December 10, 2012

The Secretary
National Stock Exchange of India Limited
Listing Department
Bandra Kurla Complex, Bandra (East)
Mumbai 400051
Fax: (022) 2659 8237 / 38
Kind Attn.: Shreya Ghose

Bombay Stock Exchange Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai 400001
Fax: (022) 2272 2061
Kind Attn.: Mr. S Subramaniam, DCS-CRD

Madras Stock Exchange Limited
Exchange Building
11 Second Line Beach
Chennai – 600 001
Fax: 044-25244897

Dear Sir,

Sub: Submission of Declaration under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find attached the Declaration under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with regard to dilution in the voting right of the promoter group, consequent to allotment of equity shares to FCCB holder.

Thanking you,

Yours truly,

R. Vijay Kumar

Enclosed: As above

CC: M/s. Gemini Communication Limited
1, Dr. Ranga Road, 2nd Street
Alwarpet, Chennai - 600 018

FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Gemini Communication Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	R. Vijaykumar Radhika Vijaykumar R. Ramkumar		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes (Promoter)		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange Bombay Stock Exchange Madras Stock Exchange		
5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	**Number**	**% w.r.t. total share/voting capital wherever applicable**	**% w.r.t. total diluted share/voting capital of the TC (*)**
Before the acquisition/disposal under consideration, holding of : a) Shares carrying voting rights Mr. R. Vijaykumar Mrs. Radhika Vijay Kumar Mr. R. Ramkumar b) Voting rights (VR) otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	 29,468,809 10,952,304 5,649,940	 28.30% 10.52% 5.42%	 23.79% 8.84% 4.56%
Total (a+b+c)	**46,071,053**	**44.24%**	**37.19%**
Details of acquisition/sale a) Shares carrying voting rights acquired Mr. R. Vijaykumar Mrs. Radhika Vijay Kumar Mr. R. Ramkumar b) VRs acquired otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC acquired/sold	 - - -	 - - -	 - - -
Total (a+b+c)	**-**	**-**	**-**

After the acquisition/sale, holding of: a) Shares carrying voting rights: Mr. R. Vijaykumar Mrs. Radhika Vijay Kumar Mr. R. Ramkumar b) VRs otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	 29,468,809 10,952,304 5,649,940	 23.79% 8.84% 4.56%	 23.79% 8.84% 4.56%
Total (a+b+c)	**46,071,053**	**37.19%**	**37.19%**
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	19746885 equity shares of face value Re. 1/- each was allotted to FCCB holder, pursuant to exercise by the FCCB holder of the option to convert the FCCBs into equity shares. Consequent to this, there is a dilution in the voting right of the promoter group.		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	November 01, 2012		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	104,147,818		
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	123,894,703		
10. Total diluted share/voting capital of the TC after the said acquisition/sale	123,894,703		

Note:
(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



(R. Vijaykumar)

Place: Chennai
Date: December 10, 2012