



DEEP DIAMOND INDIA LIMITED

Regd. Office: 309, 3rd Floor, V Star Plaza, Plot No. 16, Chandavarkar Road, Borivali West, Mumbai, Maharashtra 400092 CIN: L24100MH1994PLC082609

Corporate office: 506-509 fifth floor, Apeksha, plot no. 256, Main Road, Hiran Magri, Sector 11, Udaipur, Rajasthan (313001) **Tel: 0294-3569097.**

E-mail: info.deepdiamondltd@gmail.com Website: www.deepdiamondltd.in

(BM: 05/2025-2026)

Notice of the meeting of the Board of Directors

To,
The Board of Directors
Deep Diamond India Limited

Notice is hereby given that the 05th meeting of the Board of Directors of **Deep Diamond India Limited** for the Financial Year 2025-2026 will be held on shorter notice **on Thursday, August 28, 2025, at 12:00 P.M.** (Indian Standard Time) at the registered office of the Company situated at 309, 3rd Floor, V Star Plaza Plot No. 16 Chandavarkar Road, Opp. Saraswat Bank Borivali West, Opposite Raj Mahal Hotel, Borivali West, Mumbai, Borivali West, Maharashtra, India, 400092 to discuss various matters as set out in the agenda annexed with this notice.

The option to attend the meeting through video conferencing mode is available for the directors. Further, the Directors are requested to confirm the same.

Every Director participating through Electronic Mode will be requested to state the following namely:

1. Name;
2. The location from where he is participating.
3. That he / she has received the agenda and all the relevant material for the Meeting.
4. That no one other than the concerned Director is attending or having access to the proceedings of the Meeting at the location mentioned in (b) above, and
5. He / She is able to hear and see the other participants clearly at the Meeting.

The Chairman of the Board shall conduct the Meetings of the Board. If the Chairman is unable to attend the Meeting, the Directors present at the Meeting shall elect one of themselves to chair and conduct the Meeting, unless otherwise provided in the Articles.

A copy of the agenda of the business to be transacted at the said meeting is enclosed herewith.

We request you to kindly make it convenient to attend the meeting.

For & on behalf of
Deep Diamond India Limited
Sd/-

Narayan Singh Rathore
Managing Director
DIN: 10900646

Date: August 28, 2025

Place: Mumbai



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Sr. No.	Agenda Item
1.	To grant leave of absence to directors, if any.
2.	To take note of the minutes of the previous meeting of the Board of Directors held on Wednesday, August 13, 2025.
3.	To take note of the minutes of the previous meeting of the Audit Committee held on Wednesday, August 13, 2025.
4.	To take note of the minutes of the previous meeting of the Nomination and Remuneration Committee held on Wednesday, August 13, 2025.
5.	To consider the recommendation of the audit committee and approve the draft Board's Report along with all the annexures to it for the financial year March 31, 2025.
6.	To fix the day, date, time, and place of the 31 st Annual General Meeting of the Company pursuant to provisions of Section 96 of the Companies Act, 2013.
7.	To approve the appointment of National Securities Depository Limited ("NSDL") for availing services of E-voting platform and video conferencing facility for the 31 st AGM of the Company.
8.	To Appoint M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, as the Scrutinizer to scrutinize the electronic voting process for the 31 st Annual General Meeting.
9.	To finalize and approve the draft AGM notice for convening the 31 st Annual General Meeting of the Company.
10.	To consider and review the retirement of rotation of directors in accordance with section 152 of the Companies Act, 2013.
11.	To take note of Secretarial Audit Report of the Company.
12.	To Review the Progress of the Company.
13.	To discuss any other business with the permission of the chair.



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NOTES TO AGENDA

Agenda No. 01:

To grant leave of absence:

If any Director is unable to attend the Meeting, he/she should seek a leave of absence from the Board.

A formal letter or intimation via email by any Director to the Chairperson, prior to the date of the Meeting will be taken into consideration.

Agenda No. 02:

To take note of the minutes of the previous meeting of the Board of Directors held on Wednesday, August 13, 2025.

