

Date: 23<sup>rd</sup> September, 2025

**BSE Limited**  
Department of Corporate Services,  
P. J. Towers,  
Dalal Street,  
Mumbai – 400 001

Scrip Code: 523826

**Sub: Voting Results pursuant to Regulation 44(3) of the SEBI  
(LODR) Regulations, 2015**

**Dear Sir / Madam,**

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we submit the voting results at the 51<sup>st</sup> Annual General Meeting of the Company held on Tuesday, 23<sup>rd</sup> September, 2025 at 11.00 a.m. through video conferencing ('VC') / Other Audio Visual Means ('OAVM'). The mode of voting was remote e-voting and e-voting at the 51<sup>st</sup> AGM. We hereby furnish details of the Voting Results as under:

- |                                                                                               |                                  |
|-----------------------------------------------------------------------------------------------|----------------------------------|
| 1. <b>Date of AGM</b>                                                                         | 23 <sup>rd</sup> September, 2025 |
| 2. <b>Total number of shareholders on record date (as on 16<sup>th</sup> September, 2025)</b> | 7,962                            |
| 3. <b>No. of shareholders present in the meeting either in person or through proxy</b>        |                                  |
| Promoters and Promoter Group                                                                  | N.A.                             |
| Public                                                                                        | N.A.                             |
| 4. <b>No. of Shareholders attended the meeting through Video Conferencing</b>                 |                                  |
| Promoters and Promoter Group                                                                  | 2                                |
| Public                                                                                        | 28                               |

The Agenda-wise Resolutions passed by remote e-voting and e-voting at the 51<sup>st</sup> AGM are given in **Annexure 'A'**.

You are requested to take the above information on record.

Thanking You,

Yours faithfully,

**FOR SOVEREIGN DIAMONDS LIMITED**

**AJAY GEHANI**  
**MANAGING DIRECTOR**



**ANNEXURE 'A'**

**Resolution 1:** Approving and adopting the Audited Annual Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors and the Auditors thereon.

<b>Resolution required: (Ordinary/ Special)</b>	Ordinary Resolution
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

Category	Mode of Voting	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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	<b>Poll*</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>		37,62,744	100.00	37,62,744	0	100.00	0.00
<b>Public- Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll*</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0.00	0	0	0.00	0.00
<b>Public- Non Institutions</b>	<b>E-Voting</b>	20,25,258	2,316	0.11	2,316	0	100.00	0.00
	<b>Poll*</b>		1	0.00	1	0	100.00	0.00
	<b>Total</b>		2,317	0.11	2,317	0	100.00	0.00
<b>Total</b>		<b>57,88,002</b>	<b>37,65,061</b>	<b>65.05</b>	<b>37,65,061</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

*\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*





<b>Resolution 2: Appointment of Mrs. Arundhati Mali (DIN No.: 08353618), who retires by rotation and being eligible, offers herself for re-appointment:</b>								
<b>Resolution required: (Ordinary/ Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
Category	Mode of Voting	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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	<b>Poll*</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>		37,62,744	100.00	37,62,744	0	100.00	0.00
<b>Public- Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll*</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>		0	0.00	0	0	0.00	0.00
<b>Public- Non Institutions</b>	<b>E-Voting</b>	20,25,258	2,316	0.11	2,314	2	99.91	0.09
	<b>Poll*</b>		1	0.00	1	0	100.00	0.00
	<b>Total</b>		2,317	0.11	2,315	2	99.91	0.00
<b>Total</b>		<b>57,88,002</b>	<b>37,65,061</b>	<b>65.05</b>	<b>37,65,059</b>	<b>2</b>	<b>100.00</b>	<b>0.00</b>

*\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*



Resolution 3: Appointment of Mr. Sumer Gehani (DIN: 10842049) as a Non-Executive Director.								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	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	E-Voting	37,62,744	37,62,744	100.00	37,62,744	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		37,62,744	100.00	37,62,744	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	20,25,258	2,316	0.11	2,316	0	100.00	0.00
	Poll*		1	0.00	1	0	100.00	0.00
	Total		2,317	0.11	2,317	0	100.00	0.00
Total		57,88,002	37,65,061	65.05	37,65,061	0	100.00	0.00

*\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.*

Notes:

