

# SHANTIVIJAY JEWELS LTD.



**ANNUAL REPORT 2012-2013**



## SHANTIVIJAY JEWELS LIMITED

### BOARD OF DIRECTORS

#### PRADEEP KUMAR GODHA

*(Chairman & Managing Director)*

#### ANURAG GODHA

*(Vice Chairman & Managing Director)*

#### JEFFREY K. STERN

#### AMBUJ A. KASLIWAL

#### JAYANT B. SHAH

#### APURVA R. SHAH

#### TUSHAR A. MAVANI

### REGISTERED OFFICE / WORKS

G 37, Gem & Jewellery Complex, Bldg. No. III,  
SEEPZ, Andheri (E), Mumbai-400 096.

### ADMINISTRATIVE OFFICE

L-1, Trident Hotel, Hilton Towers,  
Nariman Point,  
Mumbai-400 021.

### BANKERS

Canara Bank  
Overseas Branch,  
Nariman Point,  
Mumbai-400 021.

### AUDITORS

B.F. Chordia & Co.  
Chartered Accountants  
17/1004, Indradarshan,  
Oshivara Link Road,  
Andheri (West), Mumbai-400 053.

### REGISTRAR & TRANSFER AGENTS

Bigshare Services Pvt. Ltd.  
E-2/3, Ansa Industrial Estate, Sakivihar Road,  
Sakinaka, Andheri (E), Mumbai-400 072.

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### NOTICE

NOTICE is hereby given that the 40<sup>th</sup> Annual General Meeting of the Members of SHANTIVIJAY JEWELS LIMITED will be held at Conference Hall, All India Institute of Local Self-Government, Sthanikraj Bhavan, C.D. Barfiwala Marg, Juhu Gali, Andheri (West), Mumbai 400 058 on **Saturday, 21<sup>st</sup> September, 2013 at 03.00 p.m.** to transact the following ordinary business:

1. To receive, consider and adopt the Balance sheet as at 31st March, 2013 and the Statement Profit and Loss of for the year ended on that date and the Reports of the Directors and Auditors, thereon.
2. To appoint a Director in place of Shri. Tushar Mavani, who retires by rotation and, being eligible, offers himself for reappointment.

3. To appoint a Director in place of Shri. Jayant Shah, who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint Auditors and to fix their remuneration.

BY ORDER OF THE BOARD

Sd/-

PRADEEP KUMAR GODHA  
CHAIRMAN & MANAGING DIRECTOR

**Registered Office:**

G-37, Gem & Jewellery Complex,  
Building No.III, SEEPZ,  
Andheri (East), Mumbai 400 096.  
Dated : 28<sup>th</sup> May, 2013

### NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON POLL) INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. All documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company on any working day between 11.00 a.m. to 1.00 p.m. excluding Saturdays upto the date of the Annual General Meeting.
3. The Share Transfer Books and the Register of Members of the Company shall be closed from **Saturday, 14<sup>th</sup> September, 2013 to Saturday, 21<sup>st</sup> September, 2013** (both days inclusive).
4. **The members are requested to:**
  - (i) Intimate change in their registered address, if any, to the Company's Registrar and Share Transfer Agents, M/s. Bigshare Services Private Limited at E-2 & 3, Ansa Industrial Estate, Sakinaka, Andheri(E), Mumbai 400 072, in respect of their holdings in physical form.
  - (ii) Notify immediately any change in their registered address to their Depository Participants in respect of their holdings in electronic form.
  - (iii) Non-Resident Indian Members are requested to inform M/s. Bigshare Services Private Limited immediately of the change in their residential status on return to India for permanent settlement.
  - (iv) **Register your email address and change, if any, therein from time to time with M/s. Bigshare Services Private Limited for shares held in physical form and with their Depository Participants for shares held in demat form.**

- (v) Register their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS code) and Permanent Account Number (PAN) with their Depository Participants with whom they are maintaining their demat accounts, if holding shares in dematerialized form.
  - (vi) Provide their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS code) along with their Folio Number and PAN to the Company's Registrars and Transfer Agents (RTA), M/s. Bigshare Services Private Limited, if holding shares in physical form.
  - (vii) Send or address all their shares related matters/ correspondence directly to M/s. Bigshare Services Private Limited.
  - (viii) Note that Section 109A of the Companies Act, 1956 provides for Nomination by the shareholders of the Company in the prescribed Form No. 2B for shares held in physical form. Bank forms will be supplied by the Company on request. Members holding shares in demat form may contact their respective Depository Participants for recording of nomination.
  - (ix) Send queries on accounts to the Company 10 days in advance of the Annual General Meeting so that the answers may be made available at the Annual General Meeting.
5. Our Registrar & Transfer Agent M/s. Bigshare Services Private Limited have provided Gen-Next Investor Module i'Boss the most advanced tool to interact with shareholders. Please login into i'Boss ([www.bigshareonline.com](http://www.bigshareonline.com)) and help us to serve you better.
  6. Corporate members are requested to send /bring a duly certified copy of the board resolution authorising their representatives to attend and vote at the Annual General Meeting.

