापक पंजी.: IBBI/IBBI/IPA-001/IP-P01297/2018-19/12068 स्थान : नई दिल्ली

ईमेल : rginfrabuild@gmail.com

आईडीबीआई वैंक लिमिटेड (T) IDBI BANK आंतरिक लेखा परीक्षा विभाग (आईएडी)। 20वीं मंजिल, आईडीबीआई टॉवर, डबल्युटीसी कॉम्प्लेक्स, कफ परेड, मुंबई- 400005. प्रस्ताव हेतु अनुरोध (आरएफ्रपी) वित्तीय रिपोर्टिंग पर आंतरिक वित्तीय निपंत्रण' के कार्यान्वयन हेतु सलाहकार की नियुक्ति निविदा संदर्भः आईडीबीआई-आईएडी/आरएफपी/2023-1 वित्तीय रिपोर्टिंग पर आंतरिक वित्तीय नियंत्रण के कार्यान्वयन हेतु सलाहकार की नियुक्ति की बोली हेतु मुहर्खंद बोलियां आमंत्रित की जाती हैं. बोलियां 21 जुलाई 2023 को अपराह 3:00 बजे से पूर्व प्रस्तुत की जाएं. उपर्युक्त के संबंध में आगे को भी शुद्धिपत्र केवल बैंक की वेबसाइट पर रखे जाएंगे और समाचार पत्रों में अलग से कोई अधिसूचना जारी नहीं की जाएगी. अतिरिक्त जानकारी और प्रारूप के लिए कृपया बैंक की वेबसाइट www. idbibank.in-Notices/Tenders देखें. मुंबई 07 जुलाई 2023 महाप्रबन्धक, आइएडी

PROTECTING INVESTING FINANCING ADVISING आदित्य बिड़ला फाइनेंस लिमिटेड

पंजीकृत कार्यालयः इंडियन रेयन कंपाउंड, वेरावल, गुजरात- 362266 शाखा कार्यालयः आदित्य बिडला फाइनेंस लिमिटेड, सी-23, शकन एम्पोरिया, दूसरी मंजिल, अशोक मार्ग, सी-स्कीम, जयपूर, राजस्थान-302001

परिशिष्ट IV (प्रतिभूति हित (प्रवर्तन) नियम, 2002 का नियम 8(1) देखें) कब्जा-सूचना (अचल संपत्ति के लिए)

चुंकि, अधोहरताक्षरी वित्तीय संपत्तियों के प्रतिभूतिकरण और पुनर्निर्माण तथा प्रतिभूति हित अधिनियम, 2002 (2002 का 54) के तहत आदित्य बिडला फाइनेंस लिमिटेड, शाखा का पताः सी-23, शकन एम्पोरिया, दसरी मंजिल, अशोक मार्ग, सी-स्कीम, जयपुर, राजस्थान-302001 के अधिकृत अधिकारी होने के नाते और प्रतिमृति हित (प्रवर्तन) नियम, 2002 के नियम 3 के साथ पित धारा 13(12) के तहत प्रदत्त शक्तियों का प्रयोग करते हुए दिनांक 05.09.2022 को एक मांग नोटिस जारी किया जिसमें उधारकर्ताओं अर्थात श्री कृष्णा वतार, श्री धनराज बद्री लाल, श्रीमती चंदा बाई और श्री गणेश लक्ष्मी टैक्सटाइल , अपने मालिक के माध्यम से नोटिस में उल्लिखित राशि रु. 43,07,470/- (रुपये तैंतालीस लाख सात हजार चार सौ सत्तर मात्र) उक्त नोटिस की प्राप्ति की तारीख से 60 दिनों के भीतर भुगतान करने के लिए कहा है। उधारकर्ताओं द्वारा राशि चुकाने में विफल रहने पर, उधारकर्ताओं और आम जनता को एतद्वारा नोटिस दिया जाता है कि अधोहस्ताक्षरी ने प्रतिभूति हित (प्रवर्तन) नियम, 2002 के नियम 8 के साथ पठित उक्त अधिनियम की धारा 13(4) के तहत उसे प्रदान की गई शक्तियों का प्रयोग करते हुए यहाँ निम्न वर्णित संपत्ति पर 07 जुलाई ,2023 को भौतिक

विशेष रूप से उधारकर्ताओं और आम तौर पर जनता को संपत्ति के साथ सौदा नहीं करने के लिए आगाह किया जाता है और संपत्ति के साथ कोई भी लेनदेन रु.43.07.470 /- (रुपये तैंतालीस लाख सात हजार चार सौ सत्तर मात्र) और उस पर ब्याज की राशि हेत् आदित्य बिडला फाइनेंस लिमिटेड के प्रमार के अधीन होगा।

