

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Goenka Diamond & Jewels Limited		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Shri. Navneet Goenka		
3.	Whether the acquirer belongs to Promoter/Promoter group	Promoter Group		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited Bombay Stock Exchange Limited		
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	39153750	12.35% of total capital / 14.18% of voting capital	12.35% of total capital / 14.18% of voting capital
	B] VRs acquired/sold otherwise than by 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) acquired/sold	-	-	-
	Total (a+b+c)	39153750	12.35% of total capital / 14.18% of voting capital	12.35% of total capital / 14.18% of voting capital
	Details of acquisition/sale			
	A] shares carrying voting rights	72461250	22.86% of total capital / 26.25% of voting capital	22.86% of total capital / 26.25% of voting capital
	B] VRs acquired/sold otherwise than by shares	-	-	-
	C] warrants/convertible securities/any other	-	-	-

Navneet Goenka

	instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
	Total (a+b+c)	72461250	22.86% of total capital / 26.25% of voting capital	22.86% of total capital / 26.25% of voting capital
	<u>After the acquisition/sale, holding of:</u>			
	A) shares carrying voting rights	111615000	35.21% of total capital / 40.44% of voting capital	35.21% of total capital / 40.44% of voting capital
	B) VRs otherwise than by 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	-	-	-
	Total (a+b+c)	111615000	35.21% of total capital / 40.44% of voting capital	35.21% of total capital / 40.44% of voting capital
6.	Mode of acquisition/sale (e.g. open market/ off-market/public issue/ rights issue/preferential allotment/inter – se transfer etc)	Inter se transfer amongst promoters by way of gift from father (Shri. Nandlal Shubhkaran Goenka) to son (Shri Navneet Goenka)		
7.	Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	11 th Dec 2014 Inter se transfer amongst promoters by way of gift from father (Shri. Nandlal Shubhkaran Goenka) to son (Shri . Navneet Goenka)		
8.	Equity Share Capital/total voting capital of the TC before the said acquisition/sale	276023750 Equity shares of Re. 1 each (Excluding 40976250 equity shares not carrying voting rights)		
9.	Equity share capital /total voting capital of the TC after the said acquisition/sale	276023750 Equity shares of Re. 1 each (Excluding 40976250 equity shares not carrying voting rights)		
10	Total diluted share/voting capital of the TC after the said acquisition/sale	276023750 Equity shares of Re. 1 each (Excluding 40976250 equity shares not carrying voting rights)		



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

Note: That the present transfer and acquisition is made as per the internal family arrangement arrived at within the family members of the Goenka family and therefore there is no PAC along with the acquirer in the present transaction which only involves the transfer of shares by way of gift from the father to the son alone. This is what is contemplated and envisaged in the family arrangement deed executed between the family members and as per the specific understanding between the father and son.

Place: Mumbai

Date: 15th Dec 2014



(NANDLAL GOENKA)

Signature of the acquirer / seller / Authorized signatory