The Minutes of the Previous Meeting of the Board of Directors held on Wednesday, August 13, 2025, at the registered office is enclosed herewith for the perusal of the Board.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the Meeting.

The Board is further requested to note that no comments were received from the Directors on the draft minutes circulated earlier.

Agenda No. 03:

To take note of the minutes of the previous meeting of the Audit Committee held on Wednesday, August 13, 2025:

The Minutes of the Previous Meeting of the Audit Committee held on Wednesday, August 13, 2025, at the registered office is enclosed herewith for the perusal of the Board.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the Meeting.

The Board is further requested to note that no comments were received from the Members on the draft minutes circulated earlier.



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Agenda No. 04:

To take note of the minutes of the previous meeting of the Nomination and Remuneration Committee held on Wednesday, August 13, 2025:

The Minutes of the Previous Meeting of the Nomination and Remuneration Committee held on Wednesday, August 13, 2025, at the registered office is enclosed herewith for the perusal of the Board.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the Meeting.

The Board is further requested to note that no comments were received from the Members on the draft minutes circulated earlier.

Agenda No. 05:

To consider the recommendation of the audit committee and approve the draft Board's Report along with all the annexures to it for the financial year March 31, 2025:

Pursuant to provisions of Section 134 of the Companies Act, 2013 and rules made thereunder; the draft Board Report along with all the annexures to it for the financial year ending March 31, 2025, shall be placed before the members at their meeting for their consideration, deliberation, review, and approval.

The Board is hereby requested to approve the Board's report along with all its annexures.

Further, the Board is hereby requested to authorize Mr. Narayan Singh Rathore, Managing Director & Ms. Laveena Pokharna, Whole Time Director & Chief Financial Officer to sign the same on behalf of the Board of Directors.

Board Members are requested to deliberate and pass the following resolution with or without modification(s):

"RESOLVED THAT pursuant to Section 134 of the Companies Act, 2013 and the rules made therein, the draft Board's Report of the Company along with all annexures thereto for the financial year ended March 31, 2025, as tabled before the Board, and duly initialed by the Chairman for the purpose of identification, be and is hereby approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Narayan Singh Rathore, Managing Director & Ms. Laveena Pokharna, Whole Time Director & Chief Financial Officer of the Company be and are hereby



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authorized to sign the said Board's Report along with all annexures thereto for the financial year ending March 31, 2025, for and on behalf of the Board of Directors.

RESOLVED FURTHER THAT any of the Director of the Company be and are hereby severally authorized to file necessary documents and forms with the Registrar of Companies and to do all such acts, deeds, matters, and things as deemed necessary, proper, or desirable for the purpose of effectuating the aforesaid resolution."

Agenda No. 06:

To fix the day, date, time, and place of the 31st Annual General Meeting of the Company pursuant to provisions of Section 96 of the Companies Act, 2013:

The Board is hereby requested to deliberate on when to hold the 31st Annual General Meeting of the Company for F.Y. 2024-2025, at such place and time as may be mutually decided by the Board at their meeting.

Accordingly, the Board is requested to deliberate on the same at their meeting and fix the day, date, time, and place of the 31st AGM of the Company.

Agenda No. 07:

To approve the appointment of National Securities Depository Limited ("NSDL") for availing services of E-voting platform and video conferencing facility for the 31st AGM of the Company.

The Board of Directors are hereby informed that pursuant to provisions of Regulations 44 of SEBI (LODR) Regulations, 2015 and Section 108 and Rule 20 (2) of Companies (Management and Administration) Rules, 2014; the Company is required to provide facility to its members for voting through electronic means in respective all the resolutions wherein approval of the shareholders is sought and pursuant to MCA Circular No September 19, 2024 which states that the Companies are allowed to conduct their AGM/EGMs through Video-conferencing or Other-Audio Visual means up-to September 30, 2025; it is proposed before the Board to hold the 31st Annual General Meeting of the Company through video conferencing mode.

Accordingly, it is proposed to avail e-voting platform services and video conferencing facility from NSDL for the proposed 31st Annual General Meeting.

