Mini Diamonds (India) Ltd.
DW-9020 Bharat Diamond Bourse, Bandra Kurla Complex, Bandra- East, Mumbai – 400051.
Email: accounts@minidiamonds.net Phone: 022 4964 1850, CIN: L36912MH1987PLC042515

Date: September 08, 2026

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001
Scrip Code: 523373

Dear Sir/Madam,

Subject: Notice of 39th Annual General Meeting ("AGM") of the Company to be held on Wednesday, September 30, 2026.

With reference to the above captioned subject, we wish to inform you that the 39th Annual General Meeting ("AGM") of the Company will be held on Wednesday, September 30, 2026, at 10:00 a.m. (IST) at the registered office of the Company Situated at DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East, Mumbai-400051, Maharashtra, India, to transact the Ordinary Business & Special Business as set out in the Notice convening the AGM of the Company. The copy of Notice of 39th AGM is attached with this letter.

Kindly take the above information on your records.

Thanking you,

Yours Faithfully,
For **Mini Diamonds (India) Limited**

Upendra N Shah
Digitally signed by Upendra N Shah
Date: 2026.09.08 22:10:17 +05'30'

Upendra Narottamdas Shah
Managing Director
DIN: 00748451

Encl: A/a

NOTICE

Notice is hereby given that the 39th Annual General Meeting ("AGM") of the members of Mini Diamonds (India) Limited ("the Company") will be held on Wednesday, September 30, 2026 at 10:00 A.M. (IST) at the registered office of the Company situated at DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East, Mumbai-400051, Maharashtra, India, to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, including the Audited Balance Sheet as on that date, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, including the Audited Balance Sheet as on that date, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

3. To re-appoint Mr. Upendra Narottamdas Shah (DIN: 00748451), as a director liable to retire by rotation and, being eligible, offers himself for re-appointment.

Special Business:

4. To authorize the company to take charge for service of documents to members under Section 20 of the Companies Act, 2013

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Section 20 of the Companies Act, 2013 and relevant rules framed thereunder and other applicable provisions, if any, whereby, a document may be served on any member by the Company by sending it to him/her by post, by registered post, by speed post, by electronic mode, or any other modes as may be prescribed, consent of the members be and is hereby accorded to charge from the member such fees in advance equivalent to estimated actual expenses of delivery of the documents delivered through registered post or speed post or by courier service or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above provided such request along with requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the shareholder.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or desirable to give effect to the resolution."

5. To re-appoint Mr. Upendra Narottamdas Shah (DIN: 00748451), designated as Chairman & Managing Director and approval for continuation of directorship upon completion of tenure and payment of remuneration.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to and in accordance with the provisions of Section 2(51), 152, 196, 197, 198, 203, Schedule V of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all the other applicable provisions made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17 and other applicable provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company and upon recommendation of Nomination and Remuneration Committee approval of the Audit Committee and the Board of Directors, consent of the Members of the Company is hereby accorded for reappointment of Mr. Upendra Narottamdas Shah (DIN: 00748451) as the Managing Director, designated as Chairman & Managing Director of the Company, for a period of three years starting with effect from 01st March, 2027 till 01st March, 2030, continuation of directorship upon completion of tenure and payment of remuneration as mentioned in the Explanatory Statement for a period of three financial years starting w.e.f. 01st March, 2027 till 01st March, 2030 on the terms and conditions as mentioned below:

a. Salary Perquisites and allowances of Mr. Upendra Narottamdas Shah be in the range of ` 24,00,000 to ` 50,00,000 per annum.

b. The perquisites and allowances and other benefits shall be in accordance with the Company's policies which are applicable to all the employees and the Income ` Tax Rules, 1962.

c. Contribution to Provident Fund, Superannuation Fund, National Pension System, Gratuity as per rules of the Fund/ Scheme in force from time to time and applicable to the Company.

d. Grant of leaves and encashment of earned leave, as per the Company's policy.

