



LYPSA

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05<sup>th</sup> October, 2017

To,  
The General Manager-Listing  
Corporate Relationship Department  
BSE Limited, Ground Floor,  
P.J. Towers, Dalal Street, Mumbai

To,  
National Stock Exchange of India Ltd.  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051

Ref.: Script Code: 534532

Ref.: Symbol: LYPSAGEMS

Dear Sir/Madam,

Sub: Compliance with the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015


With reference to above, please find voting result along with Scrutinizer Report of E-voting and voting at Annual General Meeting pursuant to regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Please take the same on your record and oblige.

Thanking you.

Yours faithfully,

For Lypsa Gems & Jewellery Limited

  
Dipan Babulal Patwa  
Chairman  
Din: 02579405

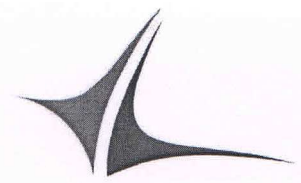


**LYPSA GEMS & JEWELLERY LIMITED.**

**CIN: L28990GJ1995PLC028270**

**Regd. Office : Wing A, 2nd Block, 202-302, Orchid Complex, Opp. HDFC Bank, Chhapi-Pirojpur Road,  
Chhapi, Vadgam, Banaskantha, Gujarat - 385210. India**

**Corp. Office : Mehta Mahal, 2nd Floor, North Side, Opp. Roxy Cinema, 15th Mathew Road, Opera House, Mumbai - 400 004.  
Tel.: +91 22 2367 9792 • E-mail : info@lypsa.in**



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**Details of Voting Results -The Annual General Meeting held on  
29<sup>th</sup> September, 2017**

1.	Date of AGM	29 <sup>th</sup> September, 2017
2.	Total number of shareholders on record date	5392
3.	No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none"> <li>Promoters and Promoter Group</li> <li>Public</li> </ul>	1 38
4.	No. of shareholders attended the meeting through video conferencing <ul style="list-style-type: none"> <li>Promoters and Promoter Group</li> <li>Public</li> </ul>	Not arranged

Agenda-wise

Resolution /Agenda wise details of voting (including vote cast by physical ballots and e-voting process) are as under:

**Resolution No. 1**

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Adoption and approval of the audited balance sheet as 31st March 2017 and profit & loss account of the company for the year ended on 31st March 2017 and the Report of the Directors' and Auditors.

Promoter/Public	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100]	No. of Votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter Group	E-voting	10654000	0	0.00	0	0	0	0
	Poll		5341750	50.14	5341750	0	100	0
	Total		5341750	50.14	5341750	0	100	0
Public Institutions	E-voting		0	0.00	0	0	0	0
	Poll		0	0	0	0	0	0

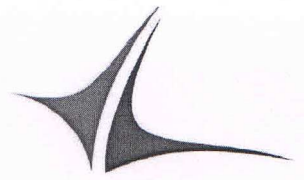
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	Total		0	0	0	0	0	0
Public Non Institutions	E-voting	18830000	1508	0.01	1508	0	100	0
	Poll		3707394	19.69	3707394	0	100	0
	Total		3708902	19.70	3708902	0	100	0
<b>Total</b>		<b>29484000</b>	<b>9050652</b>	<b>30.70</b>	<b>9050652</b>	<b>0</b>	<b>100</b>	<b>0</b>

### Resolution No. 2

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Re-Appointment of Mr. Jeeyan Dipankumar Patwa who retires by rotation and being eligible offers himself for reappointment

Promoter/Public	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100]	No. of Votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter Group	E-voting	10654000	0	0.00	0	0	0	0
	Poll		5341750	50.14	5341750	0	100	0
	Total		5341750	50.14	5341750	0	100	0
Public Institutions	E-voting		0	0.00	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-voting	18830000	1508	0.01	1508	0	100	0
	Poll		3707394	19.69	3707394	0	100	0
	Total		3708902	19.70	3708902	0	100	0
<b>Total</b>		<b>29484000</b>	<b>9050652</b>	<b>30.70</b>	<b>9050652</b>	<b>0</b>	<b>100</b>	<b>0</b>

