



KOURA
Fine Diamond Jewelry Limited

CIN : U36999GJ2022PLC130379
GSTIN : 24AAJCK4106H1ZS

KOURA FINE DIAMOND JEWELRY LIMITED

Date: 02/09/2024

To,

BSE Limited

Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 051

SCRIP CODE: 544139

Sub: Intimation of Annual General Meeting

We would like to inform you that 2nd Annual General Meeting (AGM) of Members of the Company is scheduled to be held on Monday, 30th September, 2024 at 03:00 p.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

Also find enclosed Notice of 2nd Annual General Meeting.

Thanking You,
Yours faithfully,

For, Koura Fine Diamond Jewelry Limited

Asha Jain
Company Secretary



+91 9586 770 111



+91 79 4890 7514



info@kouradiamondjewelry.com



www.kouradiamondjewelry.com



304, Iscon Emporio,
Besides Star Bazar, Jodhpur Cross Road,
Satellite, Ahmedabad - 380 015.

NOTICE

Notice is hereby given that the 2nd Annual General Meeting of the members of **Koura Fine Diamond Jewelry Limited** will be held on Monday, September 30, 2024 at 03:00 P.M. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statement for the Financial Year ending on March 31, 2024, and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Kamlesh Keshavlal Lodhiya (DIN: 09547591) who retires by rotation at this meeting and being eligible, offers herself for re-appointment.

Special Business:

3. Appointment of Statutory Auditors to fill casual vacancy:

To appoint Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as Ordinary Resolution:

“**RESOLVED THAT** subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Bimal Shah Associates, Chartered Accountants, Mumbai [Firm Registration No: 101505W], be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s. Piyush Kothari & Associates, Chartered Accountants, Ahmedabad [Firm Regn. No. 140711W]”.

“**RESOLVED FURTHER THAT** M/s. Bimal Shah Associates, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold the office from 24th August, 2024, until the conclusion of the 2nd Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

4. Appointment of Statutory Auditors:

To appoint Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Bimal Shah Associates , Chartered Accountants, Mumbai [Firm Registration No: 101505W], be and are hereby appointed as the Statutory Auditor of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth Annual General Meeting from this Annual General Meeting, at such remuneration and out of pocket expenses, as maybe determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

For, Koura Fine Diamond Jewelry Limited

Date: 24/08/2024

Place: Ahmedabad

**Asha Jain
Company Secretary &
Compliance Officer**

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.
2. A person can act as a proxy on behalf of member not exceeding fifty (50) and holding in the aggregate not more than ten (10) per cent of the total share capital of the Company carrying voting rights. A member holding more than ten (10) per cent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. The Instrument of proxy should however be deposited with at the registered office of the company not less than 48 hours before the meeting.
4. The Statement pursuant to Section 102 of the Companies Act 2013 (Act), setting out the material facts concerning Item Nos. 2 set out above is enclosed along with the details under Regulations 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard -2] in respect of directors proposed to be appointed/re-appointed at the Annual General Meeting is annexed hereto.
5. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

6. Members/Proxies are requested to bring their attendance slips duly filed in along with their copies of Annual Report to the Annual General Meeting.
7. The notice is being sent to all members, whose names appear on the Register of Members/List of beneficial owners.
8. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days, except holidays between 11.00 A.M to 2.00 P.M upto the date of declaration of the results.
9. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.
10. Members are requested to intimate change in their address immediately to M/s. Kfin Technologies Limited (Registrar & Share Transfer Agent) the Company's Registrar and Share Transfer Agents, at their office at Selenium, Tower B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India.
11. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.
13. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 30th August, 2024. A person who is not a member as on Cut Off date should treat this notice for information purpose only.
14. Annual Report 2023-24 are being sent by permitted mode to all members of the Company. Member may please note that the Annual Report 2023-24 is also available on the Website of the Company viz www.kouradiamondjewelry.com
15. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

16. The Company, being listed on SME Exchange and in view of provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 is not required to provide remote e-voting facility to its members.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATION 2015**

Item No. 03 & 04

Piyush Kothari & Associates, Chartered Accountants, Ahmedabad [Firm Regn. No. 140711W] tendered their resignation w.e.f. 22nd July, 2014 due to pre – occupation hence they would not be able to continue as the Statutory Auditor of the Company and conduct the Audit for the financial year 2024 – 2025.

