
NOTICE

NOTICE is hereby given that the 28th Annual General Meeting of the Members of Gitanjali Gems Limited will be held on Monday, September 29, 2014 at 10.00 A.M. at Boundary Hall, First Floor, MCA Recreation Centre, RG-2, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended March 31, 2014, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Dhanesh Sheth (holding DIN 00120257), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Ford, Rhodes, Parks & Co., Chartered Accountants, having ICAI firm registration no. 102860W, Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till conclusion of next Annual General Meeting and to authorise the Board to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 Mr. Swaminathan Sundararajan Mittur (holding DIN 00169775), Director of the Company, who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from September 29, 2014.”

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 Mr. S. Krishnan (holding DIN 00015745), Director of the Company, who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from September 29, 2014.”

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT Ms. Nazura Ajaney (holding DIN 06947881) who was appointed as an Additional Director of the Company by the Board of Directors with effect from August 13, 2014 and who holds office upto the date of the forthcoming Annual General Meeting under Section 161 of the Companies Act, 2013 (‘the Act’), but who is eligible for appointment and has consented to act as Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Act and the Rules made there under, as amended from time to time, Ms. Najura Ajaney, a Non-Executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term upto September 30, 2018”

NOTICE

7. To consider and, if thought fit, to pass, with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Pankhuri Warange
Company Secretary

Place: Mumbai

Date: August 14, 2014

NOTES:

- a) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the special business set out in the Notice, wherever applicable, is annexed hereto.
- b) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- c) Proxies in order to be effective should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Annual General Meeting.
- d) A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Shareholder.
- e) Corporate Members intending to send their authorised representative(s) to attend the Meeting are requested to send a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the Annual General Meeting.
- f) Members desirous of obtaining any information as regards accounts of the Company are requested to write to the Company at least one week before the Meeting, so that the information required will be made available at the Annual General Meeting.
- g) Documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 6:00 pm) on all working days except Saturdays, Sundays and Public Holidays up to the date of the Annual General Meeting.
- h) Pursuant to clause 16 of listing agreement, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 20, 2014 to Monday, September 29, 2014 (both days inclusive) for the purpose of AGM.
- i) Members/Proxies are requested to bring the Attendance Slip(s) duly filled in.

- j) Electronic copy of annual report alongwith notice of the 28th Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the annual report alongwith Notice of the 28th Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- k) Members may also note that the Notice of the 28th Annual General Meeting and the Annual Report for 2014 will also be available on the Company's website www.gitanjaligroup.com for their download. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's designated email id: investors@gitanjaligroup.com.

l) Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 28th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Karvy Computershare Private Limited (Karvy):

The instructions for e-voting are as under:

I. In case a Member receives an email from Karvy [for members whose email IDs are registered with the Company/Depository Participants(s)]:

- (i) Open your e-mail. The login credentials (i.e., user-id & password) will be mentioned in the mail. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following <https://evoting.karvy.com>
- (iii) Put user ID and password as initial password noted in step (i) above. Click Login.
- (iv) Members holding shares in Demat/ Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through **Karvy Computershare Private Limited e-Voting platform**. System will prompt you to change your password and update any contact details like mobile number, email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (v) You need to log in again with the new credentials
- (vi) On successful login system will prompt to Select the evoting event number of Gitanjali Gems Limited.
- (vii) If you are holding shares in Demat form and had logged on to "<https://evoting.karvy.com>" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- (viii) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (ix) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (x) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail scrutinizer@mgconsulting.in with a copy marked to evoting@karvy.com

II. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

- i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
- ii) Please follow all steps from Sl. No. (ii) to Sl. No. (ix) mentioned in the above section, to cast vote.
- m. please contact toll free No. **1-800-34-54-001** for any further clarifications. If you are already registered with Karvy Computershare Private Limited for e-voting then you can use your existing user ID and password for casting your vote.
- n) The e-voting period commences on Tuesday, September 23, 2014 (9:30 am) and ends on Thursday, September 25, 2014 (6:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of August 22, 2014 may cast their vote electronically. The e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- o) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e August 22, 2014
- p) Mr. Manish Ghia, Partner, of M/s Manish Ghia & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- q) The Scrutinizer shall within a period not exceeding 3 (three) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- r) As the voting of members is through electronic means, members who do not have access to e-voting, may request a physical ballot form from the registered office of the Company by writing it to Company Secretary. You are requested to fill the ballot form and send it to Scrutinizer M/s. Manish Ghia & Associates, Practising Company Secretaries at C/o Add : Karvy Computershare Pvt. Ltd., Unit : Gitanjali Gems Ltd., Plot No. 17 to 24, Vittal Rao Nagar, Madhapur, Hyderabad - 500081, so as to reach not later than September 25, 2014 at 6.00 p.m. Ballot form received after this date will be treated as invalid. A member can opt only one mode of voting, i.e. either through e-voting or by ballot. If members cast vote by both modes then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- s) The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.gitanjaligroup.com within 2 (two) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and National Stock Exchange of India Limited where shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 4:

Mr. Swaminathan Sundararajan Mittur , is a Non Executive Independent Director of the Company. He is also chairman of Audit Committee of the Board of Directors of the Company.

Mr. Swaminathan Sundararajan Mittur is a leading banking consultant and economist. He is M.Com, CAIIB and A.C.S and his core expertise lies in investment banking, project finance, corporate restructuring and capital markets. He is visiting faculty at many institutions and was previously head of Indian Bank.

As per the provisions of Section 149 of the Act which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation.

Mr. Swaminathan Sundararajan Mittur has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act. He is not disqualified from being appointed as director in terms of section 164 of the act and has given his consent to act as director. In the opinion of the Board, Mr. Swaminathan Sundararajan Mittur

fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management.

The matter regarding the appointment of Mr. Swaminathan Sundararajan Mittur as Independent Director was placed before the Nomination & Remuneration Committee, which recommends his appointment as Independent Director for a term of 5 consecutive years commencing from September 29, 2014.

The Company has received notice in writing from members alongwith deposit of requisite amount under section 160 of the act proposing candidature of Mr. Swaminathan Sundararajan Mittur as director of the company.

The copy of draft letter for appointment of Mr. Swaminathan Sundararajan Mittur as independent director setting out the terms and conditions are available for inspection by members at the registered office of the Company during normal business hours on any working day of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Swaminathan Sundararajan Mittur as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Swaminathan Sundararajan Mittur as an Independent Director, for the approval by the shareholders of the Company.

Mr. Swaminathan Sundararajan Mittur is not holding any shares in the Company. Except Mr. Swaminathan Sundararajan Mittur, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise, in the resolution set out at Item No. 4.

ITEM NO. 5:

Mr. S. Krishnan, is a Non Executive Independent Director of the Company. He holds a master degree in commerce. Besides being a D.M.M, M.F.M, he is also a leading professional in financial services industry. He was in top management positions at TAIB Bank E.C, TAIB Securities, Everest Fund, Aldercast Trading Limited and First Bank.

As per the provisions of Section 149 of the Act which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation.

Mr. S. Krishnan has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act. He is not disqualified from being appointed as director in terms of section 164 of the act and has given his consent to act as director. In the opinion of the Board, Mr. S. Krishnan fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management.

The matter regarding the appointment of Mr. S. Krishnan as Independent Director was placed before the Nomination & Remuneration Committee, which recommends his appointment as Independent Director for a term of 5 consecutive years commencing from September 29, 2014.

The Company has received notice in writing from members alongwith deposit of requisite amount under section 160 of the act proposing candidature of Mr. S. Krishnan as director of the company.

The copy of draft letter for appointment of Mr. S. Krishnan as independent director setting out the terms and conditions are available for inspection by members at the registered office of the Company during normal business hours on any working day of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. S Krishnan as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. S. Krishnan as an Independent Director, for the approval by the shareholders of the Company.

