

PRIYANKA GEMS PRIVATE LIMITED

Reg Office: 801/802, Prasad Chambers, Opera House, Mumbai – 400004.

September 14, 2012

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

**The Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra – Kurla Complex
Bandra (East)
Mumbai - 400 051**

Dear Sir,

Sub. : Disclosure under Regulation 31(1) read with 31(3)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With regard to the captioned subject matter, please be informed that, the Company has pledged 13,30,000 equity shares representing 53.06% of its total holding i.e. 2,506,548 equity shares of Gitanjali Gems Limited.

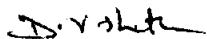
Please find enclosed herewith the disclosure as required under Regulation 31(1) read with 31(3)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The above is for your information and records.

Thanking You,

Yours Faithfully,

For Priyanka Gems Private Limited



(Dhanesh Sheth)

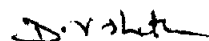
Director

**DISCLOSURE BY THE PROMOTER (S) TO THE STOCK EXCHANGES AND TO THE TARGET COMPANY FOR
ENCUMBRANCE OF SHARES/INVOCATION OF ENCUMBRANCE/RELEASE OF ENCUMBRANCE, IN TERMS
OF REGULATION 31(1) AND 31(2) OF
SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target company					Gitanjali Gems Limited		
Name of the Promoter(s) on whose shares Encumbrance was created/ ~~invoked~~ / ~~re-leased~~					Priyanka Gems Private limited		
Date of reporting					September 14, 2012		
Names of the stock exchanges where the shares of the target company are listed					Bombay Stock Exchange Limited National Stock Exchange of India Limited		
Details of the promoters' holding: (The term "event" indicates creation/ ~~invocation~~ / ~~release~~ of encumbrance, as the case may be)							
Promoter(s) or PACs with him	Pre-event Holding		Details of events pertaining to encumbrance		Post event holding		Details of encumbrance (pledge/lien or other-give details)
Names	Number	% of Total share capital	Type creation/ ~~invocation~~ / ~~release~~	Date (s)	Number (Encumbered shares to be excluded)	% of Total share capital	
Priyanka Gems Private Limited	2,173,215*	2.36	Creation of pledge	06/09/2012	843,215	0.92	1,330,000 Shares pledged in favour of SICOM Limited

* Excludes 33,333 Equity Shares already pledged.

For Priyanka Gems Private Limited



(Dhanesh Sheth)
Director

Date : September 14, 2012

Place : Mumbai