

1st April, 2021.



To,
The Board of Directors,
Sunraj Diamond Exports Limited ("Company"),
616 Prasad Chambers, 6th flr,
Plot CS 1487 Tata Road 2, Roxy Cinema,
Opera House, Girgaon,
Mumbai - 400004.

Re: 1/2021-2022 Board Meeting on Thursday, 08th April, 2021 at 3.30 pm.

Dear Sirs,

NOTICE is hereby given that the 1/2021-2022 Meeting of Board of Directors of the Company will be held on Thursday, 08th April, 2021 at 616 Prasad Chambers, 6th flr, Plot CS 1487 Tata Road 2, Roxy Cinema, Opera House, Girgaon, Mumbai - 400004 at 3.30 pm to transact the business as mentioned in agenda. The agenda and notes to agenda are enclosed herewith for your perusal and information.

Please make it convenient to attend the meeting. If you are unable to attend a meeting, leave of absence should be specifically requested for by way of a communication addressed to the Company prior to the date of the meeting.

Thanking you,
Yours Faithfully,
For and on behalf of Board of Directors of
Sunraj Diamond Exports Limited

.....
Sunny Sunil Gandhi
Director
Din: 00695322

Encl: Agenda and notes to agenda.

SUNRAJ DIAMOND EXPORTS LTD.

CIN NO. : L36912MH1990PLC057803

Regd. Office : 616 Prasad Chambers, Swadeshi Mills Compound, Opera House, Mumbai 400004
Tel : 022 23610069 / 23638559, Email : info@sunrajdiamonds.com, Website : www.sunrajdiamonds.com

AGENDA FOR THE 1/2021-2022 MEETING OF THE BOARD OF DIRECTORS OF SUNRAJ DIAMOND EXPORTS LIMITED TO BE HELD ON THURSDAY 08TH APRIL, 2021 AT THE REGISTERED OFFICE OF THE COMPANY AT 616, PRASAD CHAMBERS, 6TH FLR, PLOT CS 1487 TATA ROAD 2, ROXY CINEMA, OPERA HOUSE, GIRAGON, MUMBAI – 400004 AT 03.30 P.M.

1. To elect the Chairman of the meeting.
2. To Determine Quorum & Mode of attendance.
3. To grant leave of absence, if any, to the Directors who are unable to attend the meeting.
4. To take note of the minutes of the previous Board meeting held on 15th February, 2021.
5. To take note of DPT-3 for the financial year ending 31st March, 2021.
6. To consider and take note of Declaration received from Directors u/s 164(2) and u/s 184 of the Companies Act, 2013.
7. To approve the Directors Report for the year ending 31st March, 2020.
8. To approve the notice of the 30th Annual General Meeting of the Company for the Financial Year ended 31st March, 2020.
9. To discuss and take note change in Statutory Auditor of the Company.
10. To appoint Mr. Kiran Doshi of M/s. Kiran Doshi and Co., Company Secretaries to act as Scrutinizer for the Annual General Meeting of the Company.
11. To close Register of Members & Share Transfer Books of the Company.
12. Any other item with the permission of the Chair
13. Vote of Thanks.

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NOTES TO THE AGENDA

1. **ITEM NO: 01/BM/1/2021-2022 : TO ELECT CHAIRMAN OF THE MEETING:**
The members of board to elect any one among themselves as Chairman of the meeting.
2. **ITEM NO: 02/BM/1/2021-2022 : TO DETERMINE QUORUM & MODE OF ATTENDANCE:**
The Chairman to determine Quorum and mode of attendance.
3. **ITEM NO: 03/BM/1/2021-2022 : LEAVE OF ABSENCE:**
Leave of absence will be granted to the Directors, if any, who are unable to attend the Board meeting. Formal letter or intimation via email by any Director of the Company, prior to the date of the meeting who is unable to attend the Board meeting will be taken into consideration.
4. **ITEM NO: 04/BM/1/2021-2022 : CONFIRMATION OF MINUTES:**
To confirm and sign Minutes of the previous Board Meeting held on 15th February, 2021.
5. **ITEM NO: 05/BM/1/2021-2022 : NOTING OF DPT 3 FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2021**
The Chairman informed the Board that the Company was required to File Form DPT-3 (Return of Deposit with Registrar of Companies). The Board to discuss the matter and pass the following resolution with or without modification;

"RESOLVED THAT any one of the Director of the Company be and is hereby authorised to digitally sign E-Form DPT-3 Annual Return of Deposit with Registrar of Companies and do all such acts, deeds and things as may be necessary in this regards."

