

September 23, 2016

To,  
Asst. General Manager,  
Dept. of Corporate Services,  
14<sup>th</sup> Floor, Bombay Stock Exchange Limited,  
P.J. Towers, Dalal Street, Fort,  
Mumbai: 400 001.



**Scrip code: 526365**

**Sub.: Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Respected Sir,

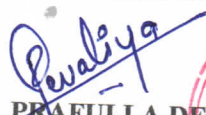
Pursuant to the provisions of section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility for remote e-voting to the shareholders of the Company as on September 15, 2016 (being the cut-off date for the purpose of remote e-voting) to cast their votes on the items of business as stated in the 24<sup>th</sup> Annual General Meeting Notice. The remote e-voting had commenced on September 19, 2016 at 9.00 a.m. and ended on September 21, 2016 at 5.00 p.m.

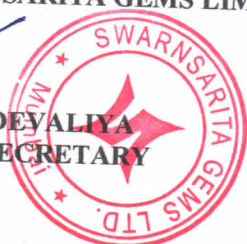
Mr. Deep Shukla, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the remote e-voting process. The Scrutinizer's Report dated September 23, 2016 is attached herewith as **Annexure-I**.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, enclosing herewith the details of the Voting Results for the business transacted at the 24<sup>th</sup> Annual General Meeting of the Company held on Thursday, September 22, 2016 in **Annexure- II**.

Please take the same in your records.

Thanking You  
Yours Sincerely,  
FOR SWARNSARITA GEMS LIMITED

  
**PRAFULLA DEYALIYA**  
COMPANY SECRETARY



**SWARNSARITA GEMS LIMITED**

CIN No.: L36911MH1992PLC068283 | Email: info@swarnsarita.com | Web: www.swarnsarita.com

Ground Floor, 17/19, Dhanji S'reet, Mumbai-400 003. Tel.: +91 22 4359 0000 | Fax: +91 22 4359 0010

Production Facility: 419, Hill View Industrial Estate, Behind R City, LBS Marg, Ghatkopar (West), Mumbai-400 086. Tel.: +91 22 2500 4500

204, Shails Mall, 4th Lane, C. G. Road, Ahmedabad-380 007. Tel.: +91 79 2640 5556

Office # 4 A, 3rd Floor, Mansarovar, Opp. Vardaan Market, 3B, Camac Street, Kolkatta (W.B.) - 700 016. Tel.: +91 33 4006 3366, 6500 3366

**DETAILS OF VOTING RESULTS**

Date of 24 <sup>th</sup> Annual General Meeting	Thursday, September 22, 2016
Total Number of Shareholders as on Cut-off date	8549
Number of Shareholders present in the meeting either in person or through proxy:	
- Promoter and Promoter Group	1
- Public	32
Number of Shareholders attended the meeting through Video Conferencing:	
- Promoter and Promoter Group	-
- Public	-

**AGENDA WISE DETAILS**

ItemNo.1 :

Adoption of the Standalone and Consolidated Audited Financial Statements as at 31<sup>st</sup> March 2016 together with the Reports of the Directors and Auditors thereon;

Resolution required				Ordinary				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5) = $[(4)/(2)] \times 100$	(6)	(7) = $[(6)/(2)] \times 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80,78,761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80,78,761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid ordinary resolution passed with the requisite majority.





**Item No.2:**

**Appointment of Mrs. Asha M. Chordia (DIN No.: 00175804) as Director of the Company, who retires by rotation;**

Resolution required				Ordinary				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5) = $[(4)/(2)] \times 100$	(6)	(7) = $[(6)/(2)] \times 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761,	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761,	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid ordinary resolution passed with the requisite majority.

**Item No.3:**

**Ratification of appointment of M/s. Suresh Anchaliya & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company to hold office till the conclusion of the fifth consecutive AGM to be held in the year 2019;**

Resolution required				Ordinary				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5) = $[(4)/(2)] \times 100$	(6)	(7) = $[(6)/(2)] \times 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid ordinary resolution passed with the requisite majority.



**Item No.4:**

**Appointment of Mr.Dhruvin Shah (DIN No.: 07528387) as an Independent Director;**

Resolution required				Special				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] * 100$	(4)	(5) = $[(4)/(2)] * 100$	(6)	(7) = $[(6)/(2)] * 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid ordinary resolution passed with the requisite majority.

**Item No.5:**

**Re-appointment of Mr. Mahendra M. Chordia (DIN No.: 00175686) as a Managing Director of the Company for the term of five years;**

Resolution required				Special				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] * 100$	(4)	(5) = $[(4)/(2)] * 100$	(6)	(7) = $[(6)/(2)] * 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid ordinary resolution passed with the requisite majority.





**Item No.6:**

**Fixing the charges for delivery of the documents to the shareholders as per the request of the shareholders;**

Resolution required				Special				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] * 100$	(4)	(5) = $[(4)/(2)] * 100$	(6)	(7) = $[(6)/(2)] * 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid ordinary resolution passed with the requisite majority.