7. Brief resumes of Directors seeking re-election /re-appointment are as under:

Name of the Director	Shri. Tushar Mavani	Shri. Jayant Shah
Age (years)	47 years	65 years
Date of Appointment	30.06.2006	26.07.2002
Qualification	B.Com., L.L.B.	B. Com.
Expertise in specific functional areas	Mr. Tushar Mavani is partner of M/s. Amarchand & Mangaldas & Sureh A. Shroff & Co., Advocates & Solicitors since 9th June, 2009 and has been in practice since 1991.	Reputed & experienced businessman & good exposure to import/export business.
Chairmanship/ Directorship held in other public companies	Director in : 1. Kotak Mahindra Pension Fund Limited 2. Kotak Mahindra Trusteeship Services Limited	Director in : G Jewelcraft Limited
Membership held in Committees of such Boards of other public companies	Member in : Shareholders Grievances & Remuneration Committee of the Company	Nil

BY ORDER OF THE BOARD

Sd/-

PRADEEP KUMAR GODHA  
CHAIRMAN & MANAGING DIRECTOR

**Registered Office:**

G-37, Gem & Jewellery Complex,  
Building No.III, SEEPZ,  
Andheri (East), Mumbai 400 096.  
Dated : 28<sup>th</sup> May, 2013

**Financial Highlights (Consolidated)**

(₹ in Lakhs)

Particulars	2008-09	2009-10	2010-11	2011-12	2012-13
Revenue from Operations	7233.95	6119.37	7173.96	7165.02	<b>8650.43</b>
Profit Before Tax	281.72	51.28	234.87	337.91	<b>335.57</b>
Profit After Tax	207.38	8.05	208.54	295.63	<b>280.95</b>
Equity Capital	300.20	300.20	300.20	300.20	<b>300.20</b>
Reserves & Surplus	2949.68	2843.97	3043.32	3448.65	<b>3824.22</b>
Networth	3249.88	3144.17	3343.52	3748.85	<b>4124.42</b>
Borrowings	1207.74	1293.76	1527.49	1803.01	<b>1728.44</b>
Fixed Assets (Net Block)	304.70	294.09	368.92	448.64	<b>399.65</b>
Net working Capital	2393.24	2401.27	2445.27	2822.66	<b>3181.21</b>
Book Value per share	108.26	104.74	111.38	124.88	<b>137.39</b>
Earning per share (₹)	6.91	0.27	6.95	9.85	<b>9.36</b>
Dividend (%)	0	0	0	15	<b>0</b>

## DIRECTORS' REPORT

TO THE MEMBERS OF SHANTIVIJAY JEWELS LIMITED

Your Directors present their 40th Annual Report and the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2013

### FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	Stand alone for the Company		Consolidated	
	2012-13	2011-12	2012-13	2011-12
Income from operations	6332.37	5125.88	8650.43	7165.02
Less : Expenses	6237.39	4996.97	8381.66	6821.77
Depreciation	60.92	49.55	68.52	56.78
<b>Profit from operations before other income and finance costs</b>	<b>34.06</b>	<b>79.36</b>	<b>200.25</b>	<b>286.47</b>
Add : Other Income	203.63	144.03	202.38	142.89
<b>Profit from ordinary activities before finance costs</b>	<b>237.69</b>	<b>223.39</b>	<b>402.63</b>	<b>429.36</b>
Less: Finance Cost	67.07	91.45	67.07	91.45
<b>Profit from ordinary activities before tax</b>	<b>170.62</b>	<b>131.94</b>	<b>335.56</b>	<b>337.91</b>
Less: Tax expenses	54.61	42.28	54.61	42.28
<b>Net profit from ordinary activities after tax</b>	<b>116.01</b>	<b>89.66</b>	<b>280.95</b>	<b>295.63</b>
<b>Net Profit for the period</b>	<b>116.01</b>	<b>89.66</b>	<b>280.95</b>	<b>295.63</b>
<b>Earning Per Share (₹)</b>	<b>3.86</b>	<b>2.99</b>	<b>9.36</b>	<b>9.85</b>

### DIVIDEND

With a view to conserve resources, your Directors have not recommended any dividend for the year under review.

