

ALL INDIA GEM AND JEWELLERY DOMESTIC COUNCIL

PROMOTING • PROTECTING • PROGRESSING

Unit No. 4, Ground Floor, Windfall, Sahar Plaza Complex, Andheri Kurla Road, JB Nagar, Andheri (E), Mumbai - 400 059. India.
Tel: 91-22-6738 2700 • Fax: 91-22-6738 2706 • Email: info@gjc.org.in • Website: www.gjc.org.in
CIN U91990MH2005NPL 154999

Formerly known as "ALL INDIA GEMS AND JEWELLERY TRADE FEDERATION"



ANNUAL GENERAL MEETING NOTICE

NOTICE TO THE 15TH ANNUAL GENERAL MEETING

Notice is hereby given that the 15th Annual General Meeting (AGM) of the members of All India Gem and Jewellery Domestic Council (formerly known as "All India Gems and Jewellery Trade Federation) will be held on Saturday, 19th December, 2020 at 11.00 a.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) facility to transact the following business:

AGENDA

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and the Auditors thereon; and
 - (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and the report of Statutory Auditors thereon.

By Order of the Board of Directors
For All India Gem and Jewellery Domestic Council

Sd/-

Mr. Nathella Anantha Padmanabhan
Chairman & Director
DIN: 02081024

Place: Mumbai
Date: 4th December, 2020

Registered Office:
004, Ground Floor, Windfall,
Sahar Plaza Complex, SIR M V Road,
J B Nagar, Andheri- East, Mumbai-400059

NOTES TO NOTICE:

General Instructions for Members (Associate & Ordinary):

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The company has availed the services of National Securities Depository Limited (NSDL) for the VC/OAVM and E-voting arrangements. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith.
2. Since the AGM is being conducted through VC/OAVM pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, there is no provision for appointment of proxies for this AGM. However, the corporate members entitled to appoint authorised representatives are requested to send a duly certified copy of the Board Resolution before e-voting at cs@gjc.org.in authorizing their representative to attend and vote at the Annual General Meeting through VC/OAVM. Hence, Proxy Form is not annexed to this Notice. Route Map and Attendance Slip are also not annexed to this Notice.
3. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. In compliance with MCA Circulars, Notice of the 15th AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail Id's are registered with the Company-All India Gem and Jewellery Domestic Council (GJC). AGM Notice and Annual Report will also be available on the Company's website www.gjc.org.in. The AGM Notice is also available on the website of NSDL i.e www.evoting.nsdl.com. Members who have not registered their e-mail address with GJC are requested to submit their valid e-mail address to GJC.
5. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
6. Members will be eligible to participate on first come first serve basis, as participation through VC/OAVM is available and will be closed on expiry of 30 minutes from the scheduled time of the AGM. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the meeting and window for joining shall be kept open till the expiry of 30 (thirty) minutes after the scheduled time.

7. The voting right of Members shall be one vote for each membership with the Company as on cut-off date i.e. 12th December, 2020.
8. Any person, who becomes Ordinary Member of the Company after dispatch of the Notice and having membership as of the cut-off date i.e. 12th December, 2020, may obtain the log in ID and password by sending a request at evoting@nsdl.co.in or writing to the Company.
9. Members desiring any information relating to the financial statements at the meeting are requested to write to us at cs@gjc.org.in at least ten (10) days before the meeting to enable us to keep the information ready.
10. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 28th September, 2018.
11. In Compliance with the provisions of Section 108 of the Act and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on resolutions set forth in this Notice. The Members, whose names appear in the Register of Members as on Saturday, 12th December, 2020 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at Tuesday, 15th December, 2020 to Friday 18th December, 2020. In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Company has appointed Mr. KC Suthar—Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given in the Notice. Members whose email ids are not registered with the Company for procuring user id and password and registration of email ids for e-voting for the resolutions are requested to refer the instructions provided in the Notice.
12. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
13. Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be allowed to cast their vote again.
14. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful

attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

15. The Scrutinizer shall after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting system and shall make a consolidated Scrutinizer’s Report.
16. The Results of voting will be declared within 48 hours from the conclusion of AGM. The declared results along with the report of the Scrutinizer shall be placed on the website of the Company www.gjc.org.in and on the website of NSDL.

17. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

- i. Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM provided by NSDL by using their remote e-voting login credentials and selecting the EVEN for Company’s AGM.
- ii. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice.
- iii. Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
- iv. The facility of participation at the AGM through VC/OAVM will be made available on first come first served basis. This will not include Directors, Key Managerial Personnel, who are allowed to attend the AGM without restriction on account of first come first served basis.
- v. Members who need assistance before or during the AGM, can contact GJC at cs@gjc.org.in.
- vi. Members are encouraged to join the Meeting through Laptops for better experience.
- vii. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- viii. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- ix. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, Membership number, PAN, mobile number at cs@gjc.org.in upto 18th December, 2020. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the

right to restrict the number of speakers depending on the availability of time for the AGM.

18. PROCEDURE FOR REMOTE E-VOTING

1. The instructions for remote e-voting are as under:

The remote e-voting period begins on 15th December, 2020 at 09:00 A.M. and ends on 18th December, 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

- a) Members receiving an e-mail from NSDL (for members whose email addresses are registered with the company):
 - i. Open the email and also open PDF file, namely "GJC remote e-Voting.pdf" attached to the email, using your membership number as password. The membership number shall not contain any special characters i.e. if your membership number is LM/LMJ/12345 then your password is LMLMJ12345. The said PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.
 - ii. Open the internet browser and type the following URL <https://www.evoting.nSDL.com/> either on a computer or mobile.
 - iii. Click on Shareholder/Member Login.
 - iv. Put 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.
 - v. Password change menu will appear on your screen. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your Password with any other person and take utmost care to keep it confidential.
 - vi. Once the Home page of e-voting opens, Click on Remote e-Voting: Active Voting Cycles.
 - vii. Select 'EVEN' (E-Voting event number) of All India Gem and Jewellery Domestic Council.
 - viii. Now you are ready for remote e-voting as 'Cast Vote' page opens.
 - ix. Cast your vote by selecting appropriate option and click on 'Submit' and also 'Confirm' when prompted.
 - x. Upon confirmation, the message 'Vote cast successfully' will be displayed.
 - xi. Once you have confirmed your vote on the resolution, you cannot modify your vote.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the

download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

19. The instructions for voting in the AGM through electronic voting:

- i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- ii. Only those Member, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- iii. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- iv. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

By Order of the Board of Directors
For All India Gem and Jewellery Domestic Council

Sd/-

Place: Mumbai
Date: 4th December, 2020

Mr. Nathella Anantha Padmanabhan
Chairman & Director
DIN: 02081024

Registered Office:

004, Ground Floor, Windfall,
Sahar Plaza Complex, SIR M V Road,
J B Nagar, Andheri- East, Mumbai-400059.
CIN: U91990MH2005NPL154999