Date: 25/11/2019

To,
Bombay Stock Exchange
P.J.Towers,
Dalal Street,Fort,
Mumbai – 400 001

Ref: Bhakti Gems and Jewellery Ltd (Scrip Code: 540545)
Subject: Result of Voting conducted through Postal Ballot Procedure.

With reference to the captioned subject, this is to inform to all the shareholders of the company and all other concerned authorities that pursuant to Section 110 of the companies act, 2013 (hereinafter referred to as “the Act”) read with companies (Management and administration) Rules, 2014 (hereinafter referred to as “the Rules”) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the company conducted the Postal Ballot process for obtaining Shareholders approval by way of Special Resolution under Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) and applicable SEBI(LODR) Regulations, 2015, to migrate listing of its specified securities from SME Platform to Main Board of BSE Limited.

The Board of Director of the company had appointed M/s. Shikha Patel & Associates, Company Secretaries (CP No. 16201) Ahmedabad, as the scrutinizer for conducting the postal ballot & to submit the report.

Based on the Scrutinizer’s Report dated 25th November 2019, the following result is hereby announced to the members at the registered office of the company:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>No. Of Postal Ballot forms</th>
<th>No. Of equity shares</th>
<th>Total Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Number of Postal Ballot forms sent and corresponding No. Of Equity Shares</td>
<td>35</td>
<td>1,00,26,345</td>
<td>100.00</td>
</tr>
<tr>
<td>Total Number of Postal Ballot forms received and corresponding No. Of Equity Shares</td>
<td>12</td>
<td>98,60,511</td>
<td>98.35</td>
</tr>
<tr>
<td>Number of Valid Postal Ballot Forms received</td>
<td>12</td>
<td>98,60,511</td>
<td>98.35</td>
</tr>
<tr>
<td>Number of Invalid Postal Ballot forms received</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Votes in favour of Resolution</td>
<td>12</td>
<td>98,60,511</td>
<td>98.35</td>
</tr>
<tr>
<td>Votes Against resolution</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>
Accordingly, the Chairman has announced that special resolution set out in the notice dated 26th October 2019 stand duly approved by the shareholders with requisite majority.

For BHAKTI GEMS AND JEWELLERY LIMITED

25/11/2019

AKSHAY S. MEHTA
MANAGING DIRECTOR
(DIN: 02986761)

Date: 25/11/2019
Place: Ahmedabad
Report of Scrutinizer on Postal Ballot

[Pursuant to section 110 of the companies act, 2013 and rule 22 of the companies (management and Administration) Rules, 2014 and in term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018]

To,
The Chairman,
Bhakti Gems And Jewellery Limited
209, Shree Balaji Paragon, B/S Rock Regency Hotel,
Opp. Axis Bank, Nr. Circle - P,
C.G.Road, Ahmedabad-380009

Dear Sir,

We, Shikha Patel & Associates, Practicing Company Secretary, Ahmedabad, was appointed as Scrutinizer by the board of directors of M/s Bhakti Gems And Jewellery Limited ("The company") with respect to special resolution proposed to be passed through postal ballot in accordance with section 110 of the companies act, 2013 and rule 22 of the companies (management and Administration) Rules, 2014 and in term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to process and scrutinize postal ballot form received from shareholder in fair and transparent manner, and to submit report thereon. In this regards, I submit my report as under.

1. The company had completed on 26th October, 2019, the dispatch of the Postal Ballot Notice dated 26th October, 2019 together with Postal Ballot Form ('Form') along with postage prepaid business envelopes to the shareholders, whose name(s) appeared on the register of member as on 25th October, 2019 for seeking approval of business as per Postal ballot Notice dated 26th October, 2019

2. In accordance with the Postal Ballot Notice dated 26th October, 2019 sent to shareholders, the voting by mean of postal ballot was started on 26th October, 2019 and ended at 5.00 PM (IST) on 25th November, 2019

3. The postal ballot form received during the voting period was kept in my safe custody.
4. All postal ballot form received upto 5.00 PM (IST) on 25th November, 2019 the last day and time fixed by the company for receipt of the forms were considered for my scrutiny.

5. The postal ballot form received and the signatures on the postal ballot forms were verified. Thereafter, the shareholding was matched/confirmed with register of members of the company.

6. No defaced and/or mutilated postal ballot form was received.

7. The summary of postal ballot form received is given below.

Resolution 1: Special Resolution

Migration from SME Platform to Main Board of BSE Limited

I. Voted in favour of the Resolution:

<table>
<thead>
<tr>
<th>Numbers of Members who casted their votes</th>
<th>Number of votes cast by them</th>
<th>% of Total number of valid votes cast</th>
</tr>
</thead>
<tbody>
<tr>
<td>12</td>
<td>98,60,511</td>
<td>100%</td>
</tr>
</tbody>
</table>

II. Voted Against the Resolution:

<table>
<thead>
<tr>
<th>Numbers of Members who casted their votes</th>
<th>Number of votes cast by them</th>
<th>% of Total number of valid votes cast</th>
</tr>
</thead>
<tbody>
<tr>
<td>0</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>

III. Abstain votes:

Total Number of members whose votes were declared as Abstain | Total number of votes cast by them
---|---
Nil | Nil

IV. Summary of voting result as per Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

In term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.
<table>
<thead>
<tr>
<th>Category</th>
<th>Mode Of Voting</th>
<th>No. Of shares Held (1)</th>
<th>No. Of Votes casted (2)</th>
<th>% Of votes casted on outstanding Shares (3)=[(2)/(1)]*100</th>
<th>No. Of Votes – in Favour (4)</th>
<th>No. Of Votes – in Agains t (5)</th>
<th>% of votes in Favour on votes polled (6)=[(4)/(2)]*100</th>
<th>% of votes in Against on votes polled (7)=[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and promoter group</td>
<td>Postal Ballot</td>
<td>69,92,193</td>
<td>69,92,193</td>
<td>100%</td>
<td>69,92,193</td>
<td>-</td>
<td>100%</td>
<td>-</td>
</tr>
<tr>
<td>Public Institution</td>
<td>Postal Ballot</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Public – Non-Institution</td>
<td>Postal Ballot</td>
<td>30,34,152</td>
<td>28,68,318</td>
<td>94.53%</td>
<td>28,68,318</td>
<td>-</td>
<td>100%</td>
<td>-</td>
</tr>
<tr>
<td>TOTAL</td>
<td></td>
<td>1,00,26,345</td>
<td>98,60,511</td>
<td>98.35</td>
<td>98,60,511</td>
<td>-</td>
<td>100%</td>
<td>-</td>
</tr>
</tbody>
</table>

8. The postal ballot forms received and other related documents shall be handed over to the Managing director of the company, authorised by the Board to conduct the postal ballot process after the minutes of the postal ballot have been signed by the Chairman.

9. You may accordingly declare result of the voting by postal ballot.

Thinking, You,

For, Shikha Patel & Associates
Company Secretary in Practice

Shikha Patel
COP: 16201
ACS: 43955

Date: 25/11/2019
Place: Ahmadabad