



Mini Diamonds (India) Ltd.

DW-9020 Bharat Diamond Bourse, Bandra Kurla Complex, Bandra- East, Mumbai – 400051.
Email: accounts@minidiamonds.net Phone: 022 4964 1850, CIN: L36912MH1987PLC042515

Date: April 29, 2026

To,

BSE Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort,

Mumbai - 400001

Scrip Code: 523373

Dear Sir/Madam,

Subject: Postal Ballot Notice- Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Pursuant to Regulation 30 of SEBI Listing Regulations, please find enclosed herewith a copy of Postal Ballot Notice dated April 23, 2026 (“Notice”) together with notes and explanatory statement thereto. The Notice is issued for seeking approval of Members of the Company on the resolutions as specified therein, by means of electronic mode (“remote e-voting”) in compliance with the relevant circulars issued by the Securities and Exchange Board of India (“SEBI”) and Ministry of Corporation Affairs (“MCA”), from time to time, in this regard.

In accordance with the applicable circulars of Ministry of Corporate Affairs (“MCA Circulars”) and provisions of the SEBI Listing Regulations, the aforesaid Notice is being sent only by e-mail to all the Members of the Company who have registered their e-mail addresses with the Depository(s)/Registrar and Share Transfer Agent (“RTA”) or respective Depository Participants and whose names are recorded in the Register of Members/Beneficial Owners as on the **Cut-off date** i.e. Friday, April 24, 2026.

The Company has engaged the services of National Depository Services (India) Limited (“NDSL”), for providing e-voting facility to its Members. The e-voting period commences on Friday, May 01, 2026 at 09:00 a.m. (IST) and ends on Saturday, May 30, 2026 at 05:00 p.m. (IST). The Notice is also being uploaded on the website of the Company at <https://www.minidiamonds.net/>. and NSDL <https://www.evoting.nsdl.com/>.

CS Sandhya Malhotra (Membership No.: FCS 6715), Partner at M/s. Manish Ghia & Associates, Practicing Company Secretaries, Mumbai, has been appointed as the Scrutinizer for conducting the Postal Ballot through remote e-voting in a fair and transparent manner.



Mini Diamonds (India) Ltd.

DW-9020 Bharat Diamond Bourse, Bandra Kurla Complex, Bandra- East, Mumbai – 400051.
Email: accounts@minidiamonds.net Phone: 022 4964 1850, CIN: L36912MH1987PLC042515

The results of the Postal Ballot through e-voting will be announced on or before Tuesday, June 02, 2026.

Kindly take the above information on record.

Yours Faithfully,

**For and on behalf of Board of Directors
Mini Diamonds (India) Limited**

**Upendra Narottamdas Shah
Managing Director
DIN: 00748451**

Encl: A/a



MINI DIAMONDS (INDIA) LIMITED

CIN: L36912MH1987PLC042515

Registered Office: DW-9020, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra East,
Mumbai-400051, Maharashtra, India

Contact: 022-49641850 **E-mail:** accounts@minidiamonds.net

Website: www.minidiamonds.net

NOTICE OF POSTAL BALLOT

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), including any statutory modification(s), substitution(s) or re-enactment(s) thereof for the time being in force, and Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**"), as amended from time to time, read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 9/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and the latest one being 03/2025 dated September 22, 2025 read with subsequent relevant circulars issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**") and all other applicable laws, rules and regulations, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the resolutions as set out in this Notice are proposed for approval by the Members of Mini Diamonds (India) Limited ("**the Company**") by way of Postal Ballot through remote electronic voting ("**remote e-voting**") process only.

The proposed resolutions and the Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act setting out the material facts pertaining to said resolutions are also annexed to this Postal Ballot Notice ("**Notice**").