### OPERATIONS

During the year under review, Sales & Operating Income was ₹6332.37 lakhs as compared to ₹5125.88 lakhs in the previous year with increase of over 23%. Consolidated Sales & operating Income have been ₹8650.43 lakhs as compared to ₹7165.02 lakhs in the previous year with increase of over 20%. Consolidated Net Profit has been ₹280.95 lakhs as against ₹295.63 lakhs in the previous year with marginal decline of about 5%.

The Company has sustained its performance in spite of weak and uncertain global economic conditions on account of better sales efforts and well acceptance of quality products offered by the Company and controlled costs.

### SUBSIDIARY COMPANIES

The Company has two subsidiary companies, namely, Shantivijay International Limited, Mauritius with its one step down subsidiary, Shantivijay Impex DMCC.

Pursuant to the provision of Section 212(8) of the Companies Act, 1956, the Ministry of Corporate Affairs, vide its circular dated February 8, 2011 has granted general exemption from attaching the balance sheet, statement of profit and loss and other documents of the subsidiary companies with the balance sheet of the Company. A statement containing brief financial details of

the Company's subsidiaries for the financial year ended March 31, 2013 is included in the Annual Report. The annual accounts of these subsidiaries and the related detailed information will be made available to any member of the Company seeking such information at any point of time and are also available for inspection by any member of the Company at the registered office of the Company. The annual accounts of the said subsidiaries will also be available for inspection, as above, at the head/registered offices of the respective subsidiary companies. The Company shall furnish a copy of the details of annual accounts of subsidiaries to any member on demand.

### DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Mr. Tushar Mavani and Mr. Jayant Shah retire by rotation and, being eligible, offer themselves for reappointment.

### CORPORATE GOVERNANCE

Report on Corporate Governance compliance is included as a part of the Annual Report along with the Auditor's Certificate.

### MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report prescribed under the Listing Agreement is included as a part of the Annual Report.

### DISCLOSURE OF PARTICULARS

Particulars required under Section 217(1)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of

Particulars in the Report of Board of Directors) Rules, 1988 relating to conservation of energy, research & development, technology absorption, foreign exchange earnings and outgo are given in the annexure to this Report.

There are no particulars to be disclosed under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended up to date.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

As required under Section 217 (2AA) of the Companies Act, 1956, we hereby state:

- (i) That in the preparation of the annual accounts for the Year ended March 31, 2013 the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards;
- (ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year;
- (iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (iv) That the Directors had prepared the annual accounts on a going concern basis.

#### **COMPLIANCE CERTIFICATE**

Compliance Certificate as required under Section 383A of the Companies Act, 1956 from Sunil M. Dedhia & Co., Company Secretaries, Mumbai is attached herewith.

#### **AUDITORS**

B. F. Chordia & Co., Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for reappointment. You are requested to appoint Auditors and fix their remuneration.

#### **ACKNOWLEDGEMENT**

The Directors would like to place on record their appreciation for the valuable co-operation extended to the Company by the employees of the Company, Government Departments, Bankers, Suppliers, Customers and Investors at large for their continuous support to the Company.

FOR AND ON BEHALF OF THE BOARD

Sd/-  
PRADEEP KUMAR GODHA  
CHAIRMAN & MANAGING DIRECTOR

Place : Mumbai  
Dated: 28<sup>th</sup> May, 2013

**ANNEXURE TO DIRECTORS' REPORT**

Particulars required under the Companies (Disclosure of particular in the Report of Board of Directors) Rules, 1988.

**A. Conservation of Energy**

As the Company is not covered in the list of industries required to furnish details in the Form 'A' relating to conservation of energy, the same is not given.