e. Entitlement to the reimbursement of expenses incurred by him, in the course of legitimate business of the Company and traveling, hotel and other expenses incurred by him in India and abroad, for the business of the Company.

f. The Office shall be liable to termination with 3 (three) months' notice from either side.

g. Annual Increment: The terms and conditions of appointment and/or remuneration may be varied/altered by the Board on review and recommendations of Nomination and Remuneration committee and/or Audit Committee in such manner as may be mutually agreed between the Board and Executive Director subject to the applicable provisions of Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year, Mr. Upendra Narottamdas Shah shall be entitled to receive remuneration including the salary, perquisites and other allowances/ benefits up-to the limits as approved by the members and as mentioned aforesaid, as minimum remuneration for a period not exceeding **3 (three) years** from the date of re-appointment.

RESOLVED FURTHER THAT the office of Mr. Upendra Narottamdas Shah shall be reckoned for the purpose of determining Directors liable to retire by rotation and as long as he functions as the Managing Director of the Company, he will not be paid any sitting fees for attending the meetings of the Board of Directors or any committee(s) thereof.

RESOLVED FURTHER THAT any Director/Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard without requiring the Board to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

By order of the Board of Directors
For Mini Diamonds (India) Limited

Sd/-
Upendra Narottamdas Shah
Chairman & Managing Director
DIN: 00748451

Date: September 04, 2026
Place: Mumbai
Registered Office:
DW-9020, Bharat Diamond Bourse,
Bandra Kurla Complex,
Bandra East, Mumbai-400051,
Maharashtra, India.

Notes:

1. **A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend the meeting and vote on his/her behalf and the proxy need not be a member of the Company.** The instrument appointing the proxy must be deposited at the registered office of the Company not less than 48 hours before the commencement of the AGM.

   Pursuant to Section 105 of the Companies Act, 2013 ("the Act"), person can act as a proxy on behalf of Members not exceeding 50 (Fifty) in number and holding in the aggregate not more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights. A Member holding more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member.

   If a Proxy is appointed for more than 50 (Fifty) Members, the Proxy shall choose any 50 (Fifty) Members and confirm the same to the Company not later than 48 (Forty-Eight) hours before the commencement of the AGM. In case, if the Proxy fails to do so, only the first 50 (Fifty) proxies received by the Company shall be considered as valid. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (Forty-Eight) hours before the commencement of the AGM.

   A Proxy Form is attached herewith. Proxies submitted on behalf of the Companies, Societies, Body Corporate etc., must be supported by an appropriate resolution/authority, as applicable.

   If the Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid. Proxy will be valid until written notice of revocation has been received by the Company before the commencement of the AGM.

2. Institutional/Corporate Members intending to attend the Meeting through their authorised representatives are requested to send a Certified True Copy of the Board Resolution and Power of Attorney (PDF/JPG Format), if any, authorizing its representative to attend and vote on their behalf at the Meeting. The said Resolution/ Authorisation shall be sent to the Company by email through its registered email address at compliance@minidiamonds.net or physically at the Registered Office of the Company addressed to the Company Secretary at least 48 hours before the Meeting.

3. Members, Proxies and Authorised Representative are requested to bring to the meeting, the Attendance Slip, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No. for security reasons and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the Attendance Slip, which is annexed to this Notice. Members, Proxies and Authorized Representatives attending the meeting are requested to bring the attendance slip duly filled to the Meeting complete in all respects and signed at the place provided thereat and hand it over at the entrance of the venue. Members/Proxies/Authorized Representative attending the meeting are required to submit a valid identity proof such as PAN Card/Driver's License/Passport etc. to enter the Meeting venue.

4. A route map for directions to the venue of the Meeting is attached with this Notice.

5. Members seeking any information on the business to be transacted at the Meeting are requested to mail to the Company at compliance@minidiamonds.net at least 7 (Seven) days in advance to enable the Management to keep the information, as far as possible, ready at the Meeting.

6. Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, if any, maintained under Section 189 of the Act and other relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days except Saturdays and Sundays, from the date of circulation of this Notice up to the date of Meeting, i.e. 30th September, 2026. Members are requested to write to the Company for inspection of the said documents at compliance@minidiamonds.net.

7. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 which sets out details relating to Special Business to be transacted at Meeting is annexed hereto. The relevant details pursuant to 36(3) of the Listing Regulations and Secretarial Standards - 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), in respect of Directors seeking appointment/re-appointment at the

Meeting is provided as annexure to the Notice. The Company is in receipt of relevant disclosures/consents from the Directors pertaining to their appointment/re-appointment.

8. In compliance with the MCA Circulars and SEBI Circulars, Notice of AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company/RTA/Depositories. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company /RTA/ Depositories.

9. Members may note that the Notice and Annual Report for financial year 2025-26 will be available on the Company's website at https://www.minidiamonds.net/ . The Notice and Annual Report can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Purva Sharegistry (India) Private Limited (agency for providing the remote e-voting facility) ("RTA/PURVA") i.e. https://evoting.purvashare.com/ . Further, any member who requires physical copy of the Notice and Annual Report of the Company may write to the Company at compliance@minidiamonds.net.

10. Members whose names appear on the Register of Members/Beneficial Owners maintained by the Depositories/ Registrar and Transfer Agent as on the Cut-off date i.e. **Wednesday, September 23, 2026** will be considered for the purpose of e-voting for AGM.

11. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of names as per Register of Members will be entitled to vote.

12. To disseminate all the communication promptly, members who have not registered their e-mail IDs are requested to register the same with their Depository Participants in the case shares are held by them in electronic form.

13. The Members whose holding are transferred to "Mini Diamonds (India) Limited - Unclaimed Securities Suspense Account" are requested to claim such shares laying in the said account. For assistance in this regard, Members are requested to contact the Registrar and Transfer Agent of the Company, viz., Purva Sharegistry (India) Private Limited ("RTA") i.e. at support@purvashare.com.

14. Purva Sharegistry (India) Private Limited ("RTA") has been appointed to provide the facility for voting through remote e-voting. The procedure for voting through remote e-voting is explained at Notes below.

15. The voting period begins on **Sunday, 27th September, 2026 (09:00 A.M. IST)** and ends on **Tuesday, 29th September, 2026 (05:00 P.M. IST)**. During this period, members of the company as on the cut-off date i.e. **Wednesday, 23rd September, 2026** may cast their vote electronically. The e-voting module shall be disabled by RTA for voting thereafter.

16. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the meeting. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Private Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the meeting will be provided by Purva Sharegistry (India) Private Limited.

17. In case a person has become a member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-Voting, i.e., **Wednesday, 23rd September, 2026**, such person may obtain the User ID and Password from Company's RTA by e-mail request on support@purvashare.com.

18. Members are requested to update/intimate changes, if any, in their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), bank details, mandates, nominations, etc., to their DPs if the Equity Shares are held by them in dematerialised form. The Members whose shares are transferred to **Mini Diamonds (India) Limited - Unclaimed Securities Suspense Account** may contact RTA at Unit no. 9. Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai-400011, and/or **at support@purvashare.com**, quoting their folio number and other details.

19. The Board of Directors has appointed CS Sandhya R. Malhotra, Partner of M/s. Manish Ghia & Associates, Company Secretaries, (Membership No. FCS 6715), Mumbai as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

20. The Scrutinizer, after scrutinizing the votes, will within 2 (two) working days from the conclusion of the Meeting, make a consolidated scrutinizer's report which shall be placed on the website of the Company, on https://www.minidiamonds.net/ and on the website of RTA on https://evoting.purvashare.com/. The results shall simultaneously be communicated to BSE Limited.

21. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting, i.e. **Wednesday, 30th September, 2026.**

22. SEBI has issued Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, which establishes an Online Dispute Resolution Portal ("ODR Portal") for resolving disputes in the Indian Securities Market. Disputes between investors and companies, registrars and share transfer agents, or specified intermediaries/regulated entities (excluding Clearing Corporations and its constituents) must first go through the grievance redressal cell. If the grievance is not resolved satisfactorily, it can be escalated through the SCORES Portal. If still not satisfied, the investor can initiate dispute resolution through the ODR Portal. The ODR portal link will be displayed on the Company's website at https://www.minidiamonds.net/.

23. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be. The said form can be downloaded from the website of the Company and RTA.

    Pursuant to the provisions of Section 72 of the Act and SEBI Circulars, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website https://www.minidiamonds.net/. Members are requested to submit the said details to their Depository Participant (DP).

    Non-Resident Indian (NRI) Members are requested to inform the RTA immediately:

    - Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, IFSC and MICR Code as applicable, if not furnished earlier; and
    - Change in their residential status and address in India on their return to India for permanent settlement.

    Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on **Sunday, September 27, 2026, at 9:00 A.M. (IST) and ends on Tuesday, September 29, 2026, at 5:00 P.M. (IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Wednesday, September 23, 2026** may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting Period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play 5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form and physical members.**

1) The shareholders should log on to the e-voting website https://evoting.purvashare.com.

2) Click on “Shareholder/Member” module.

3) Now enter your User ID:

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter EVENT Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVENT is 8 then user ID is 8001***

4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. ● If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(i) After entering these details appropriately, click on “SUBMIT” tab.

(ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.

(iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.

(v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

(vi) Click on the "NOTICE FILE LINK" if you wish to view the Notice.

(vii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(ix) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://evoting.purvashare.com and register themselves in the "Custodians / Mutual Fund" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@minidiamonds.net , if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
2. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022.496.14132 and 022.352.20056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022-022.496.14132 and 022.352.20056.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT READ TOGETHER WITH REGULATION 17(11) OF THE SEBI LISTING REGULATIONS (AS AMENDED)

The following Statement sets out all material facts, rationale and recommendation of the Board relating to the Business set out in item no. 4 and 5 of the accompanying Notice.

Item No. 4:

Authorization to the company to take charge for service of documents to members under Section 20 of the Companies Act, 2013

As per the provisions of Section 20 of the Companies Act, 2013, a document may be served on any member by sending it to him by registered post, by speed post, by electronic mode, or any other modes as may be prescribed. Further a member may request the delivery of document through any other mode by paying such fees as maybe determined by the members. Accordingly, the Board recommends the passing of the Special Resolution at Item No. 4 of the accompanying Notice for member's approval. None of the Directors and the Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the passing of the above resolution.

Item No. 5:

Re-appointment of Mr. Upendra Narottamdas Shah (DIN: 00748451), designated as Chairman & Managing Director and approval for continuation of directorship upon completion of tenure and payment of remuneration.

The Shareholders of the Company at the 35th Annual General Meeting held on 30th September, 2022 approved re-appointment of Mr. Upendra Narottamdas Shah (DIN: 00748451) as a Managing Director of the Company for a period of five years effective from 01 March, 2022 to 01 March, 2027 through a Special Resolution under the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule-V of the Companies Act, 2013 and Articles of Association of the Company. Since Mr. Upendra Narottamas Shah, Chairman and Managing Director is aged 79 years therefore the Company seeks consent of the members by way of special resolution for re-appointment for a period of three years starting with effect from 01st March, 2027 till 01st March, 2030 in continuation of their holding of existing office after the completion of tenure and approval for the total maximum managerial remuneration payable to Mr. Upendra Narottamas Shah.

Mr. Upendra Narottamas Shah, aged 79, is Graduate from Mumbai. He is a prominent and successful Industrialist with a wide and varied more than 50 years of experience in the management of business and industry of Gems and Jewellery. Accordingly, looking at his expertise and long experience of business and corporate management, the Board of Directors recommends the Special resolution set out at Item No. 5 of the accompanying Notice for the approval of the Members. The Board is of the view that the continued association of Mr. Upendra Narottamas Shah would benefit the Company, given the knowledge, experience and performance of Mr. Upendra Narottamas Shah, and contribution to Board processes by him.

