

Macquarie Finance (India) Private Limited
A Member of the Macquarie Group of Companies

Registered Office:
92, Level 9
2 North Avenue, Maker Maxity
Bandra Kurla Complex
Bandra East
Mumbai 400 051
INDIA

Telephone
Facsimile
Internet

+91 22 6720 4000
+91 22 6720 4350
www.macquarie.in

Affiliated offices in Sydney, Melbourne, Perth, Auckland, Hong Kong, Singapore, Bangkok, Jakarta, Kuala Lumpur, Manila, Seoul, Taipei, Tokyo, Shanghai, London, Frankfurt, Munich, Geneva, New York, San Francisco, Boston, Denver, Toronto, Montreal, Vancouver, Calgary, Cape Town and Johannesburg.

September 20, 2012

The Manager,
DCS – CRD,
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.
Fax no.: 022 2272 3121 / 2037 / 2041 /
2061 / 2039

The Manager,
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051.
Fax no.: 022 2659 8237 / 38



The Company Secretary,
Gitanjali Gems Limited
Office No.1,
A- Wing, 7th Floor, Laxmi Tower,
Bandra - Kurla Complex, Bandra (E)
Mumbai – 400051.
Fax no.: 022-23630363

Dear Sirs,

Sub.: Disclosures in terms of Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose the captioned disclosure in the prescribed format as required in terms of Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly acknowledge receipt.

Yours faithfully
For **Macquarie Finance (India) Private Limited**

Binoy K Parikh
Binoy Parikh
Company Secretary

Encl: as above

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL
ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Gitanjali Gems Ltd			
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Macquarie Bank Limited (MBL); and Macquarie Finance (India) Private Limited (MFIPL)			
3. Whether the acquirer belongs to Promoter/Promoter group	No			
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and Bombay Stock Exchange Limited			
5. Details of the acquisition 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 under consideration, holding of : Shares carrying voting rights	MFIPL	3,000,000	3.29%	
	MBL	960,000	1.05%	
a) Voting rights (VR) otherwise than by equity shares	MFIPL	Nil	Nil	
	MBL	Nil	Nil	
b) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	MFIPL	Nil	Nil	
	MBL	Nil	Nil	
Total (a+b+c)		3,960,000	4.35%	
Details of acquisition	MFIPL	2,000,000	2.19%	
a) Shares carrying voting rights				



acquired	MBL	Nil	Nil	
b) VRs acquired otherwise than by equity shares	MFIPL	Nil	Nil	
	MBL	Nil	Nil	
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	MFIPL	Nil	Nil	
	MBL	Nil	Nil	
Total (a+b+c)		2,000,000	2.19%	
After the acquisition, holding of:	MFIPL	5,000,000	5.49%	
a) Shares carrying voting rights	MBL	960,000	1.05%	
b) VRs otherwise than by equity shares	MFIPL	Nil	Nil	
	MBL	Nil	Nil	
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	MFIPL	Nil	Nil	
	MBL	Nil	Nil	
Total (a+b+c)		5,960,000	6.54%	
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Pledge in favor of MFIPL in relation to Equity Collateralized loan extended to Gitanjali Gems Ltd			
7. Date of acquisition of/ date of receipt of intimation of allotment	September 18, 2012 (Date of receipt of intimation creation of Pledge by MFIPL)			



of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	
8. Equity share capital / total voting capital of the TC before the said acquisition	91,122,095
9. Equity share capital/ total voting capital of the TC after the said acquisition	91,122,095
10. Total diluted share/voting capital of the TC after the said acquisition	NA

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.

Signature of the acquirer / Authorised Signatory

For Macquarie Finance (India) Private Limited

Binoy K Parikh

Binoy Parikh

Company Secretary

Place: Mumbai

Date: September 20, 2012



 *** TX REPORT ***

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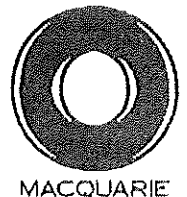
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