प्रतिभृति परिसंपत्तियों को भूनाने के लिए उपलब्ध समय के संबंध में, अधिनियम की धारा 13 की उप-धारा 8 के प्रावधानों के अंतर्गत उधारकर्ताओं का ध्यान आकर्षित किया जाता है।

अचल संपत्ति का विवरण संपत्ति का समस्त हिस्सा और अंश : 'श्री गणेश लक्ष्मी टैक्सटाइल, बजाज खाना, घंटाघर, कोटा, राजस्थान-324006 में दकान" मापक्षेत्र 92.79 वर्ग गज, जिसकी चौहरी हैं: पूर्व

मुख्य सडक, पश्चिमः चौक गोपीलाल जी चतुर्वेदी , उत्तरः मूलचंद जी की दकान, दक्षिण अन्य संपत्ति स्थान : कोटा प्राधिकृत अधिकारी

विनांक: 07.07.2023 (आदित्य बिडला फाइनेंस लिमिटेड)

be eligible to participate in the Buyback. In due course, eligible Shareholder, holding Equity Shares as on the Record Date, will receive a letter of offer (the "Letter of Offer") along with a tender / offer form indicating the entitlement of the shareholder for participating in the Buyback.

- The Equity Shares to be bought back as a part of the buyback is divided in two categories:
- Reserved category for Small Shareholders; and
- General category for all other shareholders.
- As defined in Regulation 2(1) (n) of the Buyback Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value, on the basis of closing price on BSE or NSE (as applicable, contingent on highest trading volume in respect of Equity Shares) as on the Record Date, of not more than ₹ 2,00,000/- (Rupees Two Lakhs).
- In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of equity shares which the Company proposes to Buyback or number of equity shares entitled as per the shareholding of small shareholders, whichever is higher, shall be reserved for the small shareholders as part of this Buyback. On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each shareholder,
- including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs.
- The equity shares tendered as per the entitlement by Members holding equity shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback is expected to be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to tender offer under Buyback" notified by SEBI vide circular CIR/CFD/POLICYCELL/ 1/2015 dated April 13, 2015 as amended via circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI circular CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments thereof.
- The final number of Equity Shares the Company will purchase from the Shareholders will be based on the Equity Shares tendered. Accordingly, in the event of the overall response to the tender offer being in excess of Buyback Offer Size, the Company may not purchase all the Equity Shares tendered by the Shareholders over and above their entitlement.
- After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Shareholders in that category, and thereafter from Shareholders who have tendered over and above their entitlement in other category.
- In accordance with the Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/folios do not receive a higher entitlement under the small shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (small shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding physical shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/foreign portfolio investors etc. with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have a different demat account nomenclature based on information prepared by the Registrar as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body – broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- The Shareholders' participation in the Buyback will be voluntary. The Shareholders can choose to participate, in full or in part, and get cash in lieu of Equity Shares to be accepted under the Buyback or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post Buyback, without additional investment. The Shareholders may also tender a part of their entitlement. The Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the short fall created due to non-participation of some other Shareholders, if any.
- The maximum tender under the Buyback by any Shareholder cannot exceed the number of Equity Shares held by the Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account. If the Buyback entitlement for any Eligible Shareholder is not a round number (i.e. not a multiple of 1 Equity Share), then the fractional entitlement shall be ignored for computation of entitlement to tender Equity Shares in the Buyback. The Small Shareholders whose entitlement would be less than 1 Equity Share may tender additional Equity Shares as part of the Buyback and will be given preference in the acceptance of one Equity Share, if such Small Shareholders have
- tendered for additional Equity Shares. The buy-back from non-resident members, Overseas Corporate Bodies (OCBs) and Foreign Institutional Investors (FIIs), and members of foreign nationality, if any, etc. shall be subject to such approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident Shareholders.
- The Equity Shares tendered as per the entitlement by the Eligible Shareholder as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified under the SEBI Circulars. Eligible Shareholders will receive a letter of offer along with a tender/offer form indicating their respective entitlement for participating

Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer which will be sent in due course to the Shareholders as on Record Date. Eligible Shareholders who have registered their email ids with the depositories / the Company, shall be dispatched the Letter of Offer through electronic means. If Eligible Shareholders wish to obtain a physical copy of the Letter of Offer,

- they may send a request to the Company or Registrar at the address mentioned at para 19 below. 15. PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK PROCESS:
 - The Buyback is open to all Eligible Sellers / beneficial owners of the Company, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dematerialized form ("Demat Shares") (such shareholders are referred as the ("Eligible Shareholders").
 - The Shares of the company are listed on both the Stock Exchanges (i.e. on BSE and NSE). The Buyback will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circular ("Stock Exchange Mechanism") and following the procedure prescribed in the Companies Act and the Buy-back Regulations and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time
 - to time. For implementation of the Buyback, the Company has appointed Keynote Capitals Limited as the registered broker to the Company (the "Company's Broker") to facilitate the process of tendering of Equity Shares through Stock Exchange Mechanism for the Buyback. The contact details of the Company's Broker are as follows:

KEYNOTE

Keynote Capitals Limited The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (W), Mumbai - 400 028 Contact Person: Alpesh Mehta; Tel: +91 22 6826 6000-3 Email: alpesh@keynoteindia.net Website: www.keynoteindia.net **SEBI Reg No:** INZ000241530

The Company will request BSE to provide the separate Acquisition Window to facilitate placing of bid by Eligible Sellers who wish to tender Equity Shares in the Buyback. The details of the platform will be as specified by BSE from time to time. In the event, the Shareholder Broker(s) of any Eligible Shareholder is not registered with BSE/ NSE as a trading member/stockbroker, then that Eligible Shareholder can approach any BSE/NSE registered

- stockbroker and can register themselves by using quick unique client code ("UCC") facility through the BSE/NSE registered stockbroker (after submitting all details as may be required by such BSE/NSE registered stockbroker in compliance with applicable law).
- Participation in the Buyback by Eligible Shareholders will trigger tax on distributed income to shareholders in India and such tax has to be discharged by the Company. This may trigger capital gains taxation in hands of the shareholders in their country of residence, if outside India. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.
- The reporting requirements for Non-Resident Shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Seller Member through which the Equity Shareholder places the
- Modification / cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by single Eligible Shareholder for selling the Equity Shares shall be clubbed and considered as "one" bid for the purposes of acceptance.
- The cumulative quantity tendered shall be made available on the website of BSE/NSE (www.bseindia.com)/ (www.nseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.
- The Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer/sale and/or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.
- 16. PROCEDURE TO BE FOLLOWED BY REGISTERED/ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN THE DEMATERIALIZED FORM:
 - Eligible Shareholders who desire to tender their Equity Shares in the dematerialized form under Buyback would have to do so through their respective Seller Member by indicating to them the details of Equity Shares they intend to tender under the Buyback.
 - The Seller Member would be required to place a bid on behalf of the Shareholders who wish to tender Equity
 - Shares in the Buy Back using the Acquisition Window of the Stock Exchange. The lien shall be marked by the Seller Member in the demat Account of the Shareholders for the shares tendered in tender offer. Details of shares marked as lien in the demat account of the shareholder shall be provided by the Depositories to Clearing Corporation.
 - In case, the Shareholders Demat Account is held with one Depository and Clearing Member pool and Clearing Corporation Account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the tendering period. Inter Depository Tender Offer ("IDT") instructions shall be initiated by the shareholders at source depository to Clearing Member/Clearing Corporation account at target Depository. Source Depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and sends IDT message to target Depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target Depository to the Clearing Corporation.
 - For Custodian Participant orders, for demat Equity Shares early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian participant confirmation and the revised order shall be sent to the custodian participant again for confirmation.
 - Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip ("TRS") generated by the Exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like Bid ID No., Application No., DP ID, Client ID, No. of Equity Shares tendered etc.
 - It is clarified that in case of dematerialized Equity Shares, non-receipt of the completed tender form and other documents, but if the lien is marked successfully in the depository system and a valid bid in the exchange bidding system, the bid for Buyback shall be deemed to have been accepted.
- 17. PROCEDURE TO BE FOLLOWED BY REGISTERED SHAREHOLDERS HOLDING EQUITY SHARES IN THE PHYSICAL FORM:
 - In accordance with the Frequently Asked Questions issued by SEBI, "FAQs Tendering of physical shares in buy-back offer/ open offer/ exit offer/delisting" dated February 20, 2020, and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. The procedure is as below:
 - Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Seller Member along with the complete set of documents for verification procedures to be carried out including the (i) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (ii) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favor of the Company, (iii) self-attested copy of the shareholder's PAN Card, (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of the Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity
 - The Seller Member/Shareholder has to deliver the original share certificate(s) & documents (as mentioned above) along with TRS either by registered post or courier or hand delivery to the Registrar to the Buyback i.e (the Registrar") (at the address mentioned at paragraph 20) on or before the closing date. The envelope should be superscribed as "Goldiam International Limited - Buyback". One copy of the TRS will be retained by the Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/Shareholder.
 - Based on these documents, the concerned Seller Member shall place the bid on behalf of Eligible Shareholders holding Equity Shares in physical form using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.
 - Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for buyback by the Company shall be subject to verification of the original share certificate (s) and documents as per the Buyback Regulations and any further directions issued in this regard. Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such time BSE Limited ("Designated Stock **Exchange"**) shall display such bids as 'Unconfirmed Physical Bids'. Once, Registrar to the Buyback confirms
 - the bids it will be treated as 'Confirmed Bids'. In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholder should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
 - An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.
 - The cumulative quantity of Equity Shares tendered under the Buyback shall be made available on the website of the BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during
- the tendering period. METHOD OF SETTLEMENT
- Upon finalization of the basis of acceptance as per Buy-back Regulations:
- The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.
- The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. The settlement of fund

