



Motisons Jewellers

Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

Date: 19.10.2024

To

BSE Limited

Dept of Corporate Services

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai 400 001 (Maharashtra)

Scrp Code: 544053

National Stock Exchange of India Limited

The Listing Department

Exchange Plaza, C-1, Block G

Bandra Kurla Complex, Bandra (East),

Mumbai 400 051 (Maharashtra)

Symbol: MOTISONS

Sub: Proceedings of Postal Ballot.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of schedule III of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 we are enclosing herewith the proceedings of the postal Ballot conducted in accordance with the Postal Ballot Notice dated 19.09.2024, results of which were declared on 19.10.2024.

Kindly take the same in your information and records.

Thanking you,

Yours faithfully,

For Motisons Jewellers Limited

Bhavesh Surolia

Company Secretary & Compliance Officer

Membership No.: A64329

Encl: As Above



Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

SUMMARY OF PROCEEDINGS OF DECLARATION OF VOTING RESULTS IN RESPECT OF RESOLUTION(S) AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED 19TH SEPTEMBER, 2024 PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013, READ WITH RULE 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF MOTISONS JEWELLERS LIMITED DECLARED ON 19TH OCTOBER, 2024 AND DEEMED TO BE PASSED ON SAID DATE BEING THE LAST DATE OF REMOTE E-VOTING.

The Board of Directors ("Board") of the Company at its meeting held on Thursday, 19th September, 2024 approved the proposal to conduct a Postal Ballot pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and Rules, along with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to other applicable laws and regulations to seek approval of the Members for the resolution stated in the notice of Postal Ballot and appointed Mr. Pankaj Kumar Gupta, Proprietor of M/s. Kumar G & Co, (COP No.- 7579), Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and submit his report thereon.

The Company had engaged the services of Link Intime India Private Limited, to provide e-voting facility to all the members. The remote e-voting period commenced at 9.00 a.m. on Friday, 20th September, 2024 (IST) and ended at 5.00 p.m. (IST) on Saturday, 19th October, 2024.

In compliance with the aforementioned and relevant MCA/SEBI Circulars, the Notice was sent to all the members who have registered their email addresses with the Company or depository / depository participants and whose names appear in the Register of Members/Record of Depositories as on the cut-off date i.e. Friday, 13th September, 2024 and was also placed on the website of the Company. The Company has completed the dispatch of Notice of Postal Ballot on 19th September, 2024 and an advertisement pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014, about completion of dispatch of Postal Ballot Notice dated 19th September, 2024 and containing other required information was published in Financial Express (English Edition) and Business Remedies (Hindi Edition) on 20th September, 2024.

The Scrutinizer, Mr. Pankaj Kumar Gupta, after scrutiny of e-voting received within the scheduled time has submitted his report on 19th October, 2024 which was countersigned by Mr. Sanjay Chhabra, (DIN: 00120792) Managing Director of the Company.



Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

The results relating to the Postal Ballot through remote e-voting is set out in the table below:

Item 1: (Ordinary Resolution)

TO APPROVE SUB-DIVISION OF FACE VALUE OF EQUITY SHARES OF THE COMPANY FROM RS. 10/- (RUPEES TEN ONLY) EACH TO RE. 1/- (RUPEE ONE ONLY) EACH.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid (No. of shares)
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	
Postal Ballot through remote e-voting process	6,51,44,084	99.9996	279	0.0004	-
TOTAL	6,51,44,084	99.9996	279	0.0004	-

Based on the report of the Scrutinizer, Mr. Sanjay Chhabra, (DIN: 00120792) Managing Director of the Company declared the results of the Postal Ballot through remote e-voting on Saturday, 19th October, 2024 at 270, 271, 272 & 276 Johri Bazar, Jaipur - 302003, Rajasthan and all the resolution(s) as set out in the Notice of Postal Ballot dated 19.09.2024 were deemed to have been passed as on Saturday, 19th October, 2024, the last date of receipt of remote e-voting, brief details of which are provided hereunder:-

Accordingly, the Resolution as reproduced here under was passed as a **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 (‘the Act’) and Rules framed thereunder including the statutory modifications thereto and re-enactments thereof for the time being in force and the provisions of Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules, regulations, circulars, notifications etc. issued thereunder, subject to such approvals and consents from appropriate authorities, the consent of the Members of the Company be and is hereby accorded for sub-division/split of each equity share of face value of Rs. 10/- (Rupees Ten Only) into face value of Re. 1/- (Rupee One Only) each.

