

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: 6/2022-2023 Board Meeting on Thursday, 09th February, 2023 at 3.30 p.m.

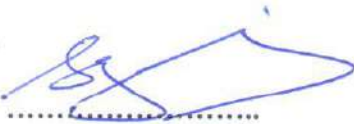
Dear Sirs,

NOTICE is hereby given that the 6/2022-2023 Meeting of Board of Directors of the Company will be held on Thursday, 09th February, 2023 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

Place: Mumbai
Date: 01/02/2023.

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 6/2022-2023 MEETING OF THE BOARD OF DIRECTORS OF SUNRAJ DIAMOND EXPORTS LIMITED TO BE HELD ON THURSDAY, 09TH FEBRUARY, 2023 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 11th November, 2022.
5. To take note of the Circular Resolutions passed since last Board Meeting.
6. To consider, review and take note of the proceedings of the Stakeholders Relationship Committee Meeting.
7. To consider, review and take note of the proceedings of the Audit Committee Meeting.
8. To consider, review and take note of the proceedings of the Nomination and Remuneration Committee Meeting.
9. To consider and approve unaudited Financial Results for the quarter ended 31st December, 2022.
10. To consider and approve appointment of M/s. Kiran Doshi & Co., Practicing Company Secretaries as the Secretarial Auditor of the Company for the Financial Year 2022-23.
11. Any other item with the permission of the Chair.
12. Vote of Thanks.

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NOTES TO THE AGENDA

1. **ITEM NO. 01: 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: TO DETERMINE QUORUM & MODE OF ATTENDANCE:**

The Chairman to determine Quorum and mode of attendance.

3. **ITEM NO. 03: 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: CONFIRMATION OF MINUTES:**

To confirm and sign Minutes of the previous Board Meeting held on 11th November, 2022.

5. **ITEM NO. 05: TO TAKE NOTE OF THE CIRCULAR RESOLUTIONS PASSED SINCE LAST BOARD MEETING:**

The Chairman to place before the Board circular resolutions passed since last Board Meeting.

The Board to take note of the same.

6. **ITEM NO. 06: TO CONSIDER, REVIEW AND TAKE NOTE OF THE PROCEEDINGS OF THE STAKEHOLDERS REALTIONSHIP COMMITTEE MEETING:**

The Chairman to place before the Board the proceedings of the Stakeholders Relationship Committee Meeting for their noting and approval.

7. **ITEM NO. 07: TO CONSIDER, REVIEW AND TAKE NOTE OF THE PROCEEDINGS OF THE AUDIT COMMITTEE MEETING:**

The Chairman to place before the Board the proceedings of the Audit Committee Meeting for their noting and approval.

8. **ITEM NO. 08: TO CONSIDER, REVIEW AND TAKE NOTE OF THE PROCEEDINGS OF THE NOMINATION REMUNERATION COMMITTEE MEETING:**

The Chairman to place before the Board the proceedings of the Audit Committee Meeting for their noting and approval.

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9. ITEM NO. 09: TO CONSIDER AND APPROVE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 31ST DECEMBER, 2022:

As per Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 the Un-audited Financial Results together with the Limited Review Report of the Company for the quarter and nine months ended 31st December, 2022 will be placed before the Board of Directors for approval. The Board to discuss and pass the following resolution with or without any modification(s);

“RESOLVED THAT the Un-audited Financial Results together with the Limited Review Report of the Company for the quarter ended 31st December, 2022 be and are hereby considered and approved and the same be submitted to the Stock Exchange in compliance with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Sunny Sunil Gandhi (DIN: 00695322) Whole Time Director of the Company, be and is hereby authorized to take all such steps and to do all such acts, deeds, matters and things as may deem necessary in this regard.”

10. ITEM NO. 10: TO CONSIDER AND APPROVE APPOINTMENT OF M/S. KIRAN DOSHI & CO., PRACTICING COMPANY SECRETARIES AS THE SECRETARIAL AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2022-23:

The Chairman to place before the Board draft engagement letter from Mr. Kiran Doshi Practicing Company Secretary of M/s. Kiran Doshi & Co. (Company Secretaries) for his appointment as Secretarial Auditor of the Company for the Financial Year 2022-23. The Board to discuss the same and if thought fit pass the following resolution with or without modifications;

“RESOLVED THAT the Board be and hereby appoints Mr. Kiran Doshi (COP: 9890), Practicing Company Secretary of M/s. Kiran Doshi & Co, as Secretarial Auditor of the Company for the Financial Year 2022-23.

RESOLVED FURTHER THAT the Board of Directors of the company are hereby requested to assist Mr. Kiran Doshi and keep all the statutory registers, books and records available for them to check and provide them any copies of the same if so required by them for the conduct of the audit.

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RESOLVED FURTHER THAT any one director of the Company, be and are hereby severally authorized to do all such acts and deeds as may be necessary in this regard”

11. ITEM NO. 11: ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN:

12. ITEM NO. 12: VOTE OF THANKS:

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