Mr. S. Krishnan is not holding any shares in the Company. Except Mr. S Krishnan, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

ITEM NO. 6:

Ms. Nazura Ajaney was appointed as an Additional Director by the Board with effect from August 13, 2014, pursuant to Section 161 of the Companies Act, 2013. She is CEO of Childology which is involved in CSR activities where children from under privileged background are offered targeted intervention to improve their academic grades and improve their chances of success in life.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Ms. Nazura Ajaney will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with deposit of requisite amount proposing the candidature of Ms. Nazura Ajaney for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

Ms. Nazura Ajaney has given a declaration to the Board that she meets the criteria of independence as provided under Section 149 (6) of the Act. She is not disqualified from being appointed as director in terms of section 164 of the act and has given her consent to act as director. In the opinion of the Board, Ms. Nazura Ajaney fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and she is independent of the management.

The matter regarding the appointment of Ms. Nazura Ajaney as Independent Director was placed before the Nomination & Remuneration Committee, which recommends her appointment as Independent Director for a term upto September 30, 2018.

The copy of draft letter for appointment of Ms. Nazura Ajaney as independent director setting out the terms and conditions are available for inspection by members at the registered office of the Company during normal business hours on any working day of the Company.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of Ms. Nazura Ajaney as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Ms. Nazura Ajaney as an Independent Director, for the approval by the shareholders of the Company.

Ms. Nazura Ajaney is not holding any shares in the Company. Except Ms. Nazura Ajaney, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise, in the resolution set out at Item No. 6.

ITEM NO. 7

The Articles of Association (“AoA”) of the Company as presently in force were adopted on September 30, 2005 by members of the Company in exclusion of then existing articles of association. The existing AoA are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Act.

The Companies Act, 2013 is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs (“MCA”) had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law Tribunal (“Tribunal”) such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppression and mismanagement (Chapter XVI), revival and rehabilitation of sick companies (Chapter XIX), winding up (Chapter XX) and certain other provisions including, inter alia, relating to Investor Education and Protection Fund (Section 125) and valuation by registered valuers (Section 247).

However, substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles. The new AoA to be substituted in place of the existing AoA are based on Table ‘F’ of the Act which sets out the model articles of association for a company limited by shares.

The proposed new draft AoA is being uploaded on the Company’s website for perusal by the shareholders.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise, in the resolution set out at Item No. 7.

The board recommends the special resolution as set out at item no 7 of notice for approval of shareholders.

By Order of the Board of Directors

(Pankhuri Warange)
Company Secretary

Place : Mumbai
Date : August 14, 2014

Details of directors seeking appointment/reappointment in Annual General Meeting pursuant to Clause 49 of Listing Agreement of Stock Exchanges

Name of the Director	Mr. Swaminathan Sundararajan Mittur	Mr. S. Krishnan	Ms. Nazura Ajaney	Mr. Dhanesh Sheth
Date of Birth	15/03/1950	13/12/1945	12/11/1970	11/7/1957
Date of Appointment	21/03/2012	25/10/2005	13/08/2014	01/08/1990
Expertise in specific function area	<p>He has core expertise in investment banking, project finance, corporate restructuring and capital market. He won the Golden Peacock Award on behalf of Indian Bank in October 2009. He has also been part of several key strategic initiatives at Indian Bank including launching of initial IPO, introduction of Biometric ATM and introduction of touch screen kiosk across various Indian bank branches in India. According to The Economic Times press release, Mr. Rajan was ranked 45th in the Economic Times India Inc's most powerful CEOs list in the year 2009. He was ranked No.2 among the CEOs of Nationalized Banks and No.6 among the CEOs of Commercial banks. He is ex CMD of Indian Bank.</p>	<p>He is a leading professional in the financial services industry and has vast experience in banking, fund management and capital market operations. He has held top management positions in TAIB Bank E.C., TAIB Securities, Everest Fund, Aldercrest Trading Limited and First Bank with Professional experience in USA, Europe, Middle East, Africa and India.</p>	<p>Ms. Ajaney is a commerce graduate and over the years, She has been involved with an NGO, Helix Aids Foundation that works in the field of HIV/AIDS. Her responsibilities included rehabilitating women and children with HIV/AIDS along with providing support, advice and creating awareness of these cases for maximum relief to the affected. She is currently CEO of Childology, which is involved in the CSR activities where children from underprivileged background were offered targeted intervention to improve their academic grades and improve their chances of success in life</p>	<p>He is a commerce graduate and has been associated with the Company for more than two decades. He advises the Company on its marketing operations, buying and selling of rough diamonds and other aspects of business development.</p>
Qualification	M. Com., CAIIB and A.C.S.	M. Com, D.M.M, M.F.M	B.Com	B.com

