

GITANJALI

GG/GGL/S/2014/144

September 29, 2014

To,

The Listing Department
BSE 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. : Disclosure of voting results of 28th Annual General Meeting (AGM) of members of the company held on September 29, 2014

Ref.: 1. Clause of 35A of the Equity Listing Agreement
2. BSE Scrip Code: 532715
3. NSE Scrip Symbol: GITANJALI

We wish to inform you that the Members of the Company have duly approved all the businesses mentioned in the notice convening the 28th Annual General Meeting held on September 29, 2014 at Boundary Hall, First Floor, MCA Recreation Centre, RG - 2, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.

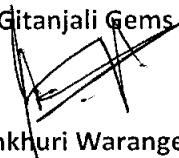
The details of voting results are enclosed in the format prescribed under Clause 35A of the Equity Listing Agreement.

We request you to kindly take it on record.

Thanking You,

Yours faithfully,

For Gitanjali Gems Limited


(Pankhuri Warange)
Company Secretary

Gitanjali Gems Limited

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

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CIN No - L36911MH1986PLC040689

Details of Voting Results

Date of AGM	28 th Annual General meeting held on September 29, 2014
Total number of shareholders on record date	70,750 Shareholders
Total number of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group :	5
Public :	42
Number of Shareholders attended the meeting through Video conferencing	Not Arranged
Promoters and Promoter Group :	-
Public :	-

Details of Agenda

In case of Poll/Postal ballot/E-voting :

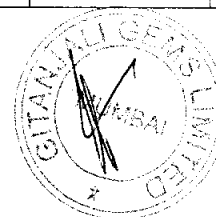
The mode of voting for all resolutions was e-voting and physical ballot. Given is the resolution wise combined results of e-voting and physical ballot :

RESOLUTION NO. : 1

Adoption of Audited Statement of profit and Loss, Balance Sheet, Report of Board of Directors and auditors for the year ended March 31, 2014 (Ordinary Resolution)

Promoter /Public	No of shares held (1)	No. of votes polled* (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	7352319	41.23	7352319	0	100	0
Public – other	44911294	633564	1.41	633159	405	99.94	0.06
Total	98120451	43362787	44.19	43362382	405	99.99	0.01

*Excludes abstained votes



RESOLUTION NO. : 2

Appointment of Mr. Dhanesh Sheth, who retires by rotation and being eligible, offers himself for reappointment (Ordinary Resolution)

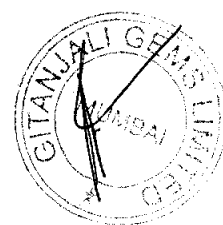
Promoter /Public	No of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	7352319	41.23	7352319	0	100	0
Public – other	44911294	633565	1.41	631660	1905	99.70	0.30
Total	98120451	43362788	44.19	43360883	1905	99.99	0.01

RESOLUTION NO. : 3

Appointment of Auditors and fixing their remuneration (Ordinary Resolution)

Promoter /Public	No of shares held (1)	No. of votes polled* (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	6335892	35.53	6325338	10554	99.83	0.17
Public – other	44911294	633565	1.41	632379	1186	99.81	0.19
Total	98120451	42346361	44.16	42334621	11740	99.97	0.03

*Excludes abstained votes



RESOLUTION NO. : 4

Appointment of Mr. Swaminathan Sundararajan Mittur as an Independent Director for a period of five years commencing from September 29, 2014(Ordinary Resolution)

Promoter /Public	No of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6)= $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7)= $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	7352319	41.23	7191719	160600	97.82	2.18
Public – other	44911294	633565	1.41	632060	1505	99.76	0.24
Total	98120451	43362788	44.19	43200683	162105	99.63	0.37

RESOLUTION NO. : 5

Appointment of Mr. S. Krishnan as an Independent Director for a period of five years commencing from September 29, 2014 (Ordinary Resolution)

Promoter /Public	No of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6)= $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7)= $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	7352319	41.23	7352319	0	100	0
Public – other	44911294	633565	1.41	631960	1605	99.75	0.25
Total	98120451	43362788	44.19	43361183	1605	99.99	0.01



RESOLUTION NO. : 6

Appointment of Ms. Nazura Ajaney as an Independent Director for a period upto September 30, 2018 (Ordinary Resolution)

Promoter /Public	No of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	7352319	41.23	7352319	0	100	0
Public – other	44911294	633565	1.41	618210	15355	97.58	2.42
Total	98120451	43362788	44.19	43347433	15355	99.96	0.04

RESOLUTION NO. : 7

Adoption of new set of Articles of Association (Special Resolution)

Promoter /Public	No of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)]}{*100}$	No. of votes- in favour (4)	No. of votes – in against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	35376904	35376904	100	35376904	0	100	0
Public Institutional holders	17832253	7352319	41.23	6325338	1026981	86.03	13.97
Public – other	44911294	633565	1.41	633050	515	99.92	0.82
Total	98120451	43362788	44.19	42335292	1027496	97.63	2.37

All the above said resolutions were passed with requisite majority.