RESOLVED FURTHER THAT pursuant to the split/sub-division of face value of equity shares of the Company, all the issued, subscribed and paid-up equity shares of face value of Rs. 10/- (Rupees Ten only) each of the Company existing on the record date i.e. November 09, 2024 shall stand sub-divided into equity shares of face value of Re. 1/- (Rupee One only) each fully paid up, shall rank pari-passu in all



Motisons Jewellers

Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

respects with the existing fully paid-up equity shares of 10/- each of the company and shall be entitled to participate in full dividend to be declared after sub-divided Equity shares are allotted;

RESOLVED FURTHER THAT consequent to sub-division/split in face value of Equity Shares from Rs. 10/- each to Re 1/-, resulting into 10 Equity Shares of Re 1/- each for existing 1 Equity Share of Rs. 10/- each, conversion ratio for warrants so allotted stands changed to 1 (one) Warrant is convertible, at the option of the warrant-holder by paying the remaining 75% consideration within the time limit prescribed under the provisions of the SEBI (ICDR) Regulations, 2018, into 10 (Ten) Equity Shares of Re. 1/- (Rupee One Only).

RESOLVED FURTHER THAT upon Sub-Division of face value of Equity Shares, as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the nominal value of Rs. 10/- (Rupees Ten only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the "Record Date" and Company may without requiring the surrender of existing share certificate(s) directly issue and dispatch the new share certificate(s) of the Company, in lieu thereof, subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in the case of members who hold the Equity Shares/opt to receive the sub-divided Equity Shares in dematerialized form, the subdivided Equity Shares of nominal value of Re. 1/- (Rupee One only) each shall be credited to the respective beneficiary account of the members with their respective depository participants and the Company shall undertake such Corporate Action(s) as may be necessary in relation to the existing Equity Shares of the Company".

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary in relation to the above including the matters incidental thereto and to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution including but not limited to fixing of the record date as per the requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto and such other applicable provisions/ enactments and amendments from time to time, execution of all necessary documents with the Stock Exchange and the Depositories and/or any other relevant statutory authority, if any, cancellation or rectification of the existing physical share certificates in lieu of the old certificates and to settle any question or difficulty that may arise with regard to the split/sub-division of the Equity Shares as aforesaid or for any matters connected therewith or incidental thereto and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Managing Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company"



Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

Item 2: (Ordinary resolution)

TO APPROVE ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY CONSEQUENT TO THE SUB-DIVISION OF THE FACE VALUE OF EQUITY SHARES OF THE COMPANY

Based on the report of the Scrutinizer, Mr. Sanjay Chhabra, (DIN: 00120792) Managing Director of the Company declared the results of the Postal Ballot through remote e-voting on Saturday, 19th October, 2024 at 270, 271, 272 & 276 Johri Bazar, Jaipur - 302003, Rajasthan and all the resolution(s) as set out in the Notice of Postal Ballot dated 19.09.2024 were deemed to have been passed as on Saturday, 19th October, 2024, the last date of receipt of remote e-voting, brief details of which are provided hereunder:-

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid (No. of shares)
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	
Postal Ballot through remote e-voting process	6,51,44,211	99.9996	279	0.0004	-
TOTAL	6,51,44,211	99.9996	279	0.0004	-

Accordingly, the Resolution as reproduced here under was passed as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including statutory modification (s) or enactment (s) thereof, for the time being in force), subject to such approvals as may be necessary, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing clause V of the Memorandum of Association of the Company with the following new Clause V:

“V. The Authorized Share Capital of the Company is Rs. 125,00,00,000/- (Rupees One Hundred and Twenty Five Crores Only) comprising of Rs. 115,00,00,000/- (Rupees One Hundred and Fifteen Crores only) Equity share capital divided into 115,00,00,000 (One Hundred and Fifteen Crores only) Equity Shares of Re. 1/- each and Rs. 10,00,00,000 (Rupees Ten crores only) Preference Share Capital divided into 1,00,00,000 (One Crore Only) Preference Shares of Rs.10/- each

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to give such directions, as may in their absolute direction deem necessary, proper or desirable, to apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign, execute necessary applications, papers,



Motisons Jewellers

Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

documents, undertakings and other declarations for submission with stock exchanges, Registrar of Companies, Registrar & Share Transfer Agents, depositories and/or any other regulatory or statutory authorities, to appoint legal representatives, advocates, attorneys, including to settle any questions, doubts or difficulties that may arise in this respect without requiring to obtain any further approval of Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and or matters connected therewith or incidental thereto expressly by the authority of this resolution.”

For Motisons Jewellers Limited

Bhavesh Surolia
Company Secretary and Compliance Officer
Membership No.: A64329

Sanjay Chhabra
Managing Director
DIN: 00120792

Date: 19.10.2024
Place: Jaipur