



Date: 31.08.2024

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Re: Outcome of Meeting of the Board of Directors held on Saturday, 31st August 2024.

Ref: Scrip Code: 519455 | ISIN: INE540C01021

With respect to the above-cited subject, we wish to inform you that the Meeting of the Board of Directors of the Company was held on **Saturday, 31st August 2024** wherein the following matters have been discussed and approved:

1. The Board took note of the minutes of previous Board Meeting held on 24th August, 2024.
2. The Board took note of action taken report as discussed in the previous Board Meeting;
3. The Board took note of the minutes of the Nomination and Remuneration Committee meeting.
4. The Board took note of the minutes of the Audit Committee meeting.
5. The Board approved the appointment of CS Riya Jindal (ACS A70615) as the Company Secretary. The Board also approved her to be designated as Compliance Officer of the Company as per Regulation 6 of SEBI-LODR.
6. The Board approved and took note of the certificate of Non- Disqualification of Directors for the Financial Year 2023-24;
7. The Board approved and took note of the resignation of Mr. Siddharth Goel (DIN: 03022978) as Director and as Non-Executive - Independent Director of the Company.
8. The Board approved and took note of the resignation of Mr. Ramprasad Vempati (01903161) as Director and as Non-Executive - Independent Director of the Company.
9. The Board approved the appointment of Mr. Balasubramanyam Danturti (DIN; 10753430) as an Additional and Non-Executive-Independent Director of the Company.

Registered Office

1st Floor, 3-6-307/1, 3-6-307/2, 3-6-308/1, Sanghi House Basheer Bagh, Hyderguda Main Road, Opp Bikanerwala, Hyderabad, Telangana, 50004
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10. The Board approved the appointment of Mr. Vikram Goel (DIN: 05104754) as an Additional and as Non-Executive-Independent Director of the Company.
11. The Board considered and approved the Directors' Retiring by Rotation;
12. The Board took note of the Secretarial Audit Report for the Financial Year 2023-24;
13. The Board approved the Director's Report along with requisite annexures of the Company for the Financial Year 2023-24;
14. The Board approved the Management Discussion and Analysis Report and Corporate Governance Report for the financial year 2023-24.
15. The Board approved the Material Related Party Transactions to be entered by the Company in the ordinary course of business for FY 2024-25 and recommended the same to the members;
16. The Board approved that the Register of members and the share transfer books will remain close from 23rd September, 2024 to 30th September, 2024 (both days inclusive) for the purpose of 32nd Annual General Meeting, and the cut-off date will 23rd September, 2024 for determining the List of shareholders eligible for e-voting for 32nd Annual General Meeting of the Company;
17. The Board approved the appointment of Shri Ajay S. Shrivastava, Practicing Company Secretary, Hyderabad (COP- 3479), as the Scrutinizer and Shri Sanjay Kumar Sanghi as Functional Director for e-voting at the ensuing 32nd Annual General Meeting of the Company;
18. The Board decided the Date, Time, and Venue for the 32nd Annual General Meeting and approved the Notice for convening the said Annual General Meeting. The 32nd Annual General Meeting of the Company will be held on Monday the 30th day of September, 2024 at 3.30 PM. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).
19. The Board took note of the Resolution passed by Circulation by the Company under Section 175 of Companies Act, 2013.
20. The Board approved the Reconstitution of Audit Committee.
21. The Board approved the Reconstitution of Nomination and Remuneration Committee.

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22. The Board approved the Reconstitution of Stakeholder Relationship Committee.
23. The Board approved the Constitution of the Corporate Social Responsibility Committee.
24. The Board considered and granted in-principal approval to the proposal for amalgamation of the Company and Uday Jewellery Industries Limited (hereinafter referred to as “Proposed Merger”) and constituted a “Specific Committee” to take all the necessary steps in the name of and on behalf of the Company for the purpose of Proposed Merger

The Board Meeting commenced at 04.00 P.M. and ended at around 04:45 P.M.

This is for your kind information and records, in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,

For Narbada Gems and Jewellery Limited

Sanjay Kumar Sanghi
Managing Director
DIN: 00629693

Encl: Disclosures about change in Directorate and also the KMP

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