



Narbada
Gems & Jewellery Limited

Date: 03.10.2015

To
General Manager,
Department of Corporate Services
BSE Limited
27th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

Sub: Outcome of the 23rd Annual General Meeting of the Company held on 29.09.2015.

Dear Madam/Sir,

With reference to the above captioned subject, we wish to inform you that the following business were transacted by the members of the Company in the 23rd Annual General Meeting held on Tuesday, the 29th day of September, 2015 at the Rajasthani Graduates Association, Snatak Bhavan, 5-4-790/1, 1st Floor, Abids, Hyderabad at 11.30 A.M.

The outcome of the Annual General Meeting as per the format prescribed under Clause 35A of the Listing Agreement amended vide SEBI circular No. CIR/CFD/DIL/7/2011 dated 05th October 2011 is as follows:-

| | | | |
|--|----------------------------------|-------------------------------|-----------|
| Date of the AGM | 29 th September, 2015 | | |
| Total number of shareholders on record date, ie. September, 22, 2015 | 5834 | | |
| No. of shareholders present in the meeting | Particulars | Promoters and promoters group | Public |
| 31 | Either in person or in proxy | 1 | 30 |
| | Through video conferencing | - | - |
| TOTAL | | 1 | 30 |

*Video conferencing facility was not provided since the same is not mandatory as notified by the Ministry of Corporate Affairs vide General Circular No. 72/2011 dated 27th December 2011.



Corporate Office

3-6-290/18, 1st Floor, Sadana Building, Hyderguda, Hyderabad - 500 029, A. P. India,
Ph : +91 -40-66668211, Fax : 91 -40-23223124. www.narbadajewellery.com, info@narbadajewellery.com

Manufacturer, Exporter, Wholesalers, Retailers.



Narbada
Gems & Jewellery Limited

Details of Agenda:

| S. No | Resolutions passed | Resolution required | Mode of voting |
|---------------------------|--|---------------------|------------------------------|
| Ordinary Business: | | | |
| 1 | Adoption of the Audited Balance Sheet as at 31 st March, 2015 and the Statement of Profit and Loss for the year ended 31 st March, 2015, together with reports of Directors and Auditors thereon. | Ordinary | E-voting and Poll at the AGM |
| 2 | Appointment of Director Mrs. Bhavna Sanghi, who retired by rotation was approved. | Ordinary | E-voting and Poll at the AGM |
| 3 | Ratification of appointment of M/s Venugopal & Chenoy, Chartered Accountants as Statutory Auditors of the Company to hold office up to the conclusion of the 24 th Annual General Meeting of the Company at a remuneration to be decided/ approved by the Board of Directors. | Ordinary | E-voting and Poll at the AGM |
| Special Business | | | |
| 4 | Approval of contracts under Section 188(1)(a) of the Companies Act, 2013, with M/s Sanghi Jewellers Private Limited, an associate concern of the Company. | Ordinary | E-voting and Poll at the AGM |

We wish to inform you that all the aforesaid resolutions were passed unanimously by the members of the Company.

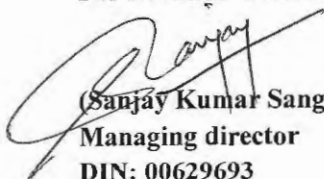
Please note that as per the Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, the Company has offered remote e-voting facility to all the members of the Company to cast their vote electronically on all resolutions to be passed at the Annual general meeting of the Company. For this the Company has engaged the services of the Central Depository Services (India) Limited to provide e-voting facility. Further, Members or proxies who were present at the meeting but did not cast their votes by availing the remote e-voting facility exercised their vote by use of Ballot Paper, at the venue of the AGM.

The E-voting for the Annual general meeting was open from 9:00 A.M on 26th September, 2015 to 5:00 P.M on 28th September, 2015 and the results of e-voting and voting through ballot papers along with Scrutinizer's Consolidated report were announced on 02nd October, 2015.

We request you to kindly take the above information on record in terms of the compliance requirements detailed under Clause 31 (d) and Clause 35 A of the Listing Agreement.

The voting details are as provided in 'Annexure - A'.

Yours Truly,
For Narbada Gems and Jewellery Limited



(Sanjay Kumar Sanghi)
Managing director
DIN: 00629693

**Corporate Office**

3-6-290/18, 1st Floor, Sadana Building, Hyderguda, Hyderabad - 500 029, A. P. India,
Ph : +91 -40-66668211, Fax : 91 -40-23223124. www.narbadajewellery.com, info@narbadajewellery.com

Annexure – A

In case of Poll/Postal ballot/E-voting:

(E-voting and Poll)

Resolution 1: Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended 31st March, 2015, together with reports of Directors and Auditors thereon. (Ordinary Resolution- E-voting and Poll)

| Promoter / Public | 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 | 25,98,555 | 25,98,555 | 100 | 25,98,555 | - | 100 | - |
| Public – Institutional holders | 237 | - | - | Nil | - | - | - |
| Public- Others | 27,93,408 | 21,198 | 0.76 | 20,898 | 300 | 98.58 | 1.42 |
| Total | 53,92,200 | 26,19,753 | 48.58 | 26,19,453 | 300 | 99.99 | 0.01 |

Resolution 2: Appointment of Director Mrs. Bhavna Sanghi, who retired by rotation and being eligible offered herself for re-appointment. (Ordinary Resolution- E-voting and Poll)

| Promoter / Public | 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 | 25,98,555 | 25,98,555 | 100 | 25,98,555 | - | 100 | - |
| Public – Institutional holders | 237 | - | - | Nil | - | - | - |
| Public- Others | 27,93,408 | 21,198 | 0.76 | 20,898 | 300 | 98.58 | 1.42 |
| Total | 53,92,200 | 26,19,753 | 48.58 | 26,19,453 | 300 | 99.99 | 0.01 |



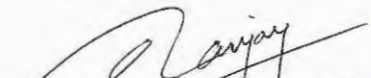
Resolution 3: Ratification of appointment of M/s Venugopal & Chenoy, Chartered Accountants as Statutory Auditors of the Company to hold office up to the conclusion of the 24th Annual General Meeting of the Company at a remuneration to be decided/ approved by the Board of Directors. (Ordinary Resolution- E-voting and Poll)

| Promoter / Public | 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 | 25,98,555 | 25,98,555 | 100 | 25,98,555 | - | 100 | - |
| Public – Institutional holders | 237 | - | - | Nil | - | - | - |
| Public-Others | 27,93,408 | 21,198 | 0.76 | 20,898 | 300 | 98.58 | 1.42 |
| Total | 53,92,200 | 26,19,753 | 48.58 | 26,19,453 | 300 | 99.99 | 0.01 |

Resolution 4: Approval of contracts under Section 188(1)(a) of the Companies Act, 2013, with M/s Sanghi Jewellers Private Limited, an associate concern of the Company. (Ordinary Resolution- E-voting and Poll)

| Promoter / Public | 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 | 25,98,555 | - | - | - | - | - | - |
| Public – Institutional holders | 237 | - | - | Nil | - | - | - |
| Public-Others | 27,93,408 | 21,198 | 0.76 | 19,248 | 1,950 | 90.80 | 09.20 |
| Total | 53,92,200 | 21,198 | 0.39 | 19,248 | 1,950 | 90.80 | 09.20 |

For Narbada Gems and Jewellery Limited


(Sanjay Kumar Sanghi)
Managing Director
DIN: 00629693

