

Date: 27th September, 2024

BSE Limited
Department of Corporate Services,
P. J. Towers,
Dalal Street,
Mumbai – 400 001

Scrp Code: 523826

**Sub: Voting Results pursuant to Regulation 44(3) of the SEBI
(LODR) Regulations, 2015**

Dear Sir / Madam,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we submit the voting results at the 50th Annual General Meeting of the Company held on Thursday, 26th September, 2024 at 11.00 a.m. through video conferencing ('VC') / Other Audio Visual Means ('OAVM'). The mode of voting was remote e-voting and e-voting at the 50th AGM. We hereby furnish details of the Voting Results as under:

- | | |
|---|----------------------------------|
| 1. Date of AGM | 26 th September, 2024 |
| 2. Total number of shareholders on record date (as on 19th September, 2024) | 6365 |
| 3. No. of shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group | N.A. |
| Public | N.A. |
| 4. No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group | 2 |
| Public | 28 |

The Agenda-wise Resolutions passed by remote e-voting and e-voting at the 50th AGM are given in **Annexure 'A'**.

You are requested to take the above information on record.

Thanking You,

Yours faithfully,

FOR SOVEREIGN DIAMONDS LIMITED


AJAY GEHANI
MANAGING DIRECTOR



ANNEXURE 'A'

Resolution 1: Approving and adopting the Audited Annual Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors thereon.								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		37,62,744	100.00	37,62,744	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	20,25,258	25,932	1.28	25,932	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		25,932	1.28	25,932	0	100.00	0.00
Total		57,88,002	37,88,676	65.46	37,88,676	0	100.00	0.00

**Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*

Resolution 2: Appointment of Mr. Ajay Gehani (DIN No.: 00062989), who retires by rotation and being eligible, offers himself for re-appointment:								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		37,62,744	100.00	37,62,744	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	20,25,258	25,932	1.28	25,932	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		25,932	1.28	25,932	0	100.00	0.00
Total		57,88,002	37,88,676	65.46	37,88,676	0	100.00	0.00

**Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*

Resolution 3: Appointment of Mr. Narasinha Pal (DIN: 10568460) as an Independent Director.								
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		37,62,744	100.00	37,62,744	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	20,25,258	25,932	1.28	25,932	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		25,932	1.28	25,932	0	100.00	0.00
Total		57,88,002	37,88,676	65.46	37,88,676	0	100.00	0.00

**Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*

Resolution 4: Appointment of Mr. Jigar Darji (DIN: 08536419) as an Independent Director.								
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		37,62,744	100.00	37,62,744	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	20,25,258	25,932	1.28	25,932	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		25,932	1.28	25,932	0	100.00	0.00
Total		57,88,002	37,88,676	65.46	37,88,676	0	100.00	0.00

**Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*

Resolution 5: Re-appointment of Ms. Arundhati Mali as Whole Time Director & CFO of the Company.								
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		37,62,744	100.00	37,62,744	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	20,25,258	25,832	1.28	25,832	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		25,832	1.28	25,832	0	100.00	0.00
Total		57,88,002	37,88,576	65.46	37,88,576	0	100.00	0.00

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Notes:

1. The votes cast does not include invalid votes.
2. All the aforesaid resolutions were passed with requisite majority.

FOR SOVEREIGN DIAMONDS LIMITED


AJAY GEHANI
MANAGING DIRECTOR



P. C. Shah & Co.

Company Secretaries

(Formerly known as P. P. Shah & Co.)

Punit Pradip Shah

B. Com, ACS

FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Ajay Gehani, Chairman,

50th Annual General Meeting of the Equity Shareholders of Sovereign Diamonds Limited,

Held on Thursday, 26th September, 2024 at 11.00 a.m. through

Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

I, Mr. Punit Shah of M/s. P. C. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the 50th Annual General Meeting of the Equity Shareholders of Sovereign Diamonds Limited held on Thursday, 26th September, 2024 at 11.00 a.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') for the purpose of scrutinizing the E-voting process ('remote e-voting') and Electronic Voting (e-voting) at the 50th Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting ('remote e-voting') and Electronic Voting (e-voting) carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The 50th AGM is held in compliance with the MCA Circular dated 25th September, 2023 read with circulars dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 5th January, 2023 read with circular dated 12th May, 2020 and 15th January, 2021 (collectively referred to as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. The Notice of the AGM alongwith the Annual Report 2023 – 24 has been sent to all the Members on 3rd September, 2024 only through electronic mode to those Members whose email addresses are registered with the Company, RTA or CDSL / NSDL ('Depositories') as on 30th August, 2024 to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the 50th Annual General Meeting of "Sovereign Diamonds Limited" [Item No. 1 (One) to 5 (Five) of the Notice of the 50th Annual General Meeting of Sovereign Diamonds Limited].
3. The Company had provided the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) and had engaged the services of CDSL for this purpose.