Corporation from time to time. For Equity Shares accepted under the Buyback, the Clearing Corporation's will make direct funds payout to the respective Shareholders. If the respective Shareholder's bank account details are not available or if the fund transfer instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such respective In case of Eligible Shareholder where there are specific RBI and other regulatory requirements pertaining to funds

pay-out, which do not opt to settle through custodians, the funds pay-out would be given to their respective Seller

obligation for Demat Shares shall be affected as per the SEBI circulars and as prescribed by BSE and Clearing

- Members settlement bank account for onward transfer to the Eligible Shareholders. For this purpose, the client type details would be collected from the Registrar to the Buyback. Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On Settlement date, all blocked shares
- mentioned in the accepted bid will be transferred to the Clearing Corporation. In the case of Inter Depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source Depository will not be able to release the lien without a release of IDT message from Target Depository, Further, release of IDT message shall be sent by target Depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target Depository, source Depository will cancel/release excess or unaccepted block shares in the demat account of the shareholder.
- Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target Depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date. Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned to the Shareholders directly by Registrar to the Buyback. The Company is authorized to split the share certificate and
- issue new consolidated share certificate for the unaccepted equity shares in case the equity shares accepted by the Company are less than the equity shares tendered in the Buyback by the equity shareholders holding equity shares in the physical form.
- The Equity Shares bought back in the demat form would be transferred to the special demat account of the Company ("Demat Escrow Account") opened for the Buyback by the Manager
- Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges, and expenses (including brokerage) that may be levied by the Seller Member upon the selling Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders from their respective Seller Member, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage)
- incurred solely by the selling Shareholders. The Seller Member would issue contract note & pay the consideration for the Equity Shares accepted under the Buyback and will unblock the excess unaccepted Equity Shares. Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds pay-out including those prescribed by the RBI) who do not opt to settle through custodians, the funds pay-out would be given to their respective Shareholder Broker's settlement accounts for releasing the same to such shareholder's account.
- The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buy-

back Regulations. **COMPLIANCE OFFICER**

are as under:

The Company has designated Pankaj Parkhiya as the Compliance Officer for the Buyback. The contact details are as given below

Name Pankaj Parkhiya Designation Company Secretary & Compliance Officer Gems & Jewellery Complex, M.I.D.C., SEEPZ, Andheri (E), Mumbai - 400 096 Address Email pankaj@goldiam.com 022-28290396/28292397

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10.00 am & 5.00 pm on all working days, at the above mentioned address.

INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK The Company has appointed Link Intime India Private Limited as the Registrars to the Buyback. Their contact details

LINKIntime

Link Intime India Private Limited C 101, 247 Park, LBS Marg. Vikhroli (West), Mumbai-400 083 Tel No: +91 81081 14949 Email: goldiam.buyback@linkintime.co.in Website: www.linkintime.co.in Contact Person: Sumeet Deshpande SEBI Registration No.: INR000004058 Validity Period: Permanent, unless terminated

CIN: U67190MH1999PTC118368 In case of any query, the Shareholders may contact the Registrar to the Buyback, from Monday to Friday between 10.00

am & 5.00 pm on all working days at the above mentioned address. MANAGER TO THE BUYBACK

The Company has appointed Keynote Financial Services Limited as Manager to the Buyback. Their contact details are

KEYNOTE

Keynote Financial Services Limited The Ruby, 9th Floor, Senapati Bapat Marg Dadar (West), Mumbai – 400 028 **Tel**.: 022 – 6826 6000 Contact Person: Sunu Thomas

In case of any guery, the Shareholders may contact the Manager to the offer, from Monday to Friday between 10.00 am & 5.00 pm at the above-mentioned address.

SEBI Registration No.: INM 000003606

22. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buy-Back Regulations, the Board of Directors of the Company accept responsibility for all the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of Board of Directors of

Goldiam International Limited		
Sd/-	Sd/-	Sd/-
Rashesh Manhar Bhansali	Anmol Rashesh Bhansali	Pankaj Parkhiya
Executive Chairman	Whole Time Director	Company Secretary & Compliance O
DIN:00057931	DIN:07931599	ACS: 30395

Place: Mumbai

Date: July 07, 2023

Officer

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