

WINSOME DIAMONDS AND JEWELLERY LTD

(Formerly Known as Su-Raj Diamonds and Jewellery Ltd.)

**Administrative Office:**

906/907/908, 9th Floor, The Plaza,
Near Dharam Palace, 55, Gamdevi,
Grant Road, Mumbai – 400 007.

Phone : (91-22) 4920 0300

Fax : (91-22) 4920 0333

CIN NO.:L36910GJ1985PLC015915

1st October, 2014

The Manager
Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, C-1, Block - G
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400 051

Dear Sir,

Subject: Outcome of Annual General Meeting and Clause 35A of the Listing Agreement

The Twenty Eighth Annual General Meeting (AGM) of Winsome Diamonds and Jewellery Limited was held on 30th September, 2014 at 12.30 p.m. at Mahida Bhavan, Icchanath, Opp S.V.R Engineering College, Dumas Road, Surat-395007.

Pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (rules), all the Shareholders of the Company were given the opportunity to exercise their right to vote on the resolutions set out in the notice of AGM through electronic voting (e-voting) during the period commencing from 22nd September, 2014 (9.00 am) to 24th September, 2014 (6.00 p.m.). The rules also provide that subject to the receipt of sufficient votes, the resolutions shall be deemed to be passed on the date of the relevant General Meeting of Members.

All the resolutions contained in the notice of the above AGM were approved by a overwhelming majority of Shareholders through e-voting and accordingly all the resolutions are declared to be passed on 30th September, 2014 being the date of AGM. In accordance with Clause 35A of the Listing Agreement, we enclose herewith the voting results in the prescribed format alongwith the Scrutinizer's Report.

Please take the above on record.

Thanking you,

Yours faithfully

For Winsome Diamonds and Jewellery Limited



Asish Narayan
Asish Narayan
Company Secretary
Encl. As above

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Information pursuant to Clause 35A of the Listing Agreement in relation to Twenty Eighth Annual General Meeting of Winsome Diamonds and Jewellery Limited held on 30th September, 2014

1. Date of AGM: 30th September, 2014

2. Total number of Shareholders on record date:

The Register of Members and Share Transfer Books of the Company were closed from 24th September, 2014 to 30th September, 2014 (both days inclusive) Total number of Shareholders on 23rd September, 2014 were 47,223. Record date for the purpose of e-voting was 22.08.2014.

3. Number. of Shareholders present in the meeting either in person or through Proxy:

Promoter and Promoters Group: 5

Public: 31

4. No. of Shareholders attended the meeting through video conferencing:

Promoter and Promoters Group : Not Applicable

Public : Not Applicable

5. Agenda-Wise

a. Details of the Agenda:

The details of the resolutions are appended below:

b. Mode of voting:

The mode of voting on all resolutions was e-voting.



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In case of ~~Poll/Postal Ballot~~/E-voting:

Resolution No. 1 - Ordinary Resolution

To receive, consider and adopt the audited Profit and Loss Account for the six months period ended March 31, 2014 and Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.

Promoter/Public	No. of shares held	No. of Votes polled	% Votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)={ (2) / (1) } * 100	(4)	(5)	(6)={ (4) / (2) } * 100	(7)={ (5) / (2) } * 100
Promoter and Promoter Group	26871595	26658385	99.21	26658385	-	100.00	-
Public - Institutions holders	48276533	0	0	0	-	0	-
Public-Others	31459766	7165	0.02	6860	305	95.74	4.26
Total	106607894	26665550	25.01	26665245	305	100.00	0.00

Resolution No. - 2 Ordinary Resolution

Appointment of Mr. Mr. Harish Mehta (DIN 05316274) as Director who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/Public	No. of shares held	No. of Votes polled	% Votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)={ (2) / (1) } * 100	(4)	(5)	(6)={ (4) / (2) } * 100	(7)={ (5) / (2) } * 100
Promoter and Promoter Group	26871595	26658385	99.21	26658385	-	100.00	-
Public - Institutions holders	48276533	0	0	0	-	0	-
Public-Others	31459766	7165	0.02	6860	305	95.74	4.26
Total	106607894	26665550	25.01	26665245	305	100.00	0.00



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Resolution No. - 3 Ordinary Resolution

Re-appointment of M/s. R. C. Reshamwala & Co., Chartered Accounts as Auditors of the Company from the conclusion of Annual General Meeting of the Company until the conclusion of the next Annual General Meeting and fixing their remuneration.

Promoter/Public	No. of shares held	No. of Votes polled	% Votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	26871595	26658385	99.21	26658385	-	100.00	-
Public - Institutions holders	48276533	0	0	0	-	0	-
Public-Others	31459766	7165	0.02	6860	305	95.74	4.26
Total	106607894	26665550	25.01	26665245	305	100.00	0.00

Resolution No. - 4 Ordinary Resolution

Appointment of Mr. Jaikumar Kapoor (DIN 00337011) as Director of the Company.

Promoter/Public	No. of shares held	No. of Votes polled	% Votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	26871595	26658385	99.21	26658385	-	100.00	-
Public - Institutions holders	48276533	0	0	0	-	0	-
Public-Others	31459766	7165	0.02	6860	305	95.74	4.26
Total	106607894	26665550	25.01	26665245	305	100.00	0.00



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Resolution No. - 5 Special Resolution

Appointment of Mr. Jaikumar Kapoor as Managing Director of the Company.

Promoter/Public	No. of shares held	No. of Votes polled	% Votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	26871595	26658385	99.21	26658385	-	100.00	-
Public - Institutions holders	48276533	0	0	0	-	0	-
Public-Others	31459766	7165	0.02	6860	305	95.74	4.26
Total	106607894	26665550	25.01	26665245	305	100.00	0.00

Resolution No. - 6 Ordinary Resolution

Appointment of Mr. Harimohan Namdev (DIN 02658937) as an Independent Director of the Company.

Promoter/Public	No. of shares held	No. of Votes polled	% Votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	26871595	26658385	99.21	26658385	-	100.00	-
Public - Institutions holders	48276533	0	0	0	-	0	-
Public-Others	31459766	7165	0.02	6860	305	95.74	4.26
Total	106607894	26665550	25.01	26665245	305	100.00	0.00



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