



Goldiam International Ltd

MANUFACTURERS & EXPORTERS OF DIAMONDS & JEWELLERY

CIN:L36912MH1986PLC041203

May 20, 2023

To, BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip Code: 526729	To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai- 400 051. Scrip Code: GOLDIAM EQ
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Dear Sir/Madam,

Sub: Outcome of Board Meeting Under Regulation 30(2) and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With regard to the captioned matter and in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, this is to inform you that at the meeting of the Board of Directors of the Company held on May 20, 2023, (commenced at 12.20 p.m. and concluded at 01.05 p.m.) inter-alia approved the following items of Agenda:

1. Standalone and Consolidated Audited Financial Results for the last quarter and year ended March 31, 2023 as recommended by Audit Committee of the Company. A Copy of the said standalone and consolidated financial results and Auditors' Report are enclosed herewith.

The Audit Reports are submitted with unmodified opinion (free from any disqualifications) and a declaration to that effect is enclosed.

Further, we are also attaching herewith a copy of Press Release in connection with the audited financial results for quarter and year ended March 31, 2023. **Annexure-1**

2. Re-appointment of Secretarial Auditor for FY 2023-24:

Name	R. N. Shah & Associates, Company Secretaries Mr. Rajnikant N. Shah, Proprietor (ACS 1629 CP No.700)
Reason for change	Not Applicable, only reappointment of the same Auditor
Date of re-appointment	For the financial year 2023-2024
Brief Profile	Mr. Rajnikant N. Shah, Proprietor of R. N. Shah & Associates has been in the practice for about 33 years and has wide range of expertise in the area of Secretarial compliances.

Registered Office

Gems & Jewellery Complex, Santacruz Electronics Export Processing Zone, Andheri (East), Mumbai-400096. India
Phones: (022) 28291893/28290396/28292397 Fax : (022) 28292885 Email:- investorrelations@goldiam.com
Website: www.goldiam.com



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3. Approved the proposal to buyback up to **21,79,493 fully paid up equity shares (Twenty One Lakhs Seventy Nine Thousand Four Hundred Ninety Three only)** of the Company for an aggregate amount not exceeding **Rs.32,69,23,950/- (Rupees Thirty Two crores Sixty Nine lakhs Twenty Three Thousand Nine Hundred Fifty only)** (hereinafter referred to as the "Buyback Size"), being 2% of the total paid-up equity share capital and 12.47% and 5.78% of the total paid-up equity share capital and free reserves of the Company based on the audited standalone financial statements and consolidated financial statements respectively of the Company as on March 31, 2023, at a price of **Rs.150/- (Rupees One hundred Fifty only)** per equity share (hereinafter the "Buyback Price" and such buyback, the "Buyback").

The Buyback is proposed to be made from the existing shareholders of the Company as on the record date on a proportionate basis under the tender offer route using the stock exchange mechanism in accordance with the provisions contained in the SEBI (Buy Back of Securities) Regulations, 2018 ("Buyback Regulations") and the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment of the Companies Act, 2013 or Buyback Regulations).

The Buyback Size does not include transaction costs viz. brokerage, applicable taxes such as Buyback tax, securities transaction tax, GST, stamp duty, any expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India, advisors fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses.

Members of the promoter and promoter group of the Company have indicated their intention to participate in the proposed Buyback.

The proposed Buyback is subject to approval of shareholders by means of a special resolution through a postal ballot. The public announcement setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations.

The Company has formed a buyback committee to oversee and implement the Buyback and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the proposed Buyback.

The pre-Buyback shareholding pattern as at May 12, 2023 is enclosed as **Annexure-2**.

4. Draft Notice of Postal ballot for approval of items mentioned in Pt (3) above by the shareholders' of the Company.
5. Re-appointment of Internal Auditors for FY 2023-24:

Name	J. H. Shah & Associates, Chartered Accountants FRN:130825W Mrs. Janki Shah, Proprietor
Reason for change	Not Applicable, reappointment of the same Auditor
Date of re-appointment	For the financial year 2023-2024

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Brief Profile	Mrs. Janki Shah, Proprietor of J. H. Shah & Associates has been in the practice for about 10 years and has wide range of expertise in the area of direct-indirect taxation and Internal audits, process management.
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The same may please be taken on record and suitably disseminated to all concerned.

Yours faithfully,
For **Goldiam International Limited**

Pankaj Parkhiya
Company Secretary & Compliance Officer

Encl.: As above

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Annexure-2

Pre-buyback Shareholding Pattern of the Company as on May 12, 2023:

Particulars	No. of shareholders	No. of fully paid up equity shares held	% of shares
Promoter/Promoter Group	3	7,23,52,280	66.39
Indian Financial Institutions / Banks/MF	-	-	-
FII/FPIs/NRIs/Foreign National and OCB	818	14,88,703	1.37
Resident Individuals and others	54084	34046009	31.24
Clearing Members	6	2288	0.01
Bodies corporate/LLP /Trust/NBFC	188	1076669	0.99
Grand Total	55099	10,89,74,615	100.00

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