

RAKESH GIRDHARLAL GAJERA

ADDRESS: Flat 8/C, Tower - 12A, Laguna Verde Avenue,
The Greenwood Laguna, Hong Kong,
Kowloon, Hong Kong.

Date: 06.12.2017

To,
The Company Secretary,
Gitanjali Gems Limited.
A-1, 7th Floor, Laxmi Tower, Bandra Kurla Complex, Bandra (East) Mumbai MH 400051 IN

Dear Sir,

Sub: Disclosure under regulations 29(2) of the SEBI (SAST) Regulations 2011.

Please find enclosed the information disclosed under regulation 29(2) of the SEBI (SAST) Regulations 2011 in duplicate on the sale of voting shares. Kindly inform the necessary authorities including the stock exchange as per the extant legal requirements.

Thanking you,
Yours faithfully,

Rakesh Girdharlal Gajera
Encl: As above



Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in prescribed format

| | |
|---|--------------------------|
| Name of the Target Company (TC) | GITANJALI GEMS LIMITED |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | RAKESH GIRDHARLAL GAJERA |
| Whether the acquirer belongs to Promoter/Promoter group | NO |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | NSE BSE |

| Details of the acquisition / disposal as follows | Number | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
|--|--------|--|--|
|--|--------|--|--|

Before the sale under consideration, holding of :

| | | | |
|--|-----------|--------|---|
| a) Shares carrying voting rights | 50,22,850 | 4.23 % | - |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | | | |
| c) Voting rights (VR) otherwise than by shares | | | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | | | |
| e) Total (a+b+c+d) | 50,22,850 | 4.23 % | - |

Details of acquisition/sale

| | | | |
|--|-----------|--------|---|
| a) Shares carrying voting rights acquired/sold | 20,00,000 | 1.68 % | - |
| 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 | | | |
| d) Shares encumbered / invoked/released by the acquirer | | | |
| e) Total (a+b+c+/-d) | 20,00,000 | 1.68% | - |

| | | | |
|--|-----------------------|--------|---|
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | 30,22,850 | 2.54 % | - |
| b) Shares encumbered with the acquirer | | | |
| c) VRs otherwise than by shares | | | |
| d) 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 | | | |
| e) Total (a+b+c+d) | 30,22,850 | 2.54% | - |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Open Market | | |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 05/12/2017 | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | Rs. 1,18,61,60,050/- | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | Rs. 1,18,61,60,050 /- | | |
| Total diluted share/voting capital of the TC after the said acquisition | - | | |

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.



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Signature of the acquirer / seller / Authorised Signatory

Place: Mumbai

Date: 06.12.2017