In order to fill up such casual vacancy, the company has appointed M/s. Bimal Shah Associates, Chartered Accountants, Ahmedabad [Firm Registration No: 101505W], to conduct the audit in the Board Meeting held on 24th August, 2024.

In pursuance to the provisions of Section 139(8) of the Companies Act, 2013, the company needs to approve the appointment of M/s. Bimal Shah Associates , Chartered Accountants, in the General Meeting of the Company within 3 (three) months from the date of appointment by the Board. Hence, the company has proposed their approval of the members in the item number 3 of the notice.

Further, the company has proposed their appointment in the item number 4 of the notice, for the period of 5 (five) years subject to the ratification by the members at ensuing Annual General Meeting.

The Board commends the Ordinary Resolutions set out at Item Nos. 3 and 4 of the Notice for approval by the members.

None of the directors and key managerial personnel are interested in these resolutions.

For, Koura Fine Diamond Jewelry Limited

Date: 24/08/2024

Place: Ahmedabad

**Asha Jain
Company Secretary &
Compliance Officer**

Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the brief profile of Directors eligible for appointment/re-appointment at Annual general Meeting are as follows:

Name of Director	Mr. Kamlesh Keshavlal Lodhiya
Director Identification Number (DIN)	09547591
Age	54 Years
Designation / category of Directors	Managing Director, Executive Director
Qualification	High School Graduate
Date of First Appointment on the Board of the Company	25/03/2022
Brief Profile, Experience, and Expertise in specific functional areas	Mr. Kamlesh Keshavlal Lodhiya, is Chairman and Managing Director of the Company. He has vast experience in the filed of fine diamond jewelry business. He looks after overall business including business development, project implementation of our company.
Shareholding in Company	25,81,975
Terms and Condition of Appointment / re-appointment	Retire by rotation
Remuneration Last Drawn	Rs. 18,00,000/- per annum for FY 2023-24
Number of Meetings of the Board attended during the year	12
List of Directorship held in other companies	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Membership / Chairmanship in Committees of other companies as on date of the Notice	Nil
Relationships between Directors inter-se	He is Husband of Mrs. Pratibha Kamlesh Lodhiya, Director & Father of Ms. Charmi Kamlesh Lodhiya, Whole Time Director & CFO of the Company
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.

ATTENDANCE SLIP

KOURA FINE DIAMOND JEWELRY LIMITED

Reg. Off.: 304, Iscon Emporio, Behind Star India Bazar, Near Jodhpur Cross Road, Satellite, Ahmedabad – 380015

CIN: U36999GJ2022PLC130379| **E-Mail:** info@kouradiamondjewelry.com

2nd Annual General Meeting on 30/09/2024 at 03.00 p.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a Registered Shareholder / Proxy for the Registered Shareholder of the Company. I/We hereby record my/our presence at the 2nd Annual General Meeting of the Company

Signature of Member(s)/ Proxy

NOTE: A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

✂-----Cut Here-----

PROXY FORM

Form No MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the companies (Management and Administration) Rules, 2014)

CIN	U36999GJ2022PLC130379
Name of Company	Koura Fine Diamond Jewelry Limited
Reg. Office Address	304, Iscon Emporio, Behind Star India Bazar, Near Jodhpur Cross Road, Satellite, Ahmedabad – 380015
Name of the Member	
Registered Address	
E Mail Id	
Folio No./Client ID	

I/We, being the member (s) of **Koura Fine Diamond Jewelry Limited** hereby appoint

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

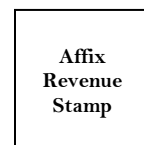
OR FAILING HIM

Name			
Address			
E mail Id		Signature	

As my/ our Proxy to attend and vote for me/us on my/ our behalf at the 2nd Annual General Meeting of the Company to be held on 30/09/2024 at 03:00 p.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015 and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
Ordinary Business			
01	To receive, consider and adopt the Audited Financial Statement for the Financial Year ending on March 31, 2024, and the reports of the Board of Directors and Auditors thereon.		
02	To appoint a Director in place of Mr. Kamlesh Keshavlal Lodhiya (DIN: 09547591) who retires by rotation at this meeting and being eligible, offers herself for re-appointment.		
Special Business			
03	Appointment of Statutory Auditors to fill casual vacancy		
04	Appointment of Statutory Auditors		

Signed on thisday of2024.



Signature of Shareholder/ Signature of Proxy

NOTE:

1. The Proxy need not be a Member.
2. The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

Route Map for 2nd Annual General Meeting to be held on 30/09/2024

