

GITANJALI

GGL/S&L/2013/205

September 30, 2013

To

The Listing Department
Bombay Stock Exchange Limited
P.J. Towers, Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, Bandra – Kurla Complex
Bandra (East), Mumbai – 400 051

Dear Sir,

Sub : Intimation of Proceedings of Annual General Meeting of the Company held on September 30, 2013 pursuant to clause 31 of Listing Agreement

Ref : BSE – Scrip code : 532715
NSE - Scrip Symbol : GITANJALI

Apropos the captioned subject, we furnish below the proceedings of the 27th Annual general Meeting of the Company held on Monday, 30th day of September, 2013 at 9.00 a.m. at MCA Recreation Centre, RG-2, G Block, Bandra – Kurla Complex, Bandra (East), Mumbai – 400 051.

The Chairman welcomed the members to the meeting, ascertained the quorum and informed the members about proxies received by the Company.

As the requisite quorum was present, the Chairman started with the proceedings of the meeting. The Chairman informed the members about the state of affairs of the Company. The Chairman informed the members about the growth of the Company and also apprised them of the future plans of the Company. The Chairman, then requested Mr. Sunil Varma, Whole Time Director, to conduct the proceedings of the meeting.

The Notice conveying the Annual General Meeting was taken as read. Ms. Pankhuri Warange, Company Secretary, read the Auditor's Report. The shareholders were then invited for interacting with the management.

After detailed discussion over various matters concerning the shareholders, the resolutions as mentioned in the agenda, were put forth for voting.

1. Agenda No. 1 - Approval of Accounts

Members considered and approved the Audited Balance Sheet as on 31st March, 2013, Profit & Loss Account for the year ended as on that date together with report of the Board of Directors and Auditors thereon. The voting happened by show of hands and the resolution was carried unanimously.

Gitanjali Gems Limited

Registered Office: A-1, 7th Floor, Laxmi Towers, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, India.

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2. Agenda No. 2 - Declaration of Dividend

Members considered the matter of declaration of dividend as recommended by the Board of Directors and the shareholders demanded voting through poll process. Since poll was demanded, keeping aside this agenda, the meeting moved ahead with remaining agenda items.

3. Agenda No. 3 - Re-Appointment of Mr. Nitin Potdar as Director of the Company

Members considered and approved the re-appointment of Mr. Nitin Potdar, as a Director of the Company, who retired by rotation and being eligible, offered himself for re-appointment. The voting happened by show of hands and the resolution was carried unanimously.

4. Agenda No. 4 - Re-Appointment of Mr. Sujal Shah as Director of the Company

Members considered and approved the resolution for not re-appointing Mr. Sujal Shah, as a Director of the Company, who retired by rotation and did not offer himself for re-appointment. The voting happened by show of hands and the resolution was carried with requisite majority.

5. Agenda No. 5 - Re-Appointment of Auditors

Members considered and approved the resolution for re-appointment of M/s Ford, Rhodes, Parks & Co., Chartered Accountants as the Statutory Auditors of the Company, who shall hold office up to the conclusion of next Annual General Meeting of the Company. The voting happened by show of hands and the resolution was carried with requisite majority.

The scrutinizers were duly elected and appointed for transacting the business of Agenda No. 2, through poll. The polling process was duly conducted as per the applicable regulatory provisions. The results of voting process were duly declared by the scrutinizers after examining the ballot papers and the resolution for declaration of dividend was defeated with requisite majority and as a result, no dividend was declared for the financial year 2012-13.

Kindly take the same in your record and acknowledge the receipt.

Thanking You,

Yours faithfully,

For Gitanjali Gems Limited


(Pankhuri Warange)
Company Secretary