

**GOENKA DIAMOND AND JEWELS LIMITED**

Regd. Office : 401, Panchratna, M.S.B. Ka Rasta, Johari Bazar, Jaipur 302003
 CIN: L32611RJ990PLC006651
 Tel: 0141 2574175, E-mail: cs@goenkadiamonds.com

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the Company will be held on Wednesday, 30th September, 2015 at 11.00 a.m. at Bungalow No. C - 114, Shrivaji Marg, Vilaypath, Tilak Nagar, Jaipur - 302 004.

Notice of AGM, Annual Report along with the Attendance Slip (Carrying E-Voting Procedure & Instructions) and Proxy Form have been sent in electronic mode to members whose e-mail IDs are already registered with the Company or the Depository Participants, unless the members have registered their request for a hard copy of the same. Physical copy of the same has been sent to all those members, who have not registered their e-mail IDs with the Company or Depository Participant(s).

The Notice of the AGM and Annual Report along with the Attendance Slip (Carrying E-Voting Procedure & Instructions) and Proxy Form, are also available on the Company's website viz., www.goenkadiamonds.com and on the website of our agency Karvy Computershare Private Limited (Karvy) at <http://evoting.karvy.com>. Members, who did not receive the Notice of AGM and Annual Report along with the Attendance Slip and Proxy Form, may download it from the Company's website or Karvy's website or may request for a copy of the same by writing to the Company Secretary at the above mentioned e-mail ID or at the registered office address of the Company.

Pursuant to provisions of Section 108 of the Companies Act, 2013 (the Act), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Clause 35B of the Listing Agreement, the Company is providing the facility to its members holding shares either in physical form or dematerialized form, as on September 23, 2015 (cut-off date), for casting their votes electronically on each item as set forth in the Notice of AGM through the electronic voting system from a place other than the venue of AGM ('remote e-voting'). The Company has engaged the services of Karvy as the Agency to provide e-voting facility. The procedures and instructions for e-voting along with the user id and password are mentioned in the attendance slip which is separately attached with Annual Report.

All members are therefore hereby informed that:

1. The ordinary and special business as set out in the Notice of AGM may be transacted through voting by electronic means.
2. The remote e-voting shall commence on September 27, 2015 at 9.00 a.m. and ends on September 29, 2015 at 5.00 P.M.
3. The cut-off date for determining the eligibility to vote through remote e-voting or at the AGM will be September 23, 2015.
4. Any person, who acquires the shares of the Company and becomes a member of Company after dispatch of Notice of AGM, Annual Report along with the Attendance Slip and Proxy Form, and holds shares as of the cut-off date i.e. September 23, 2015 may obtain the User ID and Password by sending a request to the Karvy on the email ld.varghese1@karvy.com or to Mr. P. A. Varghese, Contact No. 040-33215424 at Karvy Computershare Private Limited, Unit-Goenka Diamond & Jewels Limited, Karvy Solonium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032 or by calling customer care toll free no.: 1-800-3454001. The email / letter sent by the member to Mr. P. A. Varghese should contain basic details including PAN Number and 'DP ID & Client ID' or 'Folio Number in case the shares are held in physical form'. However, if the member is already registered with Karvy for remote e-voting, then such member can use the existing User ID and Password for casting his/her vote.
5. We further state that:
 - a. Remote e-voting shall not be allowed beyond 5.00 p.m. on September 29, 2015.
 - b. The facility for voting through "Ballot Paper" shall be made available at the venue of AGM and the members attending the meeting, who have not cast their vote by remote e-voting shall be eligible to exercise their right to cast their vote at the meeting through "Ballot Paper".
 - c. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again in the meeting; In case, it is found later that any member has cast their vote in remote e-voting and thereafter cast the vote in the AGM, the voting done by remote e-voting only shall be considered.
 - d. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. September 23, 2015 only, shall be entitled to avail the facility of remote e-voting or voting through "Ballot Paper" at the AGM.
6. In case of any queries, please visit Help and FAQ section of <http://evoting.karvy.com> or contact Mr. P. A. Varghese, through 040-33215424 or write to him at address mentioned at point no. (4) above, or on the email ld.varghese1@karvy.com or call customer care toll free no.: 1-800-3454001.

For GOENKA DIAMOND AND JEWELS LTD.

Place: Mumbai
 Date: September 08, 2015

Sd/-
 Kundan Tanawade
 Company Secretary

बिजनेस वर्ल्ड



GOENKA DIAMOND AND JEWELS LIMITED

Regd. Office : 401, Panchratna, M.S.B. Ka Pusta, Johari Bazar, Jaipur 302003

CIN: L28911RJ1900MCO09561

Tel: 0141 2574178, E-mail: info@goenkadiamonds.com

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Company Secretary