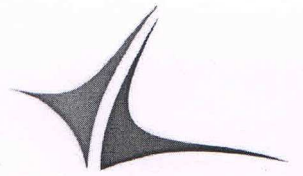


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Resolution No. 3

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Auditors, M/s. Doshi Maru & Associates, Mumbai, to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting of the company and to authorize the Board of Director to fix their remuneration.

Promoter/Public	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100]	No. of Votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter Group	E-voting	10654000	0	0.00	0	0	0	0
	Poll		5341750	50.14	5341750	0	100	0
	Total		5341750	50.14	5341750	0	100	0
Public Institutions	E-voting		0	0.00	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-voting	18830000	1508	0.01	1508	0	100	0
	Poll		3707394	19.69	3707394	0	100	0
	Total		3708902	19.70	3708902	0	100	0
Total		29484000	9050652	30.70	9050652	0	100	0

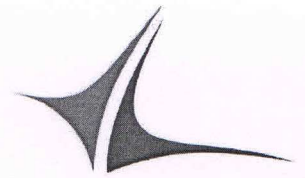


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#### Resolution No. 4

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Deepak Chhaganlal Rathod as an Independent Director of the Company

Promoter/Public	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100]	No. of Votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter Group	E-voting	10654000	0	0.00	0	0	0	0
	Poll		5341750	50.14	5341750	0	100	0
	Total		5341750	50.14	5341750	0	100	0
Public Institutions	E-voting		0	0.00	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-voting	18830000	1508	0.01	1508	0	100	0
	Poll		3707394	19.69	3707394	0	100	0
	Total		3708902	19.70	3708902	0	100	0
Total		29484000	9050652	30.70	9050652	0	100	0

For Lypsa Gems & Jewellery Ltd

Dipan Babulal Patwa  
Chairman  
DIN: 02579405



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**RUPAL PATEL**  
B. Com, LL.B, FCS  
PRACTISING COMPANY SECRETARY

To,  
The Chairman  
LYPSA GEMS & JEWELLERY LIMITED  
Wing A, 2nd Block,  
202-302, Orchid Complex,  
Opp. HDFC Bank, Chhapi-Pirojpur Road,  
Chhapi, Vadgam Banas Kantha GJ 385210

Dear Sir,

Sub: Scrutinizer's Report on E-voting conducted pursuant to provisions of Section 108 of the Companies Act 2013 ("the Act") read with rule 20 of the Companies (management and administration) Rules, 2014 and the physical ballot forms received from the share holders who do not have access to e-voting.

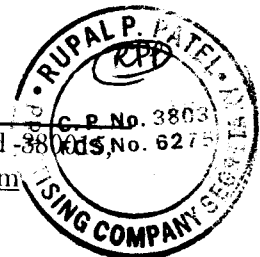
We, M/s. Rupal Patel, Practicing Company Secretary, Ahmedabad in whole time practice, had been appointed as a Scrutinizer by the Board of Directors of the Company pursuant to section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014, for the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company held on Friday, 29<sup>th</sup> September, 2017 at 11.30 a.m. We were also appointed as Scrutinizer to conduct the poll process in respect of the poll taken at the said AGM.

The Notice dated 07<sup>th</sup> August, 2017 along with statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company. The AGM had also provided voting facility to the shareholders presents at the meeting and who had not casted their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date 22<sup>nd</sup> September, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM. The voting period for remote e-voting commenced on 26<sup>th</sup> September, 2017 (11:00 A.M.) and ended on 28<sup>th</sup> September, 2017 (05:00 P.M) and the e-voting platform was blocked thereafter.