The Board is requested to deliberate on the same and approve the appointment of NSDL by passing the following resolution with or without modification(s):

"RESOLVED THAT the Board hereby approves the appointment of National Depository Service Limited (NSDL) for availing the services of e-voting platform and video conferencing facility for the 30th AGM of the Company.



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RESOLVED FURTHER THAT any or all of the directors or Company Secretary of the Company be and is hereby authorized on behalf of the Company to take such steps as may be necessary in relation to the above and to do all acts, deeds, and things that may be necessary, proper, expedient, or incidental for the purpose of effectuating the aforesaid Resolution.”

Agenda No. 08:

To Appoint M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, as the Scrutinizer to scrutinize the electronic voting process for the 31st Annual General Meeting:

The Board is hereby informed that in accordance with the provisions of Section 108 of the Companies Act, 2013, the Company is required to appoint to scrutinizer independent of the Company for monitoring, facilitating, and scrutinizing the e-voting process provided to the shareholders of the Company at the 31st AGM.

Accordingly, it is proposed to appoint M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, as the scrutinizer of the 31st AGM.

The Board is requested to pass the following resolution with or without modification (s):

“RESOLVED THAT M/s. Ronak Jhuthawat & Co, Practising Company Secretaries, be and is hereby appointed as the Scrutinizer for conducting the business along with monitoring, facilitating and scrutinizing in the 31st AGM on such remuneration as may be mutually decided between the said scrutinizer and the Company.”

Agenda No. 09:

To finalize and approve the notice conveying the 31st Annual General Meeting of the Company:

The draft of the notice of the Annual General Meeting proposed to be issued to the members of the company for conveying the 31st AGM of the Company will be presented to the Board for their approval.

Accordingly, the Board is requested to pass the following resolution:

“RESOLVED THAT the draft notice for the 31st Annual General Meeting of the Company, as tabled before the Board, be and is hereby approved and any of the Director or company secretary is hereby authorized to issue the said notice to the members and such other persons as may be required by law

Agenda No. 10:



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To consider and review the retirement of rotation of directors in accordance with section 152 of the Companies Act, 2013.

The Board is informed that in accordance with the provisions of Section 152 of the Companies Act, 2013, at every annual general meeting, not less than 2/3rd of the total number of Directors of a public company shall be persons whose period of office is liable for determination of Directors liable to retire by rotation, out of which 1/3rd of such Directors shall be liable to retire at the Annual General Meeting ('AGM') of the Company. Such a vacancy caused by retirement can be filled by re-appointing the retiring Director or any other person.

Considering the aforesaid, at the ensuing AGM to be held in 2025, the number of Directors who would be liable to retire by rotation is 2.

Commented [SH1]: Dear Vedant, kindly check once

As the Directors retiring by rotation at the AGM shall be those who have been the longest in the office, it is proposed that **Mr. Narendra Kumar Shrimali and Kaushal Jain**, would retire at the ensuing AGM and such vacancy is proposed to be filled by re-appointing the retiring Directors.

The Board is requested to consider and to pass the following resolution with or without modification(s):

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 read with the relevant rules made thereunder including any statutory modifications and re-enactments thereof, **Mr. Narendra Kumar Shrimali (DIN: 09034181) and Kaushal Jain (DIN: 00848381)**, being liable to retire by rotation, be and are hereby noted."

Agenda No. 11:

To take note of Secretarial Audit Report of the Company:

The Secretarial Auditor's Report of the Company issued by M/s. Ronak Jhuthawat & Co., Practicing Company Secretaries; the Secretarial Auditors of the Company, for the Financial Year 2024-2025 will be placed before the Board for their consideration and noting pursuant to provisions of Section 204 of the Companies Act, 2013.

The Board is requested to deliberate on these secretarial audit reports, consider them and take note of the same.

To Review the Progress of the Company.

The Chair will brief about the performance of the company during the 02nd Quarter of the financial year 2025-2026 ended on June 30, 2025, to all the Directors.

The Board is requested to take note of the same.



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Agenda No. 10:

To discuss any other business with the permission of the chair:

Any other item apart from the aforementioned agenda may be taken up with the permission of the Chairperson.