Mr. Upendra Narottamdas Shah is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act nor debarred from holding the office of director by virtue of any order by Securities Exchange Board of India or any other such authority, and has given all the necessary declarations and confirmation including his consent to be appointed as Managing Director of the Company.

Pursuant to the amended provisions of Regulation 23 of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024, the Audit Committee at its meeting held on September 04, 2026, approved the remuneration payable to Mr. Upendra Narottamdas Shah (DIN: 00748451) as the Managing Director for a period of 3 (three) years, subject to the approval of the Members of the Company. The said approval was granted in accordance with Regulation 23(2)(e) of the SEBI Listing Regulations.

Further, pursuant to the SEBI Circular dated February 14, 2025 regarding Industry Standards detailing the minimum information to be provided for review of the Audit Committee and members for Related Party Transactions approvals, the information was placed before the Audit Committee at its meeting held on September 04, 2026 for the remuneration approval of Mr. Upendra Narottamdas Shah. The same is enclosed herewith as **Annexure A** for the review of members of the Company.

The Board of Directors of the Company based on the recommendation of Nomination & Remuneration Committee in their meeting held on September 04, 2026 approved and recommended for continuation of payment of total managerial remuneration not exceeding the remuneration as mentioned in the said resolution, commencing from March 01, 2027 to March 01, 2030 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Act for the aforesaid period. Further, consent of the members is required pursuant to the provisions of Section 197(3) of the Act by way of special resolution for payment of remuneration as mentioned above.

Additional information as per Schedule V to the Act is annexed to this Notice as **Annexure B.**

Brief profile and disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") is annexed to this Notice as **Annexure C**. The terms as set out in the resolution and Explanatory Statement may be treated as an abstract of the terms of employment pursuant to Section 190 of the Act.

Keeping in view the above, consent of the Members for appointment and payment of Mr. Upendra Narottamdas Shah as the Chairman and Managing Director, is sought by way of **Special resolution**, as set out in the resolution in Item No. 5 of the accompanying Notice.

None of the Director/key managerial personnel/ their relatives, except Mr. Upendra Narottamdas Shah to whom this resolution is related and Mr. Ronish U Shah, being his son, are concerned or interested, financially or otherwise, in the special resolution set out in Item No. 5 of the Notice.

By order of the Board of Directors
For Mini Diamonds (India) Limited

Sd/-
Upendra Narottamdas Shah
Chairman & Managing Director
DIN: 00748451

Date: September 04, 2026
Place: Mumbai

Registered Office:
DW-9020, Bharat Diamond Bourse,
Bandra Kurla Complex,
Bandra East, Mumbai 400051,
Maharashtra, India.

ANNEXURE A

Minimum information to be provided for review of the members for approval of Related Party Transaction (RPT) pursuant to Industry Standards on RPTs:

<table>
<tr><th>Sr. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td colspan="3">A. Details of the related party and transactions with the related party</td></tr>
<tr><td colspan="3">A (1). Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>Mr. Upendra Narottamdas Shah – Chairman & Managing Director</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>NA, as the related party involved is natural person</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>NA, as the related party involved is natural person</td></tr>
<tr><td colspan="3">A (2). Relationship and ownership of the related party</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity<s>/ subsidiary (in case of transaction involving the subsidiary)</s> and the related party.</td><td>Mr. Upendra Narottamdas Shah is an Executive Director of the Company and part of promoter Group.</td></tr>
<tr><td>5.</td><td>Shareholding of the related party whether direct or indirect, in the listed entity<s>/subsidiary</s>
Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary or related party has control.</td><td>Mr. Upendra Narottamdas Shah holds 5000 shares in the Company as on March 31, 2026.</td></tr>
<tr><td colspan="3">A(3). Details of previous transactions with the related party</td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity <s>or subsidiary</s> with the related party during the last financial year.</td><td>FY 2025-26<table><tr><th>S. No.</th><th>Nature of Transactions</th><th>Amount (in INR)</th></tr><tr><td>1.</td><td>Remuneration – Mr. Upendra Narottamdas Shah</td><td>21,01,000</td></tr></table></td></tr>
<tr><td>7.</td><td>Total amount of all the transactions undertaken by the listed entity <s>or subsidiary</s> with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>NIL</td></tr>
<tr><td>8.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No such instances</td></tr>
<tr><td colspan="3">A (4). Amount of the proposed transactions (All types of transactions taken together)</td></tr>
<tr><td>9.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.</td><td>₹24,00,000 to ₹50,00,000 per annum</td></tr>
<tr><td>10.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>No</td></tr>
<tr><td>11.</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>0.04% to 0.09%</td></tr>
</table>

