

GITANJALI

GG/GGL/S/2016/142

April 12, 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 March 31, 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 enclosed copy of Reconciliation of Share Capital Audit Report for the quarter ended March 31, 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 total admitted, issued and listed capital for the quarter ended March 31, 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

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CIN - L36911MH1986PLC040689

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

(Pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulations 1996 R/w SEBI

Circular dated 31.12.2002)

1.	Report for quarter ended	31.03.2016					
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	10,24,37,724				100.00	
11.	Listed Capital (Exchange Wise) All (as per company records)	9,81,20,451				95.79	
12.	Held in dematerialized form in CDSL	1,77,03,490				17.28	
13.	Held in dematerialized form in NSDL	8,04,16,702				78.50	
14.	Physical	43,17,532				4.21	
15.	Total No. of Shares (12+13+14)	10,24,37,724				100.00	
16.	Reasons for differences if any, between (10&11),(10 &15),(11&15)	(10&11) & (11&15): The Company has issued 4317273 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. Pending corporate action, the shares issued have been reflected in 14 above. Hence there is difference between 10&11 and 11&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)
	4317273 Warrants Converted into Equity Shares on 05.10.2015	4317273	Applied	No	Yes	YES	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

**For Manish Ghia & Associates
Company Secretaries**



**Manish L. Ghia
Partner**

M. No. FCS: 6252, C.P. No. 3531

**Place: Hyderabad
Date: 11th April, 2016**