In compliance with the provisions of Sections 108, 110 of the Act, read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations and SS-2 read with the MCA Circulars, the Company is providing remote e-voting facility, to enable the Members to cast their votes electronically instead of submitting the physical postal ballot form(s). The communication of the assent or dissent of the Members would only take place through the remote e-voting system. For the purpose of remote e-voting, the Company has engaged the services of National Securities Depository Limited ("**NSDL**"). Accordingly, the Notice and instructions for remote e-voting are being sent only through electronic mode to those members whose e-mail address is registered with the Company/Depository Participant ("**DP**"). The details of the procedure to cast the vote forms part of the Notes to this Notice.



The e-voting facility will be available during the following period:

Commencement of e-voting period	Friday, May 01, 2026 at 9:00 a.m. (IST)
Conclusion of e-voting period	Saturday, May 30, 2026 at 5:00 p.m. (IST)
Cut-off date for eligibility to vote	Friday, April 24, 2026

The remote e-voting facility will be disabled by NSDL immediately after **5:00 p.m. (IST) on Saturday, May 30, 2026** and e-voting shall not be allowed beyond the said time and date.

The last date of e-voting, i.e. **Saturday, May 30, 2026**, shall be the date on which the resolutions would be deemed to have been passed, if approved, by the requisite majority. Further, resolution(s) passed by the members through postal ballot shall be deemed to have been passed as if they are passed at a General Meeting of the Members.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company has appointed CS Sandhya R. Malhotra, (Membership No.: FCS 6715), Partner at M/s. Manish Ghia & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinizer for conducting the Postal Ballot process through remote e-voting process in a fair and transparent manner.

After completion of scrutiny of the votes cast, the Scrutinizer shall submit her report to the Chairman of the Company, or any other person authorised by him. The results of Postal Ballot (remote e-voting process) along with the Scrutinizer's Report, shall be announced by the Chairman of the Company or such authorised person within 2 (two) working days from the conclusion of the remote e-voting. The Scrutinizer's decision on the validity of votes cast will be final.

The said results along with the Scrutinizer's Report shall be intimated to BSE Limited ("BSE") at <https://www.bseindia.com/>, where the Equity Shares of the Company are listed. Additionally, the results shall also be uploaded on the Company's website at <https://www.minidiamonds.net/> and on the website of NSDL at <https://www.evoting.nsdl.com/>.

SPECIAL BUSINESS:

ITEM NO. 1:

INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION ("MOA") OF THE COMPANY:

*To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:***



“RESOLVED THAT pursuant to the provisions of Sections 13, 61(1)(a), 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in accordance with the applicable provisions of the Articles of Association of the Company and subject to such approvals as may be necessary, approval of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from INR 30,00,00,000/- (Indian Rupees Thirty Crores Only) divided into 150000000 (Fifteen Crores) equity shares of face value of INR 2/- (Indian Rupees Two Only) each to INR 50,00,00,000/- (Indian Rupees Fifty Crores Only) divided into 250000000 (Twenty Five Crores) equity shares of face value of INR 2/- (Indian Rupees Two Only) each ranking pari-passu in all respect with the existing equity shares of the Company as per the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT consequently, pursuant to the provisions of Sections 13, 61 and any other applicable provisions, if any, of the Companies Act, 2013, the existing Clause 5 of Memorandum of Association (“MOA”) of the Company be and is hereby substituted by the following new Clause 5:

5. “The Share Capital of the Company is INR 50,00,00,000/- (Indian Rupees Fifty Crores only), divided into 250000000 (Twenty Five Crores) equity shares of INR 2/- (Indian Rupees Two only) each.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “**Board**”) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director and/or Key Managerial Personnel and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO. 2:

ISSUE OF BONUS SHARES:

*To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

“RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”), read with rules framed thereunder, and in accordance with Chapter XI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“**SEBI ICDR Regulations**”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**SEBI Listing Regulations**”) the Foreign Exchange Management Act, 1999 (“**FEMA**”), and pursuant to applicable provisions of the Articles of Association (“**AOA**”) of the Company and subject to such other



approval(s), consent(s), permission(s) and sanction(s), if any, as may be required from concerned statutory authority(ies), approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “**Board**”) for capitalization of a sum not exceeding INR 23,56,91,160/- (Indian Rupees Twenty Three Crores Fifty Six Lakhs Ninety One Thousand One Hundred and Sixty Only) out of Reserves and Surplus of the Company, as may be considered appropriate for the purpose of issuance and allotment of bonus equity shares of INR 2/- (Indian Rupees Two Only) each, credited as fully paid-up equity shares to those eligible Members of the Company whose names appear in the Register of Members/Register of Beneficial Owners as on the “**Record Date**” as may be fixed in this regard by the Board, in proportion of 1:1 i.e. 1 (one) new fully paid-up equity share of INR 2/- (Indian Rupees Two Only) each for every 1 (one) existing fully paid-up equity share of INR 2/- (Indian Rupees Two Only) each held by the Members and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by such Members.

RESOLVED FURTHER THAT the bonus shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as on the Record Date as may be fixed in this regard by the Board.

RESOLVED FURTHER THAT in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in **dematerialised form** only and shall be credited to the respective beneficiary accounts of the Members maintained with their respective Depository Participant(s).

RESOLVED FURTHER THAT, in respect of the Members whose equity shares were credited to Unclaimed Demat Suspense Account named as “Mini Diamonds (India) Limited-Unclaimed Securities Suspense Account”, pursuant to split/sub-division of equity shares completed by the Company and in compliance with the applicable Regulations, the new equity shares arising out of the bonus issue shall also be credited to the said unclaimed demat suspense account and shall remain therein until they are credited to the respective beneficiary account(s) of the Members upon receipt of the requisite documents.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to Non-Resident Members, and other Foreign Investors, if any, shall be subject to the approval of Reserve Bank of India (“RBI”), if required, under the FEMA or any other regulatory authority.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing of such bonus shares on the Stock Exchange where the shares of the Company is presently listed, as per the applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director and/or Key Managerial Personnel including to fix and announce



the Record Date, to make appropriate adjustments on account of issue of bonus equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the issue of bonus equity shares as aforesaid and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies ("ROC"), Stock Exchange, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations."

**By order of the Board
For Mini Diamonds (India) Limited**

**Sd/-
Archana Rajesh Agarwal
Company Secretary and Compliance Officer
Membership No.: A36704**

Date: April 23, 2026

Place: Mumbai

Registered Office:

DW-9020, Bharat Diamond Bourse,
Bandra Kurla Complex,
Bandra East, Mumbai 400051,
Maharashtra, India.

Tel. No.: 022 49641850

E-mail ID: accounts@minidiamonds.net

Website: www.minidiamonds.net

Notes:

1. An Explanatory Statement pursuant to the provisions of Section 102 read with Section 110 of the Companies Act, 2013 ("**the Act**") and rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, setting out all the material facts setting out the material facts relating to the aforesaid Resolutions and the reasons thereof, is annexed hereto and forms part of the Postal Ballot Notice ("**Notice**").
2. In compliance with the MCA Circulars, the Notice along with explanatory statement is being sent by electronic mode only to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories i.e. National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on Friday, April 24, 2026 ("**Cut-Off Date**") and whose e-mail addresses are



registered with the Depository Participant (DP)/ Registrar and Share Transfer Agent. A person who is not a Member on the cut-off date should treat this notice for information purposes only. Members holding shares in dematerialised mode, who have not registered their e-mail addresses are requested to register their e-mail addresses with their respective Depository Participant ("DP"). Members may note that this Notice will also be available on the Company's website at <https://www.minidiamonds.net/>, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at <https://www.evoting.nsdl.com/>.