1. The votes cast does not include invalid votes.
2. All the aforesaid resolutions were passed with requisite majority.

FOR SOVEREIGN DIAMONDS LIMITED

AJAY GEHANI  
MANAGING DIRECTOR





# **P. C. Shah & Co.**

Company Secretaries

**Punit Pradip Shah**

B. Com, ACS

## **FORM NO. MGT-13 REPORT OF SCRUTINIZER**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies  
(Management and Administration) Rules, 2014]*

To,

Mr. Ajay Gehani, Chairman,

51<sup>st</sup> Annual General Meeting of the Equity Shareholders of Sovereign Diamonds Limited,

Held on Tuesday, 23<sup>rd</sup> September, 2025 at 11.00 a.m. through

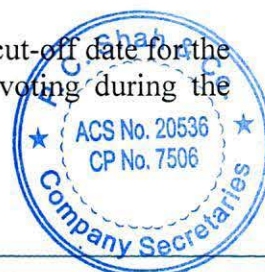
Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

I, Mr. Punit Shah of M/s. P. C. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the 51<sup>st</sup> Annual General Meeting of the Equity Shareholders of Sovereign Diamonds Limited held on Tuesday, 23<sup>rd</sup> September, 2025 at 11.00 a.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') for the purpose of scrutinizing the E-voting process ('remote e-voting') and Electronic Voting (e-voting) at the 51<sup>st</sup> Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting ('remote e-voting') and Electronic Voting (e-voting) carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The 51<sup>st</sup> AGM is held in compliance with the MCA Circular dated 19<sup>th</sup> September, 2024 read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 3<sup>rd</sup> October, 2024 read with circular dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021 (collectively referred to as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. The Notice of the AGM alongwith the Annual Report 2024 – 25 has been sent to all the Members on 26<sup>th</sup> August, 2025 only through electronic mode to those Members whose email addresses are registered with the Company, RTA or CDSL / NSDL ('Depositories') as on 22<sup>nd</sup> August, 2025 to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the 51<sup>st</sup> Annual General Meeting of "Sovereign Diamonds Limited" [Item No. 1 (One) to 3 (Three) of the Notice of the 51<sup>st</sup> Annual General Meeting of Sovereign Diamonds Limited].
3. The Company had provided the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) and had engaged the services of CDSL for this purpose.
4. Voting rights were reckoned as on Tuesday, 16<sup>th</sup> September, 2025, being the cut-off date for the purpose deciding the entitlements of members for remote e-voting and e-voting during the AGM.



# **P. C. Shah & Co.**

*Company Secretaries*

**Punit Pradip Shah**

B. Com, ACS

5. The remote e-voting period remained open from Saturday, 20<sup>th</sup> September, 2025 at 09.00 a.m. to Monday, 22<sup>nd</sup> September, 2025 at 05.00 p.m.
6. At the 51<sup>st</sup> Annual General Meeting of the Company held on Tuesday, 23<sup>rd</sup> September, 2025, the facility to vote through electronic system had been provided to facilitate voting for those Members who were present at the Meeting through VC / OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the Annual General Meeting, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of the Annual General Meeting were unblocked on Tuesday, 23<sup>rd</sup> September, 2025.
8. Since the meeting was held through VC / OAVM, no poll papers were cast.
9. The consolidated results of the remote e-voting and e-voting during AGM through VC / OAVM are as under:

## **ORDINARY BUSINESS:**

### **a. RESOLUTION NO. 1**

<b>Ordinary Resolution No. 1 – Approving and adopting the Audited Annual Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors and the Auditors' thereon:</b>									
	<b>Assent</b>	<b>%</b>	<b>Dissent</b>	<b>%</b>	<b>Total</b>	<b>%</b>	<b>Invalid</b>	<b>%</b>	<b>Total Votes Cast</b>
Total No. of Shares on voting	37,65,061	100.00	0	0.00	37,65,061	100.00	0	0.00	37,65,061
Total No. of Members	43	0.00	0	0.00	43	0.00	0	0.00	43