<table>
<tr><td>12.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)</td><td>Not Applicable</td></tr>
<tr><td>13.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>Not Applicable</td></tr>
<tr><td>14.</td><td>Financial performance of the related party for the immediately preceding financial year:
<table>
<tr><td>Particulars</td><td>FY 2025-2026 (INR)</td></tr>
<tr><td>Turnover</td><td></td></tr>
<tr><td>Profit after tax</td><td></td></tr>
<tr><td>Net worth</td><td></td></tr>
</table>
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td>Not Applicable</td></tr>
<tr><td colspan="3">A(5). Basic details of the proposed transaction</td></tr>
<tr><td>15.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Remuneration</td></tr>
<tr><td>16.</td><td>Details of each type of the proposed transaction</td><td>Payment of remuneration including the salary, perquisites and other allowances/ benefits upto the limits as per applicable laws, to Mr. Upendra Narottamdas Shah, Chairman and Managing Director of the Company for the term of three (3) consecutive years with effect from March 01, 2027 upto March 01, 2030, who is part of Promoter Group.</td></tr>
<tr><td>17.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Mr. Upendra Narottamdas Shah - For a period not exceeding 3 (three) years from the date of appointment.</td></tr>
<tr><td>18.</td><td>Whether omnibus approval is being sought?</td><td>Approval is being sought for payment of remuneration to Mr. Upendra Narottamdas Shah, Executive Director.</td></tr>
<tr><td>19.</td><td>Value of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>₹ 24,00,000 to ₹ 50,00,000 per annum
The annual increment shall be as mentioned in the resolution at item No. 5.</td></tr>
<tr><td>20.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>In view of the extensive knowledge of the Director relating to Company's operations and their long-standing business experience.</td></tr>
</table>

21.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Not Applicable
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
22.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
23.	Other information relevant for decision making.	-

Annexure B

Additional information as per **Schedule V** to the Act, vide Item No. 5 is as under:

I. **General information:**

1. **Nature of Industry**

The Company is in the business of Gems and Jewellery.

2. **Date or expected date of commencement of commercial production**

The Company was incorporated on February 12, 1987 and started commercial production in 1987.

3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus**

Not Applicable

4. **Financial performance based on given indicators (As per audited accounts)**

(` In Lakhs)

Particulars	2025-26	2024-25	2023-24
Turnover	56784.91	40,557.47	24,557.79
Profit/(Loss) before tax	179.69	549.03	212.77
Profit/(Loss) after tax	160.46	343.75	214.69
Net worth	6437.02	6,276.57	866.82

5. **Foreign investments or collaborations, if any.**

None

II. **Information about the appointee/Additional Information:**

Particulars	Mr. Upendra Narottamdas Shah
Background details	Mr. Upendra Narottamdas Shah is a graduate from Mumbai University.
Past remuneration	INR 21.01 Lakhs in Financial Year 2025-26
Recognition or awards	-
Job profile and his suitability	He has more than 50 years' experience in Gems and Jewellery Industry and vast experience, knowledge in management of business.
Remuneration proposed	INR 24,00,000- INR 50,00,000/- Per Annum [Refer the Notice and Explanatory Statement]
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin	The remuneration proposed to be paid to Mr. Upendra Narottamdas Shah is commensurate with the experience, qualification and responsibilities entrusted to him by the Board and as prevailing in the industry.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	Apart from the suggested remuneration and equity ownership in the Company, there are no additional financial relationships between Mr. Upendra Narottamdas Shah and the Company. He is the father of Mr. Ronish U Shah, who holds the position of Executive Director and is part of the Promoter Group.

