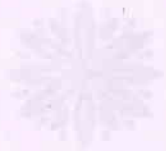




Gautam Gems Ltd



CIN: L36911GJ2014PLC078802

To
The General Manager-Listing
Corporate Relationship Department,
The BSE Limited,
PhirozJeejeebhoy Tower
Dalal Street, Mumbai-400001

14/09/2021

Dear Sir/Madam,

Sub: Addendum to the Notice of 08th Annual General Meeting (AGM)

We enclose herewith an Addendum to the Notice of 08th Annual General Meeting (AGM) of the Company.

The addendum to the Notice of 08th Annual General Meeting is also being dispatched through electronic mode to those Members whose e-mail addresses are registered with the company or Registrar & Transfer Agent and Depositories.

Kindly take the above information on record.

Thanking You,

Yours Faithfully,

For Gautam Gems Limited

Gautam P. Sheth



Gautam PravinchandraSheth
Managing Director
[DIN: 06748854]

Encl: As above





Gautam Gems Ltd

CIN: L36911GJ2014PLC078802

ADDENDUM TO THE NOTICE OF 08TH ANNUAL GENERAL MEETING

To the Members of Gautam Gems Limited

Notice is hereby given in respect of the business proposed at the 08th Annual General Meeting of Gautam Gems Limited (“the company”) scheduled to be held on Thursday, 30th September, 2021 at 12.00 P.M at the registered office of the company at 3rd Floor, Office – 301, Sumukh Super Compound, Vasta Devadi Road, Surat Gujarat 395004, notice (Original Notice) of which was sent on 07th September, 2021 along with the Annual Report 2020-21 through permitted mode, to transact 4 (four) business items (02 Ordinary Business and 02 Special Business) as specified in the said notice. Further to the above, the Board of Directors wish to propose the additional two (2) Special business set out below Item No. 05 and Item No. 06 respectively to the existing resolutions for your consideration and approval.

The additional resolution Item No. 05 and Item No. 06 has been uploaded in the e-voting system of the National Securities Depository Limited (NSDL) e-voting portal www.evoting.nsdl.com.

Please note that the e-voting will commence on Monday, 27th September, 2021 at 9:00 A.M (IST) and ends on Wednesday, 29th September, 2021 at 5:00 P.M (IST).

SPECIAL BUSINESS:

Item No. 05: Increase in Authorised Share Capital

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 61 read with section 64 and all other applicable provisions, if any, of Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and rules framed there under, the consent of the members of the company be and is hereby accorded to increase the Authorised Share Capital of the Company from existing Rs. 10,07,00,000 (Rupees Ten Crore Seven Lakhs Only) divided into 1,00,70,000 (One Crore Seventy Thousand only) Equity Shares of Rs. 10/- each (Rupees Ten Only) each to Rs. 20,10,00,000 (Rupees Twenty Crore Ten Lakhs Only) divided into 2,01,00,000 (Two Crore One Lakhs only) Equity Shares of Rs. 10/- each (Rupees Ten Only) each ranking pari-pasu in all respect with the existing Equity Shares of the Company and Clause V of the Memorandum of Association.”

Gautam Gems Ltd. 
301, Sumukh BLDG, Super compound,
Vasta devdi road, Katargam,
Surat-395004. Gujarat-india.

+91 261 2538046
+91 93 76 495 444

info@gautamgems.in
compliancegg@gmail.com
www.gautamgems.com





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CIN: L36911GJ2014PLC078802

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company or a Committee thereof be and is hereby authorised to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions, difficulties or doubts that may arise in regard to the increase in Authorised Share Capital of the Company and consequent amendment in the Memorandum of Association of the Company as they may think fit.”

Item No. 06: Alteration in Capital Clause of Memorandum of Association

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, the consent of the members of the company, be and is hereby accorded for substituting Clause V of Memorandum of Association of the Company with the following clause.”

“V. The Authorised Share Capital of the Company is Rs. 20,10,00,000 (Rupees Twenty Crore Ten Lakhs Only) divided into 2,01,00,000 (Two Crore One Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company or a Committee thereof be and is hereby authorised to do all such acts, deeds, matters and things as may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions, difficulties or doubts that may arise in regard to the increase in Authorised Share Capital of the Company and consequent amendment in the Memorandum of Association of the Company as they may think fit.”