3. In compliance with provisions of Sections 108, 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations and the Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), the Company is pleased to provide e-voting facility to the Members to exercise their votes electronically. For this purpose, the Company has availed the service of **NSDL** for facilitating e-voting to enable the Members to cast their votes electronically.
4. All the documents referred to in this Notice and the Explanatory Statement shall be available for inspection by the Members. Members who wish to inspect the documents are requested to send an e-mail to compliance@minidiamonds.net mentioning their Name, Client ID and DP ID.
5. The Voting rights of members will be reckoned on the paid-up value of equity shares registered in the name of the Members on Friday, April 24, 2026, being the cut-off date. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes. Members whose e-mail IDs are not registered, are requested to contact the Depository.
6. The e-voting period commences on Friday, May 01, 2026, at 9:00 a.m. (IST) and ends on Saturday, May 30, 2026 at 5:00 p.m. (IST). During this period, Members of the Company, holding equity shares in dematerialized form, as on the Cut-Off date i.e., Friday, April 24, 2026, may cast their vote by e-voting. The e-voting module shall be disabled by NSDL after the aforesaid date and time for voting. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
7. The resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e., Saturday, May 30, 2026. Further, the resolutions passed through this postal ballot shall be deemed to have been passed by the members at a General Meeting.
8. Members are requested to update/intimate changes, if any, in their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), bank details, mandates, nominations, etc., to their DPs if the Equity Shares are held by them in



dematerialised form and to the Registrar and Transfer Agent of the Company (RTA), viz., Purva Sharegistry (India) Private Limited (“RTA”) at Unit no. 9. Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai-400011, quoting their folio number if the Equity Shares are held by them in physical form and transferred to Unclaimed Suspense Account.

9. The Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in **dematerialised form** only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Company’s website <https://www.minidiamonds.net/investors-types/forms-for-nomination-and-updation-of-kyc>. It may be noted that any service request can be processed only after the folio is KYC Compliant.
10. **Members are requested to note that in accordance with SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only and shall be credited to the respective beneficiary accounts of the Members maintained with their respective Depository Participant(s). In view of the same, members whose shares are transferred to “Mini Diamonds (India) Limited - Unclaimed Securities Suspense Account” are requested to claim such shares laying in the said account on or before the Record Date as may be determined by the Board of Directors of the Company for this purpose, which shall be announced separately on stock exchange, i.e., BSE Limited, where the shares of the Company are listed. If such shares are not claimed, the bonus shares will also be credited to same account, and the voting rights on such equity shares would remain frozen. For any assistance in the regard, Members are requested to Contact Company’s RTA by sending an e-mail at support@purvashare.com.**

11. Instruction for E-Voting is as follows:

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system:

A) Login method for e-Voting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.







Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="469 546 1388 954">1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered e-mail id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. <li data-bbox="469 987 1388 1440">2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. <li data-bbox="469 1473 1388 1637">3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="469 1671 1388 2038">4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site



	<p>wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where



	the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.



Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) *For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

**Not Applicable as the shares held by Members in physical form were credited to "Mini Diamonds (India) Limited-Unclaimed Securities Suspense Account", pursuant to split/sub-division of equity shares completed by the Company. The voting rights on such unclaimed shares shall remain frozen and shall be exercisable only upon transfer of such shares to the respective beneficiary account(s) of Members.*

5. Password details for shareholders other than Individual shareholders are given below:

a) How to retrieve your 'initial password'?

- (i) If your e-mail ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file.



Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com- Not Applicable
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.



6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

12. General Guidelines for Shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizer@mgconsulting.in with a copy marked to evoting@nsdl.com. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney /Authority Letter etc. by clicking on "**Upload Board Resolution/Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request at evoting@nsdl.com.

Process for those shareholders whose e-mail ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by e-mail to compliance@minidiamonds.net. (Not Applicable)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@minidiamonds.net. If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**



3. Alternatively Shareholder/Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-Voting facility.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The following Statement sets out all material facts, rationale relating to the Special Business as set out at Item Nos. 1 and 2 of the accompanying Notice.

ITEM NO. 1:

The present Authorised Share Capital of the Company is INR 30,00,00,000/- (Indian Rupees Thirty Crores Only) divided into 150000000 (Fifteen Crores) equity shares of INR 2/- (Indian Rupees Two Only) each.