III. **Other information:**

1. **Reasons of loss or inadequate profits:**

   The Company is currently profitable. However, net profit calculated according to Section 198 of the Act is inadequate.

2. **Steps taken or proposed to be taken for improvement:**

   The Company has adopted various initiatives to grow the revenue, such as setting up specialized sales stores for high potential customer segments, widening its business in Singapore and Hong Kong by fulfilling the purchase orders, participating in exhibitions etc.

3. **Expected increase in productivity and profits in measurable terms:**

   The increase in productivity or profits cannot be forecast accurately in measurable terms. However, with the steps taken for improvement, the outlook is expected to improve.

IV. **Disclosure:**

The disclosures as required on all elements of remuneration package such as salary, benefits, bonuses, pensions, details of fixed components and performance linked incentives along with performance criteria, service contract details, notice period, severance fees, etc. **if any**, is given in the Corporate Governance Report forming part of the Annual Report.

ANNEXURE C

In pursuance of the provisions of Regulation 36 of the SEBI Listing Regulations and SS-2 issued by the ICSI, details of Director seeking appointment/re-appointment vide Item No. 3 and 5 at the ensuing Annual General Meeting (AGM) is as below:

Item No. 3 and 5:

<table>
<tr><th>Name of Director</th><th>Mr. Upendra Narottamdas Shah</th></tr>
<tr><td>DIN</td><td>00748451</td></tr>
<tr><td>Category</td><td>Executive Director</td></tr>
<tr><td>Date of Birth (Age)</td><td>26/02/1947 (79 Years)</td></tr>
<tr><td>Nationality</td><td>Indian</td></tr>
<tr><td>Qualification</td><td>Graduate</td></tr>
<tr><td>Profession</td><td>Business</td></tr>
<tr><td>Experience (including expertise in specific functional area) / Brief Resume</td><td>More than 50 years' experience in Gems and Jewellery Industry. Vast experience, knowledge in Polish Procurement and related activities.</td></tr>
<tr><td>Terms and Conditions for appointment/ re-appointment</td><td>Re-appointment as a Managing Director under the category of Executive Director for a term of 3 (Three) year commencing from March 01, 2027 to March 01, 2030, liable to retire by rotation. [Refer the Notice and Explanatory Statement]</td></tr>
<tr><td>Remuneration last drawn (including sitting fees, if any)</td><td>INR 21,01,000/-</td></tr>
<tr><td>Remuneration proposed to be paid</td><td>INR 24,00,000- INR 50,00,000/- Per Annum [Refer the Notice and Explanatory Statement]</td></tr>
<tr><td>Date of first appointment on the Board</td><td>May 12, 1987</td></tr>
<tr><td>Number of meetings of the Board attended during the financial year 2025-26</td><td>7 (Seven)</td></tr>
<tr><td>Shareholding in the Company</td><td>As on March 31, 2026 holds 5,000 equity shares in the company.</td></tr>
<tr><td>Chairmanships/ Memberships of the Committees of the Board of the Company as on March 31, 2026</td><td>Member in the Audit Committee and Stakeholders Relationship Committee of the Company.</td></tr>
<tr><td>Name of entities in which the Directorships is held</td><td>Do not hold directorship in any other company listed Company.
Details of positions held in unlisted Companies are as follows:
<table>
<tr><td>Name of the Company</td><td>Category</td></tr>
<tr><td>Namra Jewels Private Limited</td><td>Director</td></tr>
<tr><td>Pyramid Gold Assaying & Hallmarking Centre Private Limited</td><td>Director</td></tr>
</table></td></tr>
<tr><td>Chairmanships/ Memberships of the Committees of the Board of Directors of another Company</td><td>Do not hold Chairmanships/ Memberships of the Committees in any other Company.</td></tr>
<tr><td>Listed entities from which the director has resigned in past 3 years</td><td>None</td></tr>
<tr><td>Skills and capabilities required for the role and the manner in which the proposed Independent Director meets such requirements</td><td>Not applicable</td></tr>
<tr><td>Relationship between Directors inter-se</td><td>Father of Mr. Ronish U Shah, Promoter, Executive Director of the Company</td></tr>
</table>