303, Prasad Tower, Opp. Jain Derasar, Nehrunagar Char Rasta, Ahmedabad - 380015  
Ph. 079-26420603, M: 09825507376 Email: [roopalcs2001@gmail.com](mailto:roopalcs2001@gmail.com)





**RUPAL PATEL**  
**B. Com, LL.B. FCS**  
**PRACTISING COMPANY SECRETARY**

After the closure of the voting at the AGM, the report on poll taken at the meeting was generated in our presence and the voting was diligently scrutinized. The votes cast under remote e-voting facility were thereafter unblocked in the presence of one witness who was not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

We now submit our consolidated report as under, on the result of the remote e-voting and voting at the meeting through poll in respect of the said resolutions.

**I. Resolution No. 1:-**

Adoption and approval of the audited balance sheet as 31<sup>st</sup> March 2017 and profit & loss account of the company for the year ended on 31<sup>st</sup> March 2017 and the Report of the Directors' and Auditors.

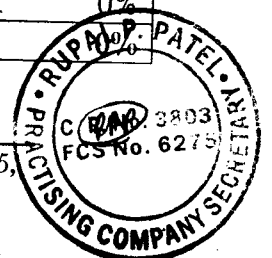
(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1508	0.02%
Physical	39	9049144	99.98%
<b>Total</b>	<b>50</b>	<b>9050652</b>	<b>100%</b>

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0%
Physical	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

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(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**II. Resolution No. 2:-**

Re-Appointment of Mr. Jeeyan Dipankumar Patwa who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution:

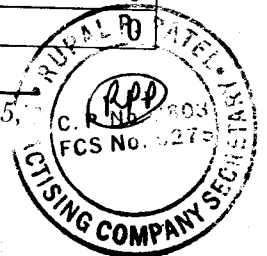
	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1508	0.02%
Physical	39	9049144	99.98%
<b>Total</b>	<b>50</b>	<b>9050652</b>	<b>100%</b>

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0%
Physical	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>







**RUPAL PATEL**  
**B. Com, LL.B. FCS**  
**PRACTISING COMPANY SECRETARY**

**III. Resolution No. 3:-**

Appointment of Auditors, M/s. Doshi Maru & Associates, Mumbai, to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting of the company and to authorize the Board of Director to fix their remuneration.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1508	0.02%
Physical	39	9049144	99.98%
<b>Total</b>	<b>50</b>	<b>9050652</b>	<b>100%</b>

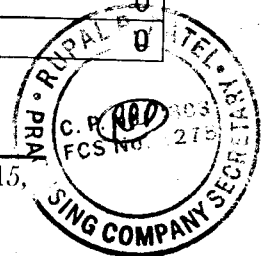
(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0%
Physical	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

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**RUPAL PATEL**  
**B. Com., LL.B., FCS**  
**PRACTISING COMPANY SECRETARY**

**IV. Resolution No. 4:-**

Appointment of Mr. Deepak Chhaganlal Rathod as an Independent Director of the Company.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	11	1508	0.02%
Physical	39	9049144	99.98%
<b>Total</b>	<b>50</b>	<b>9050652</b>	<b>100%</b>

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	0	0	0%
Physical	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

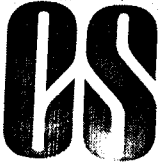
(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

All the resolutions stand passed under e-voting and poll with requisite majority.

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**RUPAL PATEL**  
**B. Com, LL.B. FCS**  
**PRACTISING COMPANY SECRETARY**

The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same would be handed over to the Managing Director for the safe keeping.

Thanking You,

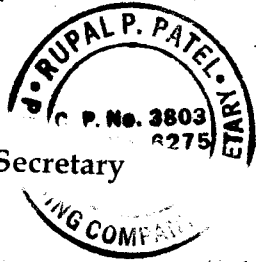
Yours faithfully,

*Rupal Patel*

Rupal Patel

Practising Company Secretary

C. P. No. 3803



Place: Ahmedabad

Date: 29<sup>th</sup> September, 2017