

Pankhuri

From: Pankhuri [pankhuri@gitanjaligroup.com]
Sent: Tuesday, February 13, 2018 6:27 PM
To: 'Mehul Choksi'
Cc: 'mahendra.bhandare@gitanjaligroup.com'
Subject: Resignation from the position of VP – Compliance and Company Secretary

To

**The Chairman & Managing Director
Gitanjali Gems Limited**

Dear Sir,

It is with regret that I submit my resignation and relinquish the position of Company Secretary and Compliance Officer of Gitanjali Gems Ltd. (GGL). Being a key managerial personnel and the designated Compliance Officer and Company Secretary of the company I have certain statutory duties and responsibilities towards the stakeholders. The recent event unfolded in the organization requires the company to make disclosures under the Companies Act 2013 and the SEBI (Listing Obligation and Disclosure) Requirements, 2015. I have advised the management on the required disclosures to be made. The absence of disclosure will have ramification not just on the company but also on the key managerial personnel.

There is however no consensus in my opinion on the disclosures to be made and that of the management and in these circumstances, my conscience doesn't permit me to continue with my position. I have therefore taken a conscious decision of resigning and relinquishing my position as the Company Secretary and Compliance Officer of the Company with immediate effect.

I request you to kindly accept my resignation with immediate effect and oblige. I will make myself available as and when needed to ensure smooth transition and handing over of my role and responsibilities. It has been my privilege to be associated with GGL. I hope I have been able to justice to the role and responsibility assigned to me during my stint with GGL.

Sincerely,

Pankhuri Warange