

GITANJALI

GG/GGL/S/2016/513

October 14, 2016

Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra – Kurla Complex
Bandra (E), Mumbai - 400051

Dear Sir,

Sub: Reconciliation of Share Capital Audit Report for the Quarter ended September 30, 2016

**Ref : 1. BSE Scrip code – 532715
2. NSE Scrip Symbol - GITANJALI**

We refer to SEBI circular No. D &CC / FITTC / CIR – 16/2002 dated 31st December, 2002.

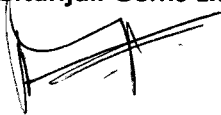
We enclose a copy of Reconciliation of Share Capital Audit Report for the quarter ended September 30, 2016, issued by M/s. Manish Ghia & Associates, Company Secretaries, in respect of reconciliation of total shares of the Company held in National Securities Depositories Limited, Central Depositories Services (India) Limited and in physical form by shareholders with the details of total admitted, issued and listed capital for the quarter ended September 30, 2016.

Kindly take the above on your record and acknowledge the receipt.

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 (East), Mumbai – 400051, India

T: 022 40354600 / 01 F: 40354602 • www.gitanjaligroup.com

CIN - L36911MH1986PLC040689


| | | | | | | | |
|-----|---|---|-----------------------------------|---|---------------------------|---------------------------|---|
| 1. | Report for quarter ended | 30.09.2016 | | | | | |
| 2. | ISIN | INE346H01014 | | | | | |
| 3. | Face Value | Rs.10/- each | | | | | |
| 4. | Name of the Company | GITANJALI GEMS LIMITED | | | | | |
| 5. | Registered Office Address | A-1,7 th Floor, Laxmi Towers, Bandra-Kurla Complex, Bandra (East), Mumbai-400051. | | | | | |
| 6. | Correspondence Address | B-6, 1 st Floor, Laxmi Towers, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051. | | | | | |
| 7. | Telephone and Fax Nos. | Ph No: 022-40102012 Fax No: 022-40102005 | | | | | |
| 8. | Email Address | pankhuri@gitanjaligroup.com | | | | | |
| 9. | Name of the Stock Exchange where the company's Securities are listed: | National Stock Exchange of India Limited BSE Limited | | | | | |
| | | Number of Shares | | | | % of Total Issued Capital | |
| 10. | Issued Capital | 11,86,16,005 | | | | 100.00 | |
| 11. | Listed Capital (Exchange Wise) All (as per company records) | 10,88,33,401 | | | | 100.00 | |
| 12. | Held in dematerialized form in CDSL | 2,43,53,422 | | | | 22.38 | |
| 13. | Held in dematerialized form in NSDL | 8,44,79,720 | | | | 77.62 | |
| 14. | Physical | 259 | | | | 0.00 | |
| 15. | Total No. of Shares (12+13+14) | 10,88,33,401 | | | | 100.00 | |
| 16. | Reasons for differences if any, between (10&11),(10 &15),(11&15) | (10&11) & (10&15): The Company has issued 9782604 shares upon conversion of warrants issued on preferential basis to persons other than promoters. However corporate action and trading approval for the same is pending on account of listing of these shares by the Exchanges. Hence there is difference between 10&11 and 10&15 above: | | | | | |
| 17. | Certifying the details of changes in share capital during the quarter under consideration as per Table below: | | | | | | |
| | Particulars | No. of shares | Applied / Not Applied for listing | Listed on Stock exchanges (Specify names) | Whether intimated to CDSL | Whether intimated to NSDL | In principle approval pending for SE(specify names) |
| | 9782604 Warrants Converted into Equity Shares on 09.08.2016 | 9782604 | Applied | No | No | No | N.A. |



| | | |
|-----|---|---|
| 18. | Register of Members is updated (Yes /No) | YES |
| | If not, updated up to which date | |
| 19. | Reference of previous quarter with regard to excess dematerialized shares, if any | Nil |
| 20. | Has the Company resolved the matter mentioned in Point No.19 above, in the current quarter? If not reason why? | N.A |
| 21. | Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay. | Nil |
| 22. | Name, Telephone & Fax No. of Compliance Officer of the company | Ms. Pankhuri Warange Company Secretary & Compliance Officer Ph No: 022 -40102010 Fax no: 022-40102005 Email: pankhuri@gitanjaligroup.com |
| 23. | Name, Address, Telephone & Fax No., Regn No. of the Auditor | Mr. Manish L.Ghia Partner, C.P. No.3531 Manish Ghia & Associates Company Secretaries, H. No. 8-3-898/16/4, 2 nd Floor, Nagarjuna Nagar Colony, Road No. 2, Ameerpet, Hyderabad-500073, Telangana State Phone(M): 09821133118 Email: mg@mgconsulting.in |
| 24. | Appointment of common agency for share registry work (if yes, name and address) | Karvy Computershare Pvt. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad -32 P : 040-67162222 F : 040-23001153 |
| 25. | Any other detail that the auditor may like to provide, (e.g. BIFR Company, delisting from Stock Exchange, company changed its name etc.) | Nil |

Place: Hyderabad
Date: 14th October, 2016

**For Manish Ghia & Associates
Company Secretaries**



Manish L. Ghia

Manish L. Ghia
Partner
M. No. FCS: 6252, C.P. No. 3531