The Company proposes to issue bonus shares as per Item No. 2, and in order to facilitate any further capital issuances in future, the present Authorised Share Capital needs to be increased, therefore, the Board of Directors at its meeting held on April 23, 2026, have approved and recommended to increase the Authorised Share Capital from INR 30,00,00,000/- (Indian Rupees Thirty Crores Only) divided into 150000000 (Fifteen Crores) equity shares of face value INR 2/- (Indian Rupees Two Only) each to INR 50,00,00,000/- (Indian Rupees Fifty Crores Only) divided into 250000000 (Twenty Five Crores) equity shares of face value of INR 2/- (Indian Rupees Two Only) each by creation of additional 100000000 (Ten Crores) equity shares of INR 2/- (Indian Rupees Two Only). The increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause 5 of the Memorandum of Association ("MOA") of the Company.

The increase in the Authorised Share Capital and consequential alteration to Clause 5 of the MOA of the Company requires members' approval in terms of Sections 13 and 61 of the Companies Act, 2013.

The Board of Directors recommend the Ordinary Resolution set out at Item No. 1 of this Notice for approval by the members.

Accordingly, approval of members is sought for passing the ordinary resolution set out at Item No. 1 of this Notice.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Notice.

**ITEM NO. 2:**

The Board of Directors at its meeting held on April 23, 2026, have recommended issue of bonus equity shares of INR 2/- (Indian Rupees Two Only) each credited as fully paid-up to eligible members of the Company in the proportion of 1:1 i.e., 1 (one) new fully paid-up equity share of INR 2/- (Indian Rupees Two Only) each for every 1 (one) existing fully paid-up equity share of INR 2/- (Indian Rupees Two Only) each by capitalising a sum not exceeding INR 23,56,91,160/- (Indian Rupees Twenty Three Crores Fifty Six Lakhs Ninety One Thousand One Hundred and Sixty Only) out of Reserve and Surplus of the Company, as may be considered appropriate.

Article 39 of the Articles of Association (“AOA”) of the Company permits capitalisation of any part of the amount for the time being standing to the credit of any of the Company’s reserve accounts (including securities premium account and capital redemption reserve account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

While considering the issue of bonus equity shares, the Board is of the opinion that the proposed issuance of bonus shares in the ratio of 1:1 would be the appropriate way to reward the members for their continued support and trust in the affairs of the Company.

In terms of the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only. Accordingly, Members whose equity shares credited to Unclaimed Demat Suspense Account named as “Mini Diamonds (India) Limited – Unclaimed Securities Suspense Account”, post completion of split/sub-division of equity shares of the Company, the Company shall also credit the new equity shares to be allotted pursuant to bonus issue to such Unclaimed Demat Suspense Account. The voting rights on the equity shares credited to the Unclaimed Demat Suspense Account shall remain frozen and shall be exercisable only upon transfer of such shares to the respective beneficiary account(s) of Members of the Company.

Pursuant to the applicable provisions of SEBI ICDR Regulations, the bonus issue shall be implemented by the Company within 2 (two) months from April 23, 2026, being the date of the Board Meeting wherein the decision to announce the bonus issue was taken subject to Members’ approval.

The “Record Date” as may be determined by the Board of Directors of the Company for the purpose of Bonus Issue shall be announced separately to the Stock Exchange, where the equity shares of the Company are listed, post members’ approval.

The Board of Directors recommend the Ordinary Resolution set out at Item No. 2 of this Notice for approval by the members of the Company.



None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice except to the extent of their shareholding in the Company.

**By order of the Board
For Mini Diamonds (India) Limited**

**Sd/-
Archana Rajesh Agarwal
Company Secretary and Compliance Officer
Membership No.: A36704**

Date: April 23, 2026

Place: Mumbai

Registered Office:

DW-9020, Bharat Diamond Bourse,
Bandra Kurla Complex,
Bandra East, Mumbai 400051,
Maharashtra, India.

Tel. No.: 022 49641850

E-mail ID: accounts@minidiamonds.net

Website: www.minidiamonds.net