**B. Technology Absorption**

Research and Development (R&D)

- |  |   |
|--|---|
| 1. Specific areas in which (R&D) carried by the Company. | - Manufacture of jewellery as per international standard.<br>- Conceptual designs.<br>- Improvement in process of gold/platinum refining.   |
| 2. Benefits derived as a result of the above R&D.        | - Precision of manufacturing.<br>- Improved quality of production.<br>- Minimization of loss.<br>- Achieved consistency in production quality.<br>- Production with remarkable decrease in processing loss & better surface finish. |
| 3. Future plan of action                                 | - Import of equipments, instruments etc. for further improvement in production as well as quality control.  |
| 4. Expenditure on R & D                                  | - Nil   |

Technology Absorption, Adaptation and Innovation

- |   |  |
|---|--|
| 1. Efforts, in brief, made towards technology absorption, adoption and innovation | - The Company keeps itself abreast of the technical developments and innovation in Company's line of products world wide and tries to bring about improvements in the product for better yield, quality and cost effectiveness, etc. |
|---|--|

- |   |   |
|---|---|
| 2. Benefits derived as a result of the above e.g. product improvement, cost reduction product development, import substitution etc. | - As a result of above, the following benefits are achieved:<br>- Cost Reduction.<br>- Achievement in precision & quality.<br>- Use of indigenous equipment as import substitute. |
| 3. Imported Technology.   | - The Company has not imported any technology.  |

**C. Foreign Exchange Earnings and Outgo**

(₹ in Lakhs)

	<u>2012-13</u>	<u>2011-12</u>
Foreign Exchange earned	<u>5867.17</u>	<u>4803.34</u>
Foreign Exchange used:		
CIF value of Imports :		
- Raw materials	<b>826.61</b>	144.23
- Stores & consumable including spares	<b>13.83</b>	13.04
- Finished Goods	<b>342.86</b>	363.71
- Fixed Assets	<b>12.80</b>	10.00
Expenditure in foreign currency :		
- Travelling expenses	<b>13.63</b>	9.85
- Exhibition expenses & advance	<b>11.31</b>	21.92
- Bank Charges	<b>1.32</b>	1.88
- Membership & subscription	<b>0.18</b>	0.00
- Postage & Telephone	<b>1.41</b>	0.86
- Sales Commission	<b>12.16</b>	6.48
- Sales Promotion expenses	<b>13.75</b>	0.00
- Advertisement	<b>0.00</b>	0.30

FOR AND ON BEHALF OF THE BOARD

Sd/-  
PRADEEP KUMAR GODHA  
CHAIRMAN & MANAGING DIRECTOR

Place : Mumbai  
Dated : 28<sup>th</sup> May, 2013

## REPORT ON CORPORATE GOVERNANCE

Your Company has complied in all material respects with the Corporate Governance Code as per Clause 49 of the Listing Agreement with the Stock Exchange. A Report on the Corporate Governance compliance is furnished below:

### (1) Company's Philosophy on Corporate Governance

Good Corporate Governance helps enhancement of long term shareholder value and interest of other stakeholders. This is achieved through increased awareness for responsibility, transparency and professionalism and focus on effective control and management of the organization. The Board of Directors of the Company is committed to the consistent adherence to the corporate governance code and constant review of the Board processes, practices and the Management systems to maintain a greater degree of responsibility and accountability.

### Mandatory Requirements:

#### (2) Board of Directors

The details of composition of the Board of Directors, which is in line with the stipulated requirements, and other relevant details are given below.

### (3) Audit Committee

The Audit Committee has been constituted as per Section 292A of the Companies Act, 1956 and the guidelines set out in the Listing Agreements with the Stock Exchanges. The terms of reference inter alia include overseeing financial reporting process, reviewing periodic financial results, financial statements, internal control and internal audit systems, accounting policies and practices, related party transactions, performance of internal and statutory auditors, adequacy of internal audit function, discussions with internal and statutory auditors.

During the year 2012-13, four Audit Committee meetings were held on 11.05.2012, 03.08.2012, 02.11.2012 and 30.01.2013.

The composition of the Audit Committee and other relevant details are given below:

Name of Director	Category	Profession	No. of meetings attended
Shri. Ambuj Abhayakumarji Kasliwal, Chairman	Independent	Industrialist	2
Shri. Apurva Shah	Independent	Chartered Accountant	4
Shri. J. B. Shah	Independent	Business	3

Name of Director(s)	Category	No. of other directorship *	No. of Committee membership in all companies**		No. of Board Meetings attended	Attendance at last AGM
			Chairman	Member		
Shri. Pradeep Kumar Godha	Chairman & Managing Director	Nil	Nil	1	4	Yes
Shri. Anurag Godha	Vice- Chairman & Managing Director	Nil	Nil	1	4	Yes
Shri. Ambuj Abhayakumarji Kasliwal	Independent	5	Nil	Nil	2	No
Shri. Apurva R. Shah	Independent	4	1	4	4	Yes
Shri. Jayant B. Shah	Independent	1	Nil	1	3	Yes
Shri. Tushar Mavani	Independent	2	1	Nil	2	No
Mr. Jeffrey K. Stern	Non-Executive	Nil	Nil	Nil	Nil	No

\* excludes directorships held in private limited and overseas companies.