List of outside Directorships held	<ol style="list-style-type: none"> 1. Kisan Moulding Ltd 2. My Mobile Payments Limited 3. NSDL Database Management Ltd. 4. The Clearing Corporation of India Limited 5. Capital First Limited 6. BGR Energy Systems Ltd 7. Sundaram Trustee Company Limited 8. Royal Sundaram Alliance Insurance Company Limited 9. Sharada Cropchem Ltd 10. Centbank Financial Services Ltd 11. Aadhar Housing Finance Pvt Ltd. 12. Computer Age Management Services Pvt. Ltd 13. Happy Insurance TPA Services Pvt. Ltd 14. MSA Holdings Pvt. Ltd 15. RevTec Technologies Pvt. Ltd 	<ol style="list-style-type: none"> 1. Binani Metals Limited 2. Interactive Entertainment Private Limited 3. Sangamam Homes Private Limited 4. iRealities Technology Private Limited 	<p style="text-align: center;">-</p>	<ol style="list-style-type: none"> 1. Nakshatra Brands Limited 2. GILI India Limited 3. Gitanjali Lifestyle Limited 4. Gitanjali Brands Limited 5. MMTC Gitanjali Limited 6. Hyderabad Gems SEZ Limited 7. Gitanjali Gold and Precious Limited 8. Priyanka Gems Private Limited 9. Rohan Diamonds Private Limited 10. Audarya Investments Private Limited 11. Mozart Trading Private Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	<ol style="list-style-type: none"> 1. Chairman of Audit Committee 2. Chairman of Nomination and Remuneration Committee 3. Chairman of Stakeholders Relationship Committee 4. Chairman of Corporate Social Responsibility Committee 	<ol style="list-style-type: none"> 1. Member of Audit Committee 2. Member of Nomination and Remuneration Committee 3. Member of Stakeholders Relationship Committee 4. Member of Corporate Social Responsibility Committee 	<p style="text-align: center;">-</p>	<ol style="list-style-type: none"> 1. Member of Nomination and Remuneration Committee 2. Member of Corporate Social Responsibility Committee 3. Member of Management Committee

Chairman/ Member of the Committee of the Board of Directors of other Companies	<ol style="list-style-type: none"> 1. Sundaram Trustee Company - Member of Audit Committee 2. Royal Sundaram Alliance Insurance Limited - Member of Investment Committee and Chairman Customer Grievance Committee. 3. Capital First Limited - Member of Audit Committee and Remuneration committee 4. Sharada Cropchem Limited –Chairman of audit committee and member of remuneration Committee 5. Computer Age Management Services Pvt Ltd – Chairman of Audit Committee and member of remuneration 	<ol style="list-style-type: none"> 1. Binani Metals Limited – Member of Audit Committee 	-	<ol style="list-style-type: none"> 1. GILI India Limited – Member of Audit Committee 2. MMTC Gitanjali Limited – Member of Audit Committee 3. Gitanjali Brands Limited – Member of Audit Committee 4. Gitanjali Lifestyle Limited – Chairman of Audit Committee
Number of shares held in the Company as on March 31, 2014	NIL	NIL	NIL	NIL