MINI DIAMONDS (INDIA) LIMITED
CIN: L36912MH1987PLC042515
DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East,
Mumbai-400051, Maharashtra, India
Contact: 022-49641850 E-mail: accounts@minidiamonds.net
Website: www.minidiamonds.net

ATTENDANCE SLIP

39th Annual General Meeting on Wednesday, September 30, 2026 at 10:00 a.m. (IST)

Client ID No.:
DP ID No.:
Folio No.:
Name(s) of the Shareholder(s)/ Proxy (IN BLOCK LETTERS):
Name(s) of Joint Member(s), if any
No. of Shares held:

I/We certify that I/we am/are member(s)/proxy for the member(s) of the Company.
I/We hereby record my/our presence at the 39th Annual General Meeting of the Mini Diamonds (India) Limited held on Wednesday, September 30, 2026 at 10:00 a.m. (IST) at the registered office of the Company situated at DW-9020 Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East, Mumbai 400051, Maharashtra, India.

Signature of Shareholder/ Proxy Present ....

Date: Signature of Joint holder(s)..............................
Place:

Notes:
1. Please sign this attendance slip and hand it over at the meeting venue.
2. Only Members of the Company and/or their Proxy will be allowed to attend the Meeting.

Form No. MGT-11

Proxy form

[[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L36912MH1987PLC042515

Name of the Company: Mini Diamonds (India) Limited

Registered office: DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East, Mumbai – 400051, Maharashtra, India.

Name of the Member (s):	
Name(s) of the Joint Holder, if any:	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member (s) of................ shares of the above-named company, hereby appoint

1. Name: ....

   Address: ....

   E-mail Id: ....

   Signature:.. or failing him

2. Name: ....

   Address: ....

   E-mail Id: ....

   Signature:.. or failing him

3. Name: ....

   Address: ....

   E-mail Id: ....

   Signature: ....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company, to be held on Wednesday, September 30, 2026 at 10:00 a.m. (IST) at the registered office of the Company situated at DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East, Mumbai-400051, Maharashtra, India, and at any adjournment thereof in respect of such resolution as is indicated below:

Resolution Number	Description of Resolution	Vote (Optional see Note 2) (Please mention no. of share(s))		
		For	Against	Abstain
Ordinary Business:				
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, including the Audited Balance Sheet as on that date, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.			
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, including the Audited Balance Sheet as on that date, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.			
3.	To re-appoint Mr. Upendra Narottamdas Shah (DIN: 00748451), as a director liable to retire by rotation and, being eligible, offers himself for re-appointment.			
Special Business:				
4.	To authorize the company to take charge for service of documents to members under Section 20 of the Companies Act, 2013			
5.	To re-appoint Mr. Upendra Narottamdas Shah (DIN: 00748451), designated as Chairman & Managing Director and approval for continuation of directorship upon completion of tenure and payment of remuneration			

Signed this ______________________________ **Day of** ______________________________ **2026**

Signature of Shareholder(s)____

Signature of Proxy holder(s)____

Revenue stamp to beaffixed

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, note less than 48 hours before the commencement of the Meeting.
2. As provided under Regulation 44 of the SEBI Listing Regulations, member may vote either for or against each resolution.

Route map of 39th Annual General Meeting ("AGM")

Venue: DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East, Mumbai-400051, Maharashtra, India.