**Item No.7:**

**Creation of Mortgage/Charge upto a sum not exceeding Rs. 500.00 Crores;**

Resolution required				Special				
Whether Promoter/Promoter Group are interested in the Agenda/Resolution				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = $[(2)/(1)] * 100$	(4)	(5) = $[(4)/(2)] * 100$	(6)	(7) = $[(6)/(2)] * 100$
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid special resolution passed with the requisite majority.



Item No.8:

Borrowing limits of the Company upto Rs. 500.00 Crores.

Resolution required Whether Promoter/Promoter Group are interested in the Agenda/Resolution				Special No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	(3) = [(2)/(1)]*10 0	(4)	(5)= [(4)/(2)]* 100	(6)	(7) = [(6)/(2)]*100
Promoter and Promoter group	E-voting	80,78,761	80,78,761	100	80.78.761	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	80,78,761	80,78,761	100	80.78.761	100	0	0
Public – Institutional holder	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Others	E-voting	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
	Poll	0	0	0	0	0	0	0
	Total	1,27,98,039	14,75,083	11.52	14,75,083	100	0	0
Total		2,08,76,800	95,53,844	45.76	95,53,844	100	0	0

The aforesaid special resolution passed with the requisite majority.







## SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015]*

To,  
The Chairman,  
24<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**Swarnsarita Gems Ltd**  
held on Thursday, September 22, 2016, at 10.00 A.M. (IST)  
at Agrasen Bhavan, 90 feet Road, Garodiya Nagar,  
Ghatkopar (East), Mumbai-400077.  
Maharashtra, India.

Respected Sir,

**Sub.: Scrutinizer's Report on Remote e-Voting conducted for 24<sup>th</sup> Annual General Meeting held on Thursday, September 22, 2016, at 10.00 AM (IST) in pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.**

I, Deep Shukla, being the Proprietor of M/s. Deep Shukla & Associates, Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of Swarnsarita Gems Limited, pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct electronic voting process in respect of the below mentioned resolutions, bearing items Nos. 01 to 08, to be passed at 24<sup>th</sup> Annual General Meeting of the Company which was held on Thursday, September 22, 2016.

The Company has availed the e-Voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-Voting by the Shareholders of the Company.

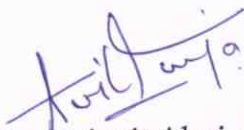



The voting rights of members are in proportion to their shares of the paid up equity share capital of the Company as on Thursday, September 15, 2016, being the cutoff date.

No members of the Company demanded poll at the 24<sup>th</sup> Annual General Meeting of the Company.

The period for e-Voting commenced on from 9.00 AM (IST) on Monday, September 19, 2016 and ended on 5.00 PM (IST) on Wednesday, September 21, 2016.

Thereafter, votes were casted under e-Voting facility and same were unblocked on September 23, 2016, in the presence of two witnesses, who were not in the employment of the Company and who have signed below as witness:

  
Name: Amit Ahuja

  
Name: Sayama Sheikh

I have scrutinized and reviewed the voting through electronic means based on data downloaded from the Central Depository Services (India) Limited (CDSL) [website: [www.evotingindia.com](http://www.evotingindia.com)] e-Voting system.

Based on above, I do and hereby submit my Report as under:





## ORDINARY BUSINESS

Item No. 01

Type of Resolution: Ordinary

To receive, consider and adopt the standalone and consolidated Audited Financial Statements as at 31st March, 2016 together with Reports of the Directors and Auditors thereon.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Item No. 02

Type of Resolution: Ordinary

To appoint a Director in place of Mrs. Asha M. Chordia, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





Item No. 03

Type of Resolution: Ordinary

To ratify the appointment of auditors of the Company and to fix their remuneration.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Item No. 04

Type of Resolution: Ordinary

Appointment of Mr. Dhruvin Bharat Shah (DIN: 07528387) as an Independent Director.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





Item No. 05

Type of Resolution: Ordinary

Reappointment of Mr. Mahendra Madanlal Chordia (DIN: 00175686) as the Managing Director.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



Item No. 06

Type of Resolution: Ordinary

Fixing the charges for delivery of the documents to the shareholders.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





Item No. 07

Type of Resolution: Special

Creation of Mortgage/Charge upto a sum not exceeding Rs. 500.00 Crores.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



**Item No. 08**

**Type of Resolution: Special**

Borrowing limits of the Company upto Rs. 500.00 Crores.

**i. Votes in favour of the resolution**

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	11	9553844	100.00
<b>Total Voting</b>	<b>11</b>	<b>9553844</b>	<b>100.00</b>

**ii. Votes against the resolution**

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-	-	0.00
<b>Total Voting</b>	<b>-</b>	<b>-</b>	<b>0.00</b>

**iii. Invalid Votes**

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
<b>Total</b>	<b>-</b>	<b>-</b>





The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman of the Meeting considers, approves and signs the Minutes of the said 24<sup>th</sup> Annual General Meeting and the same will be handed over to the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,

**For: M/s. Deep Shukla & Associates**  
**Company Secretaries**



**Deep Shukla**  
**Practicing Company Secretaries**  
**FCS : 5652; CP : 5364**

**Date: 23/09/2016**

**Place: Mumbai**