\*\* includes Audit Committee & Shareholders' Grievance Committee only.

**Board meetings:** During the year 2012-13, four meetings were held on 11.05.2012, 03.08.2012, 02.11.2012 and 30.01.2013. The last Annual General Meeting (AGM) was held on 20.07.2012.



**(4) Shareholders' Grievance Committee**

Terms of Reference of the Committee inter alia cover review / redressal of status of investor' complaints/grievances, review of performance of the Registrar & Share Transfer Agent and also to direct measures for improvements in investor services. During the year 2012-13, no Committee meeting was held since no complaint was received during the year. The composition of the Shareholders' Grievance Committee and other relevant details are given below:

Name of Director	Category
Shri. Tushar Mavani, Chairman	Independent
Shri. Pradeep Kumar Godha	Executive
Shri. Anurag Godha	Executive

**Shareholders' Complaints:** No Complaints received during the year. No complaints were pending at the beginning or end of the financial year.

Number of pending share transfers as on 31.03.2013 was NIL. No request for dematerialisation was pending for approval as on 31.03.2013.

**Name & Designation of Compliance Officer:**

Shri. Pradeep Kumar Godha, Chairman and Managing Director.

**(5) Remuneration of Directors**

The Remuneration payable to the Directors is considered and approved by the Remuneration Committee constituted in accordance with the Corporate Governance Code and the provisions of the Companies Act, 1956, having due regard to the relevant factors. Non-executive Directors are paid Sitting fees at the rate of ₹ 5000/- for each of the meetings of the Board or Committee thereof attended by them. The details of remuneration paid / payable to each Director for the year ended 31.03.2013 are as under:

(Figures in ₹)

Name of Director(s)	Inter se Relation	Sitting Fees	Salary	Perquisites/ Allowances	Total
Shri. Pradeep Godha	Brother of Anurag Godha	Nil	2700000	150013	2850013
Shri. Anurag Godha	Brother of Pradeep Godha	Nil	2700000	143069	2843069
Shri. Ambuj Abhayakumar Kasliwal	Nil	20000	Nil	Nil	20000
Shri. Apurva R. Shah	Nil	40000	Nil	Nil	40000
Shri. Jayant B. Shah	Nil	30000	Nil	Nil	30000
Shri. TusharMavani	Nil	10000	Nil	Nil	10000
Mr. Jeffrey K. Stern	Nil	Nil	Nil	Nil	Nil

All executive Directors are reappointed under contracts each for a period of three years with effect from 01.09.2011 and with termination notice period of 90 days. All the executive Directors

shall be entitled to compensation for loss of office in accordance with and subject to the provisions of the Companies Act, 1956 in case their offices are terminated before expiration and shall not have any other claim for damages against the Company. None of the Directors have been issued or entitled to any stock options.

The Non-executive Directors, apart from receiving Directors' remuneration by way of sitting fees, approved by the Board of Directors within the limit fixed and approved by the shareholders, do not have any other material pecuniary relationship or transactions with the Company. None of the non-executive Directors hold any shares in the Company.

**(6) General Body Meetings**

Details of last three Annual General Meetings are as under :

Year	Day, Date & Time	Venue	Special Resolutions passed for
2010	Tuesday, 10.08.2010 at 10.00 a.m.	G-37, Gem & Jewellery Complex, Building No. III, SEEPZ, Andheri (East), Mumbai 400 096	- Approval for issue of further shares/securities u/s 81(1A)
2011	Thursday,	-Do-	- Approval of reappointment of Shri Pradeep Godha as Managing Director for three years w.e.f. 01.09.2011 - Approval of reappointment of Shri Anurag Godha as Managing Director for three years w.e.f. 01.09.2011 - Approval for issue of further shares/securities u/s 81(1A)
2012	Friday, 20.07.2012 at 10.00 a.m.	N. J. Nair Conference Room, Indian Textile Accessories & Manufacturers' Association, Bhogilal Hargovindas Building, 4th floor, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai 400001	- Approval for issue of further shares/securities u/s 81(1A)

During the last year, the Company has not conducted any Postal Ballot.