6. **ITEM NO: 06/BM/1/2020-21:TO CONSIDER AND NOTE DECLARATION FROM DIRECTORS RECEIVED U/S 164(2) AND U/S 184(1) OF THE COMPANIES ACT, 2013.**
The Chairman informed that Company has received declarations u/s 164 and u/s 184(1) of the Companies Act, 2013 in Form DIR 8 and MBP 1 from all the Directors of the Company.

The Board to review and take note of the same.

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7. **ITEM NO: 07/BM/1/2021-2022 : TO APPROVE THE DIRECTORS REPORT FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2020**

The Chairman to place before the Board the draft Directors Report for the financial year ending 31st March, 2020. The Board to discuss and approve the same by passing following resolution with or without modification;

“RESOLVED THAT the Directors Report for the financial year 2019-20 as placed before the Board be and is hereby approved and any two directors of the Company be and are hereby authorized to sign the Directors Report on behalf of the Company.”

8. **ITEM NO: 8/BM/1/2021-2022 :TO DISCUSS AND APPROVE THE NOTICE OF THE 30TH ANNUAL GENERAL MEETING OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020:**

The Company proposes to hold its 30th Annual General Meeting of the Company for the financial year ended 31st March, 2020 on 5th May, 2021. The chairman to place before the Board a draft notice calling the 30th Annual General Meeting of the Company. The board to discuss and approve the notice by passing following resolution with or without modification;

“RESOLVED THAT the 30th Annual General Meeting of the Company be held on Wednesday, 5th May, 2021 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) at 11.00 a.m. and the draft notice and agenda calling the meeting as placed before the Board be and is hereby approved by the Board.

RESOLVED FURTHER THAT Mr. Anshul Garg, Company Secretary of the Company be and is hereby authorized to sign and circulate the notice to all the shareholders of the Company and to the Directors and Auditors of the Company.”

9. **ITEM NO: 9/BM/1/2021-2022 : TO DISCUSS AND TAKE NOTE ABOUT THE CHANGE IN STATUTORY AUDITOR OF THE COMPANY:**

The Board to take note of the change in the Statutory Auditors of the Company.

10. **ITEM NO: 10/BM/1/2021-2022 : TO APPOINT MR. KIRAN DOSHI OF M/S. KIRAN DOSHI AND CO., COMPANY SECRETARIES TO ACT AS SCRUTINIZER FOR THE ANNUAL GENERAL MEETING OF THE COMPANY:**

The Company proposes to appoint Mr. Kiran Doshi of M/s. Kiran Doshi and Co., Company Secretaries to act as scrutinizer for the 30th Annual General Meeting of the company. The

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Board to discuss and approve the notice by passing following resolution with or without modification;

“RESOLVED THAT Mr. Kiran Doshi, Practicing Company Secretary, Proprietor of M/s. Kiran Doshi & Co., Company Secretaries (Membership Number: A23985) be and is hereby appointed as the Scrutinizer for the 30th Annual General Meeting to be held for Financial Year 2019-20 for conducting the e-voting process in a fair and transparent manner.

RESOLVED FURTHER THAT, Mr. Sunny Sunil Gandhi, Whole-time Director of the Company be and is hereby authorised to fix the remuneration payable to the Scrutinizer in consultation with him, for the duties performed by him as the Scrutinizer and that any out-of-pocket expenses and incidental expenses incurred by him in this connection be reimbursed by the company to him.”

11. ITEM NO: 11/BM/1/2021-2022 : TO CLOSE REGISTER OF MEMBERS & SHARE TRANSFER BOOKS OF THE COMPANY:

The Board to close the Registers of Members and Share Transfer Books of the Company.

12. ITEM NO: 12/BM/1/2021-2022 : ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN:

13. ITEM NO: 13/BM/1/2021-2022 :VOTE OF THANKS:

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