P. C. Shah & Co.
Company Secretaries
(Formerly known as P. P. Shah & Co.)
Punit Pradip Shah
B. Com, ACS

4. Voting rights were reckoned as on Thursday, 19th September, 2024, being the cut-off date for the purpose deciding the entitlements of members for remote e-voting and e-voting during the AGM.
5. The remote e-voting period remained open from Monday, 23rd September, 2024 at 09.00 a.m. to Wednesday, 25th September, 2024 at 05.00 p.m.
6. At the 50th Annual General Meeting of the Company held on Thursday, 26th September, 2024, the facility to vote through electronic system had been provided to facilitate voting for those Members who were present at the Meeting through VC / OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the Annual General Meeting, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of the Annual General Meeting were unblocked on Thursday, 26th September, 2024.
8. Since the meeting was held through VC / OAVM, no poll papers were cast.
9. The consolidated results of the remote e-voting and e-voting during AGM through VC / OAVM are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 – Approving and adopting the Audited Annual Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors' thereon:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37,88,676	100.00	0	0.00	37,88,676	100.00	0	0.00	37,88,676
Total No. of Members	50	0.00	0	0.00	50	0.00	0	0.00	50



P. C. Shah & Co.
Company Secretaries
 (Formerly known as P. P. Shah & Co.)
Punit Pradip Shah
 B. Com, ACS

b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – To appoint a Director in place of Mr. Ajay Gehani (DIN No.: 00062989), who retires by rotation and being eligible, offers himself for re-appointment:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37,88,676	100.00	0	0.00	37,88,676	100.00	0	0.00	37,88,676
Total No. of Members	50	0.00	0	0.00	50	0.00	0	0.00	50

c. RESOLUTION NO. 3

Special Resolution No. 3 – Appointment of Mr. Narasinha Pal as an Independent Director:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37,88,676	100.00	0	0.00	37,88,676	100.00	0	0.00	37,88,676
Total No. of Members	50	0.00	0	0.00	50	0.00	0	0.00	50

d. RESOLUTION NO. 4

Special Resolution No. 4 – Appointment of Mr. Jigar Darji as an Independent Director:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37,88,676	100.00	0	0.00	37,88,676	100.00	0	0.00	37,88,676
Total No. of Members	50	0.00	0	0.00	50	0.00	0	0.00	50



P. C. Shah & Co.
Company Secretaries
(Formerly known as P. P. Shah & Co.)
Punit Pradip Shah
B. Com, ACS

e. RESOLUTION NO. 5

Special Resolution No. 5 – To re-appoint Ms. Arundhati Mali as Whole Time Director & CFO of the Company:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37,88,576	100.00	0	0.00	37,88,576	100.00	0	0.00	37,88,576
Total No. of Members	49	0.00	0	0.00	49	0.00	0	0.00	49

10. Since the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority, all the resolutions as set out in item no. 1 to 5 of the Notice of the 50th Annual General Meeting have been passed with requisite majority.

11. The consolidated result of the votes cast (by remote e-voting and e-voting during AGM) is provided as Annexure - 1 to this report.

Thanking You,
Yours Faithfully,

For P. C. Shah & Co.
(Formerly known as M/s. P. C. Shah & Co.,)
Practicing Company Secretaries

Punit P. Shah

Punit Shah
Proprietor



Place: Mumbai
Date: 27th September, 2024
UDIN: A020536F001337381

P. C. Shah & Co.

Company Secretaries

(Formerly known as P. P. Shah & Co.)

Punit Pradip Shah

B. Com, ACS

Annexure – 1

Consolidated Result of Voting (by Remote E-voting and E-voting) for Resolution Nos. 1 to 5 of the Notice of the 50th Annual General Meeting of “Sovereign Diamonds Limited” held on Thursday, 26th September, 2024 at 11.00 a.m. by VC / OAVM

Resolution # 1 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted In Favour Of Resolution	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

Resolution # 2 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted In Favour Of Resolution	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

Resolution # 3 – Special Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted In Favour Of Resolution	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

Resolution # 4 – Special Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted In Favour Of Resolution	50	37,88,676	100.00	0	0	0.00	50	37,88,676	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00



P. C. Shah & Co.
Company Secretaries
(Formerly known as P. P. Shah & Co.)
Punit Pradip Shah
B. Com, ACS

Resolution # 5 – Special Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	49	37,88,576	100.00	0	0	0.00	49	37,88,576	100.00
Voted In Favour Of Resolution	49	37,88,576	100.00	0	0	0.00	49	37,88,576	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

