



VAIBHAV GEMS LIMITED

(100% Export Oriented Unit)

REF → VGL/SLD/2011/155

Dated:- 30th September, 2011

The Manager
Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, PJ Tower
Dalal Street, Fort
Mumbai: 400 001

The Manager
National Stock Exchange Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai-400 051

Code No. 532156

Code No. VAIBHAVGEM

Subject:- Outcome of 22nd Annual General Meeting (AGM) of the Company

Pursuant to Clause 31(d) of the Listing Agreement, we wish to inform you that the members of the Company have approved the following resolutions at 22nd Annual General Meeting (AGM) of the Company, held on 30th September, 2011 at 11.00 a.m. at E-69, EPIP, Sitapura, Jaipur- 302 022 :

Proceedings of 22nd Annual General Meeting (AGM):

Mr. Sunil Agarwal, Chairman took the chair and after ascertaining the quorum was present, called the meeting to order:

The following business was transacted at the meetings:

Item No. 1 : Adoption of Annual Accounts of the Company- The members of the Company have adopted, by way of ordinary resolution, the annual account of the Company for the financial year ended 31st March 2011 together with Directors' and Auditors report thereon.

Item No. 2 Re-appointment of Mr. Anandi Lal Roongta as a Director: The members of the Company have reappointed, by way of ordinary resolution, Mr. Anandi Lal Roongta as a Director of the Company.

Item No. 3 Re-appointment of Mr. Nirmal Kumar Bardiya as a Director: The members of the Company have reappointed, by way of ordinary resolution, Mr. Nirmal Kumar Bardiya as a Director of the Company.

Factory : E-68, EPIP, Sitapura, Jaipur – 302022, India • 91-141-277 0648 FAX : 91 – 141 – 277 0510

Regd. Office: K-6B, Fateh Tiba, Adarsh Nagar, Jaipur – 302 004
E-mail : vgl@vaibhavgems.com • Website : www.vaibhavgems.com



Item No. 4 Appointment of Joint Statutory Auditors: The members of the Company have reappointed, by way of ordinary resolution, M/S Haribhakti & Co., and M/S B. Khosla & Co. Chartered Accountants as Joint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting.

Item No. 5 Approve the remuneration of Mr. Rahimullah, Managing Director of the Company: The members of the Company have approved, by way of Special Resolution, the remuneration of Mr. Rahimullah as a Managing Director of the Company.

Item No. 6 Approve the contribution made by the Company for the financial year 2010-2011 to charitable and other funds and authorize the Board of Directors to contribute the same in next financial years: The members of the Company have ratified and approved, by way of Ordinary Resolution, the aggregate amount of contribution, made during the financial year 2010-11 and also authorized the Board of Directors of the Company to contribute the same to charitable and other funds, not directly relating to the business of the Company, the aggregate of which in any financial year shall not exceed Rs. 25,00,000 (Twenty Five Lac Only).

Item No. 7 Approve the variations in Vaibhav Gems Limited Employee Stock Option Plan- 2006 (VGL ESOP-2006): The members of the Company have approved, by way of Special Resolution, the variations in Vaibhav Gems Limited Employee Stock Option Plan-2006 (VGL ESOP-2006).

Item No. 8 Issue Equity Shares to the Employee of the Company under VGL ESOP (As Amended)-2006: The members of the Company have accorded approval, by way of Special Resolution, to issue equity shares to the employees of the Company under VGL ESOP (As Amended) - 2006.

Item No. 9 Issue Equity Shares to the employee of the subsidiaries of the Company under VGL ESOP (As Amended)-2006 : The members of the Company have accorded approval, by way of Special Resolution, to issue equity shares to the employees of the Subsidiaries of the Company under VGL ESOP (As Amended) - 2006.

There being no other item, the Chairman extended a vote of thanks to the shareholders and declared the meeting as closed.

Thanking You,

Yours faithfully

For Vaibhav Gems Limited



Company Secretary

