



MD	✓	BKC	✓
CS	✓	DPY	MA
RO	✓	DNV	MA
TRA	✓	AC	L
AGM	✓	SH	L
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SHEETAL DIAMONDS LIMITED

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4th

ANNUAL REPORT

1997 - 98

SHEETAL DIAMONDS LIMITEDReport  junction.com

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SHEETAL DIAMONDS LIMITED



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**DIAMONDS
LIMITED**

BOARD OF DIRECTORS :

SHRI VINOD T. SHAH *Managing Director*

SHRI J.S. SHAH *Director*

SHRI R.J. SHAH *Director*

CONSULTING COMPANY SECRETARY :

R.N. SHAH & ASSOCIATES

AUDITORS:

KAMLESH B MEHTA & COMPANY
CHARTERED ACCOUNTANTS, MUMBAI

BANKERS :

BANK OF PUNJAB LTD., BANDRA, MUMBAI
BANK OF INDIA, OPERA HOUSE, MUMBAI
PUNJAB & SIND BANK, OPERA HOUSE, MUMBAI
BANK OF INDIA, VAPI, DAMAN
STATE BANK OF INDIA, DAMAN

REGISTERED OFFICE :

610, PRASAD CHAMBERS, TATA ROAD NO.2,
OPERA HOUSE,
MUMBAI - 400 004

BRANCH OFFICE :

105/106, SAPNA BUILDING, 6/1336
JADDAKHADI, MAHIDHAR PURA,
SURAT.

FACTORY :

G-6, CHIRAG INDUSTRIAL COMPLEX,
PLOT NO. 39/40 GOLDEN INDUSTRIAL ESTATE,
SOMNATH ROAD, DAMAN - 392210 (U.T.)

REGISTRAR AND SHARE TRANSFER AGENTS :

DATAPREP CORPORATE SERVICES PVT. LTD.
B-17/18, LAXMI SHOPPING CENTRE,
HIRACHAND DESAI ROAD, GHATKOPAR (WEST),
MUMBAI - 400 086. PHONE NO. 5166799

SHEETAL DIAMONDS LIMITED

NOTICE

Notice is hereby given that the 4th Annual General Meeting of the Members of the **SHEETAL DIAMONDS LIMITED** will be held at **KESHAV GORE SABHA GRAH, "SMRUTHI" AAREY ROAD GOREGOAN (WEST), MUMBAI-400062** Thursday the 20th August, 1998 at 10.00 a.m. to transact the following business.

ORDINARY BUSINESS

- (1) To receive, consider and adopt the Audited Balance Sheet as at 31st March 1998 and the Profit and Loss Account for the year ended on that date and reports of the Board of Directors and Auditors thereon.
- (2) To appoint a director in place of Shri R.J. Shah, who retires by rotation and being eligible offers himself for reappointment.
- (3) To appoint Auditors to hold the office from the conclusion of this meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

- (4) To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution.

RESOLVED THAT Mr. Jitendra S. Shah be and is hereby appointed as a director of the company.

- (5) To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Equity Shares of the company be delisted from Madras and Delhi Stock Exchanges."

- (6) To consider and if thought fit to pass with or without modifications the following resolution as a Special Resolution:

"RESOLVED pursuant to section 163 of the Companies Act, 1956, that the Registrar of members, Indexes, Share transfer forms and Registers of the Company be kept instead of at the registered office of the company at the office of Dataprep Corporate Services Pvt. Ltd. at B-17/18, Laxmi Shopping Centre, Hirachand Desai Road, Ghatkopar (West), Mumbai - 400086, where the necessary Registers, Indexes as mentioned above shall remain open from 11.00 a.m. to 5.00 p.m. except Saturdays & holidays".

- (7) To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED pursuant to Section 31 and all other applicable provisions, if any, of the Companies Act, 1956, that the Articles of Association of the Company be altered in the following manner:

Insert the following Article as Article 6A after Article 6:

6A: Notwithstanding anything contained in these Articles, in the event it is permitted by law for a Company to purchase its own shares or securities, the Board of Directors may, when and if thought fit, buy back such of the Company's own shares or securities as it may think necessary, subject to such limits, upon such terms and conditions, and subject to such approvals, as may be permitted by the law."

- (8) To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT if and when permitted by the law and subject to all applicable provisions of the law and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be considered subject to such conditions and modifications as may be considered necessary by the Board of Directors of the Company (hereinafter referred to as the "Board" which expression shall also include a Committee thereof), or as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to or accepted by the Board, the consent of the Company be and is hereby accorded to the Board, to purchase such number of other securities specified by the Government, of the Company,

L. of ordinary shares

SHEETAL DIAMONDS LIMITED

as may be thought fit, from the holders of the Ordinary Shares or other securities of the Company in such proportion and manner as may be permitted by the law not exceeding such percentage of the capital of the Company as may be permitted,] by law, from such funds, of the company as are permitted to be used for this purpose or out of the proceeds of any issue made by the Company, on such terms and subject to such conditions as may be prescribed by the law.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts and things and give such directions as may be necessary or desirable and to settle all questions or difficulties whatsoever that may arise with regard to the said purchase of Ordinary Shares or other securities.

RESOLVED FURTHER THAT nothing herein above contained shall confer any right on any shareholder to offer, or any obligation on the Company or the Board to buy back, any Ordinary Shares or other securities."

NOTES

- (1) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER.
- (2) Explanatory statement pursuant to section 173 of the Companies Act, 1956 in respect of special business is annexed herewith.
- (3) Members are requested to intimate the change, if any, in their registered addresses.
- (4) The register of members will remain closed from 14th August 98, to 20th August, 1998, both days inclusive.

By Order of the Board

Place :- Mumbai
Dated :- 25th June, 1998.
Registered Office :
610, Prasad Chambers,
Tata Road No.2, Opera House,
Mumbai - 400 004

Sd/-
VINOD T SHAH
MANAGING DIRECTOR