

# GITANJALI

GG/GGL/S/2014/119

September 09, 2014

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

National Stock Exchange of India Limited  
Exchange Plaza  
Bandra – Kurla Complex  
Bandra (East), Mumbai - 400 051

Dear Sir,

Sub : Result of Postal Ballot

Ref : (a) BSE Scrip Code – 532715  
(b) NSE Scrip Symbol – GITANJALI  
(C) Notice of Postal Ballot dated August 01, 2014

With reference to captioned subject and reference quoted above we wish to inform you that Mr. Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Practicing Company Secretaries, who was appointed as scrutinizer for aforesaid postal ballot process has submitted his report today. In accordance with the said report the shareholders has approved all the special resolutions as contained in the Postal Ballot notice dated August 01, 2014. The details of voting are as under :

1. Special Resolution for issue of warrants on preferential basis up to amount not exceeding Rs. 175 crores to persons other than promoter as per Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009

Votes in favour	Votes against
3,94,07,585	41,35,454

2. Special Resolution under section 180(1)(c) of the Companies Act, 2013 for borrowing powers of the Board of Directors upto Rs. 10000 crores

Votes in favour	Votes against
4,35,11,377	31,391

3. Special Resolution under section 180(1)(a) of the Companies Act, 2013 for creation of charge/Hypothecation/Mortgage of Moveable and immoveable properties of the Company.

Votes in favour	Votes against
4,34,98,365	44,098

4. Special Resolution to invest /make loan(s) /give any guarantee(s)/provide any security(ies) under section 186 of Companies Act, 2013 upto a limit not exceeding Rs.7500 crores

Votes in favour	Votes against
3,93,95,782	41,45,906

We enclosed herewith result of postal ballot in the format as prescribed under clause 35A of Listing Agreement. You are requested to take same on record.

Thanking You,  
Yours faithfully,

For Gitanjali Gems Limited



(Pankhuri Warange)  
Company Secretary

Gitanjali Gems Limited

Registered Office: A-1, 7th Floor, Laxmi Towers, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051, India

T: 022 40354600 / 01 F: 40354602 • [www.gitanjaligroup.com](http://www.gitanjaligroup.com)

CIN No - L36911MH1986PLC040689

Details of Voting Results

Date of result of Postal Ballot	September 09, 2014
Total Number of shareholders on record date	70632
Total Number of shareholders present in the meeting either in person or through proxy (Through Postal ballot)	
Promoters and Promoter Group :	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video conferencing	
Promoters and Promoter Group :	Not Applicable
Public :	Not Applicable

Details of the Agenda

1. Resolution for issue of warrants on preferential basis up to amount not exceeding Rs. 175 crores to persons other than promoter as per Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009

Resolution required : Special Resolution  
Mode of voting : Postal Ballot and E-voting

Incase of Postal Ballot/E-voting :

Promoter/ Public	No. of shares held  (1)	No. of votes polled*  (2)	% of Votes Polled on outstanding shares (3)=[(2)/ (1)]*100	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	35376904	35376904	100%	35376904	0	100%	0%
Public – Institutional holders	18499188	7438168	40.21%	3329134	4109034	44.76%	55.24%
Public-Others	44244359	727967	1.65%	701547	26420	96.37%	3.63%
<b>Total</b>	<b>98120451</b>	<b>43543039</b>	<b>44.38%</b>	<b>39407585</b>	<b>4135454</b>	<b>90.50%</b>	<b>9.50%</b>

\* Excludes invalid / abstained votes.

**2. Resolution under section 180(1)(c) of the Companies Act, 2013 for borrowing powers of the Board of Directors upto Rs. 10000 crores**

Resolution required : Special Resolution  
Mode of voting : Postal Ballot and E-voting

Incase of Postal Ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	35376904	35376904	100%	35376904	0	100%	0%
Public – Institutional holders	18499188	7438168	40.21%	7436385	1783	99.98	0.02%
Public-Others	44244359	727696	1.64%	698088	29608	95.93%	4.07%
<b>Total</b>	<b>98120451</b>	<b>43542768</b>	<b>44.38%</b>	<b>43511377</b>	<b>31391</b>	<b>99.93%</b>	<b>0.07%</b>

\* Excludes invalid / abstained votes.

**3. Resolution under section 180(1)(a) of the Companies Act, 2013 for creation of charge/Hypothecation/Mortgage of Moveable and immoveable properties of the Company.**

Resolution required : Special Resolution  
Mode of voting : Postal Ballot and E-voting

Incase of Postal Ballot/E-voting:

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	35376904	35376904	100%	35376904	0	100%	0%
Public – Institutional holders	18499188	7438168	40.21%	7436385	1783	99.98%	0.02%
Public-Others	44244359	727391	1.64%	685076	42315	94.18%	5.82%
<b>Total</b>	<b>98120451</b>	<b>43542463</b>	<b>44.38%</b>	<b>43498365</b>	<b>44098</b>	<b>99.90%</b>	<b>0.10%</b>

\* Excludes invalid / abstained votes.

**Gitanjali Gems Limited**

4. Resolution to invest / make loan(s) / give any guarantee(s) / provide any security(ies) under section 186 of Companies Act, 2013 upto a limit not exceeding Rs.7500 crores

Resolution required : Special Resolution  
Mode of voting : Postal Ballot and E-voting

Incase of Postal Ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	35376904	35376904	100%	35376904	0	100%	0
Public – Institutional holders	18499188	7438168	40.21%	3323323	4114845	44.68%	55.32%
Public-Others	44244359	726616	1.64%	695555	31061	95.73%	4.27%
Total	98120451	43541688	44.38%	39395782	4145906	90.48%	9.52%

\* Excludes invalid / abstained votes.

For Gitanjali Gems Limited



(Pankhuri Warange)  
Company Secretary