Place: Surat
Date: 13/09/2021

Registered Office:
3rd Floor, Office-301
Sumukh Super Compound
Vasta Devadi Road
Surat - 395004

By Order of the Board of Directors

Sd/-
Gautam P. Sheth
Managing Director
(DIN: 06748854)





Gautam Gems Ltd

CIN: L36911GJ2014PLC078802

ANNEXURE TO THE NOTICE

Statement setting out material facts under Section 102 of the Companies Act, 2013

Item No. 05 and 06:

The Company proposes to issue shares on a Rights Issue basis to the existing equity shareholders of the company. To enable the company to issue rights shares, it is proposed to increase the existing Authorised Share Capital of the company from existing Rs. 10,07,00,000 (Rupees Ten Crore Seven Lakhs Only) to Rs. 20,10,00,000 (Rupees Twenty Crore Ten Lakhs Only) as per the resolution. The resolution seeks approval of members by amending the said clause V of the Memorandum of Association.

The present Authorised Share Capital of the company is Rs. 10,07,00,000 (Rupees Ten Crore Seven Lakhs Only) is insufficient for further issue of Right Shares by the company. Therefore it became necessary for the company to increase the Authorised Share Capital of the company.

Pursuant to sections 61 and 13 of the Companies Act, 2013, the Company cannot increase its Authorized Share Capital without the consent of the members of the Company.

Therefore, it is proposed to obtain the consent of the members to increase its Authorised Share Capital.

None of the Directors or Key Managerial Personnel of the Company and their relatives is in any way concerned or interested in the resolution.

Place: Surat

Date: 13/09/2021

Registered Office:

3rd Floor, Office-301
Sumukh Super Compound
Vasta Devadi Road
Surat - 395004

By Order of the Board of Directors

Sd/-

Gautam P. Sheth
Managing Director
(DIN: 06748854)





Gautam Gems Ltd

CIN: L36911GJ2014PLC078802

Form MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of Companies (Management and Administration) Rules, 2014]

8th Annual General Meeting – Thursday, September 30, 2021

Name of the shareholder(s):

Registered Address:

E-mail ID:

Folio No. / DP ID and Client ID:

I/We, being member(s) of Gautam Gems Limited, holding _____ share(s) of the Company, hereby appoint

(A) Name: _____

Address: _____

E-mail ID: _____

Signature: _____ or failing him/her

(B) Name: _____

Address: _____

E-mail ID: _____

Signature: _____ or failing him/her

(C) Name: _____

Address: _____

E-mail ID: _____

Signature: _____

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compliancegg@gmail.com
 www.gautamgems.com





Gautam Gems Ltd

CIN: L36911GJ2014PLC078802

As my/our proxy to attend and vote for me/us, on my/our behalf at the 8th Annual General Meeting of the Company to be held on Thursday, September 30, 2021 at 12.00 P.M. at 3rd Floor, Office - 301, Sumukh Super Compound, Vasta Devadi Road, Surat - 395004, Gujarat, India and/or at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	Voting	
		For	Against
Ordinary Business			
1	To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended on 31 st March 2021, together with reports of the Board and Auditors thereon.		
2	To Appoint a Director in place of Mr. Pravin Manilal Parekh (DIN: 07919428) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.		
Special Business			
3	Revision in remuneration of Mr. Gautam Pravinchandra Sheth (DIN: 06748854), Managing Director of the Company for not exceeding Rs.12, 00,000/- per annum with effect from April 1, 2021 inclusive of all perquisite.		
4	Revision in remuneration of Mrs. Nidhi Gautam Sheth (DIN:06748877), Whole-Time Director of the Company for not exceeding Rs.12,00,000/- per annum with effect from April 1, 2021 inclusive of all perquisite.		
5	Increase in Authorised Share Capital.		
6	Alteration in Capital Clause of Memorandum of Association.		

Signed this _____ day of _____ 2021

Signature of Shareholder(s)/ Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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