# **P. C. Shah & Co.**

Company Secretaries

**Punit Pradip Shah**

B. Com, ACS

## **b. RESOLUTION NO. 2**

<b>Ordinary Resolution No. 2 – To appoint a Director in place of Mrs. Arundhati Mali (DIN No.: 08353618), who retires by rotation and being eligible, offers herself for re-appointment:</b>									
	<b>Assent</b>	<b>%</b>	<b>Dissent</b>	<b>%</b>	<b>Total</b>	<b>%</b>	<b>Invalid</b>	<b>%</b>	<b>Total Votes Cast</b>
Total No. of Shares on voting	37,65,059	100.00	2	0.00	37,65,061	100.00	0	0.00	37,65,061
Total No. of Members	42	0.00	1	0.00	43	0.00	0	0.00	43

## **c. RESOLUTION NO. 3**

<b>Ordinary Resolution No. 3 – Appointment of Mr. Sumer Gehani as a Non-Executive Director:</b>									
	<b>Assent</b>	<b>%</b>	<b>Dissent</b>	<b>%</b>	<b>Total</b>	<b>%</b>	<b>Invalid</b>	<b>%</b>	<b>Total Votes Cast</b>
Total No. of Shares on voting	37,65,061	100.00	0	0.00	37,65,061	100.00	0	0.00	37,65,061
Total No. of Members	43	0.00	0	0.00	43	0.00	0	0.00	43

10. Since the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority, all the resolutions as set out in item no. 1 to 3 of the Notice of the 51<sup>st</sup> Annual General Meeting have been passed with requisite majority.

11. The consolidated result of the votes cast (by remote e-voting and e-voting during AGM) is provided as Annexure - 1 to this report.

Thanking You,  
Yours Faithfully,

For P. C. Shah & Co.  
Practicing Company Secretaries

*Punit P. Shah*  
Punit Pradip Shah  
Proprietor



Place: Mumbai  
Date: 23<sup>rd</sup> September, 2025  
UDIN: A020536G001318184

# **P. C. Shah & Co.**

*Company Secretaries*  
**Punit Pradip Shah**  
B. Com, ACS

## **Annexure – 1**

**Consolidated Result of Voting (by Remote E-voting and E-voting) for Resolution Nos. 1 to 3 of the Notice of the 51<sup>st</sup> Annual General Meeting of “Sovereign Diamonds Limited” held on Tuesday, 23<sup>rd</sup> September, 2025 at 11.00 a.m. by VC / OAVM**

<b>Resolution # 1 – Ordinary Resolution</b>	<b>Remote E-voting</b>			<b>E-Voting</b>			<b>Total</b>		
	<b>No.</b>	<b>Shares</b>	<b>%</b>	<b>No.</b>	<b>Shares</b>	<b>%</b>	<b>No.</b>	<b>Shares</b>	<b>%</b>
Total Valid Votes Cast	42	37,65,060	100.00	1	1	0.00	43	37,65,061	100.00
Voted In Favour Of Resolution	42	37,65,060	100.00	1	1	0.00	43	37,65,061	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

<b>Resolution # 2 – Ordinary Resolution</b>	<b>Remote E-voting</b>			<b>E-Voting</b>			<b>Total</b>		
	<b>No.</b>	<b>Shares</b>	<b>%</b>	<b>No.</b>	<b>Shares</b>	<b>%</b>	<b>No.</b>	<b>Shares</b>	<b>%</b>
Total Valid Votes Cast	42	37,65,060	100.00	1	1	0.00	43	37,65,061	100.00
Voted In Favour Of Resolution	41	37,65,058	100.00	1	1	0.00	42	37,65,059	100.00
Voted against the resolution	1	2	0.00	0	0	0.00	1	2	0.00

<b>Resolution # 3 – Ordinary Resolution</b>	<b>Remote E-voting</b>			<b>E-Voting</b>			<b>Total</b>		
	<b>No.</b>	<b>Shares</b>	<b>%</b>	<b>No.</b>	<b>Shares</b>	<b>%</b>	<b>No.</b>	<b>Shares</b>	<b>%</b>
Total Valid Votes Cast	42	37,65,060	100.00	1	1	0.00	43	37,65,061	100.00
Voted In Favour Of Resolution	42	37,65,060	100.00	1	1	0.00	43	37,65,061	100.00
Voted against the resolution	0	0	0.00	0	0	0.00	0	0	0.00