**(7) Disclosures**

**(a)** The Code of Conduct for the Directors and the senior management of the Company has been laid down by the Board. The Code has been posted on the website of the Company. All the Board members and senior management of the Company have affirmed compliance with the Code of Conduct. A declaration to this effect, duly signed by the Managing Director is annexed hereto.

**(b)** The Company has continued to comply with the requirements of Stock Exchange, SEBI and other statutory authorities on all matters related to capital markets during the

last three years. No penalties or strictures have been imposed on the Company by the said authorities relating to the above.

(c) Transactions with related party are disclosed in Note No. 2.31 - Notes to Financial Statements in the Annual Report. There have been no materially significant related party transactions that may have potential conflict with the interests of the Company at large.

**(8) Means of Communication**

The quarterly results were published in Free Press Journal (English Newspaper) and Navshakti (Marathi Newspaper).

These results, official news releases are available on the website of the Company (www.shantivijay.com) and BSE Ltd. (www.bseindia.com).

All data required to be filed electronically or otherwise pursuant to the Listing Agreement with the Stock Exchanges, such as annual report, quarterly financial statements, Shareholding pattern, report on corporate governance are being regularly filed with the BSE Limited.

**(9) General Shareholders Information**

**1. 40<sup>th</sup> Annual General Meeting – Day, Date, Time and Venue**

Day	Date	Time	Venue
Saturday	21.09.2013	03.00 p.m.	Conference Hall, All India Institute of Local Self-Government, Sthanikraj Bhavan, C.D. Barfiwala Marg, Juhu Gali, Andheri (West), Mumbai 400 058

**2. Financial Calendar**

<b>Financial Year</b>	1st April to 31st March
<b>Adoption of Quarterly Results</b>	3 <sup>rd</sup> or 4 <sup>th</sup> week of the month following each calendar quarter
<b>Dates of Book Closure (Both days inclusive)</b>	Saturday, 14 <sup>th</sup> September, 2013 to Saturday, 21 <sup>st</sup> September, 2013 (both days inclusive)

**3. Listing & Liquidity on Stock Exchanges** Bombay Stock Exchange Limited  
Stock Code: 530989  
(included under S category)

**Listing fees:** The Company confirms that it has paid the annual listing fee to the BSE Ltd. where the shares of the Company are listed.

**Dematerialisation status:** Equity Shares of the Company are traded compulsorily in dematerialized form and available for trading in the depository systems of both NSDL and CDSL. Security Code No. with NSDL and CDSL is - ISIN INE 656D01015. As on 31<sup>st</sup> March, 2013, 29,12,681 Equity Shares representing 97.03% of the Paid-up Share Capital of the Company is held in dematerialized form.

**4. Share Transfer Agents & Address for correspondence :**  
**M/s Bigshare Services Private Limited**  
**E-2 & 3, Ansa Industrial Estate, Sakinaka,**  
**Andheri(E), Mumbai 400 072**

The shareholders are requested to address all their

communications/ suggestions/ grievances/ queries to the Share Transfer Agents at the above address.

**5. Compliance Officer :** **Shri. Pradeep Kumar Godha,**  
Chairman & Managing Director  
G-37, Gem & Jewellery Complex,  
Building No. III, SEEPZ,  
Andheri (East), Mumbai 400 096  
Tel.: 42182222 Fax : 28291360  
E-mail : [shantivijay@shantivijay.com](mailto:shantivijay@shantivijay.com)

In accordance with the Clause 47(f) of the Listing agreement, the Company has created a specific investor grievance e-mail ID : [investors@shantivijay.com](mailto:investors@shantivijay.com)

**6. Share Transfer System**

To expedite the transfer process in the physical segment, authority has been delegated to the Share Transfer Committee, which comprises of Shri. Pradeep Kumar Godha and Shri. Anurag Godha. Committee meets every fortnightly for approval of the transfer request, if any.

Reports on Share Transfer/transmission are placed before the Shareholders' Grievances Committee and the Board from time to time.

**7. Market Price Data**

Month	Bombay Stock Exchange		
	High (₹)	Low (₹)	Volume
Apr 12	88.50	76.05	315
May 12	98.55	67.55	4,166
Jun 12	102.90	93.65	168
Jul 12	110.00	104.55	14
Aug 12	110.00	100.00	55
Sep 12	95.05	79.30	165
Oct 12	83.75	76.00	99
Nov 12	77.00	73.00	80
Dec 12	80.45	72.85	121
Jan 13	84.00	76.00	4,997
Feb 13	105.00	80.90	685
Mar 13	119.00	104.50	1,093

