



SDB

SURAT DIAMOND BOURSE

Promoted by **SDB DIAMOND BOURSE** A Section 8

Company Registered Under The Companies Act, 2013

CIN No.: U74140GJ2014NPL081370 | GST No.: 24AAVCS2416E1ZD

Date:22.09.2022

Dear Member,

You are cordially invited to attend 8th Annual General Meeting of the members of SDB Diamond Bourse ('SDB' or the 'Company') for the financial year ended on 31st March, 2022 to be held on Monday, 30th September, 2022 at 04:00 PM (IST) through Video Conferencing ('VC')/other Audio Visual Means ('OAVM') facility.

The notice of the meeting, containing the business to be transacted, is enclosed.

Thanking You,

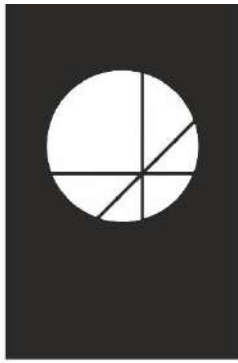
On behalf of Board Of Directors

Place: Surat

**Sd/-
Mr. Vallabhchai Patel
Director
(DIN: 00091715)**

Enclosures:

1. Notice of the 8th AGM
2. Route Map
3. Proxy Form
4. Attendance Slip



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NOTICE FOR THE 08TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EIGHTH (08TH) ANNUAL GENERAL MEETING ('AGM') OF THE MEMBERS OF SDB DIAMOND BOURSE (CIN: U74140GJ2014NPL081370) will be held on **Friday, September 30, 2022 at 04:00 p.m.** at Registered Office of the Company at '1st Floor, Tapti Exports, Patel Falia, Gotalawadi, Katargam, Surat 395004, Gujarat to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1 - To receive, consider and adopt -

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon;

Item No. 2 - To Reappoint Mr. Jitendra Babulal Shah as a Director, who retires by rotation and being eligible, offers himself for reappointment.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Jitendra Babulal Shah (DIN: 07008037) who retires by rotation and being eligible offers himself for re-appointment, be and is hereby reappointed as a director of the company."

SPECIAL BUSINESS

Item No. 3 - Ratification of Cost Auditors' remuneration.

To consider and if thought fit, to pass with or without Modification, the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration plus applicable taxes and reimbursement of out of pocket expenses at actuals, if any, incurred in connection with the audit, as recommended by the Audit Committee and approved by the Board of Directors, payable to M/s. Nanty Shah & Associates Cost Accountants (Firm Registration No. 101268) to act as Cost Auditors to conduct the audit of the relevant cost records of the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, for the financial year ending March 31, 2023 be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT any of the directors of the Company be and are hereby severally authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 4 - To approve resignation of Shri Manubhai Bholabhai Davariya and Shri Rajendrabhai Dalpatlal Shah as Independent Director of the Company.

To consider and if thought fit, to pass with or without Modification, the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT**, the resignation of Shri Manubhai Bholabhai Davariya, (DIN: 05330035) and Shri Rajendrakumar Dalpatlal Shah (DIN: 07269107) from the directorship of the Company be and is hereby accepted with effect from 30th September, 2022.

RESOLVED FURTHER THAT, the Board places on record their appreciation for the assistance and guidance provided by Shri Manubhai Bholabhai Davariya and Shri Rajendrakumar Dalpatlal Shah during their tenure as Independent Directors of the Company.

RESOLVED FURTHER THAT, any of the Director of the Company be and is hereby authorized to do all such acts, deeds and things which are necessary to the resignation of aforesaid person from the directorship of the Company and file E-form DIR-12 as return of Resignation of Director with the Registrar of Companies, Ahmedabad.”

5. Any other Business with permission of the Chair.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR, SDB DIAMOND BOURSE**

Sd/-

**Place: Surat
Date: 22/09/2022**

**VALLABHBHAI SHAMJIBHAI PATEL
(Director)
DIN: 00091715**

Registered Office:

1st Floor, Tapti Exports, Patel Falia, Gotalawadi,
Katargam, Surat- 395004
CIN: U74140GJ2014NPL081370
E-mail: info@sdbbourse.com

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 08TH ANNUAL GENERAL MEETING ("AGM" or "meeting") OF THE COMPANY IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. However, a member holding more than 10% (ten percent.) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member.
2. A proxy form is sent herewith. In case a member wants to appoint a proxy, duly completed and stamped proxy form, must reach the Registered Office of the Company not later than 48 hours before the time for holding the aforesaid meeting.
3. The Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto and forms part of this Notice.
4. The Companies Act, 2013, provides nomination facility to the members. As a member of the Company, you have an option to nominate any person as your nominee to whom your shares shall vest in the unfortunate event of your death. It is advisable to avail of this facility especially by the members who currently hold shares in their single name. Nomination can avoid the process of acquiring any right in shares through transmission by law. In case of nomination for the shares held by the joint holders, such nomination will be effective only on death of all the holders. In case the shares are held in dematerialised form, the nomination form needs to be forwarded to your Depository Participant.
5. All documents referred to in the accompanying Notice and the Explanatory Statement along with the Statutory Registers maintained by the Company as per the Companies Act, 2013 shall be open for inspection at the Registered Office of the Company during normal business hours (9:30 am to 6:30 pm) on all working days, (except Saturday and Sunday) up to and including the date of the Annual General Meeting of the Company and also will be available for inspection by the members at the AGM.
6. Members/ proxies/ authorised representatives are requested to bring the Attendance Slip sent herewith, duly filled in, for attending the Meeting.
7. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send a Certified Copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the Meeting.
8. 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.
9. The shareholder needs to furnish the printed Attendance slip along with a valid identity proof such as the PAN card, passport, Aadhaar card or driving license to enter the AGM hall.
10. The route map of the venue of the Annual General Meeting is appended to this Report. The prominent land mark near the venue is Abdul Saeed Katargam Gotalawadi Surat-395004

Date: 22.09.2022

Place: Surat

On behalf of Board of Directors

**Sd/-
Mr. Vallabhbhai Patel
Director
(DIN: 00091715)**