

GEMS COMMERCIAL CO LTD.

CIN: L51109WB1983PLC035777

Admin. Office:

9/14, (First Floor) East Patel Nagar,
New Delhi – 110008

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Email: satishagarwal307@yahoo.com

Ph: +911125769111 (Multiple Lines)

The President
Kolkata Stock Exchange Ltd
7- Lyons Range
Kolkata – 700001

Date: October 13, 2016

Ref	CSE Scrip Code = 17131 & 10017131
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Dear Sir,

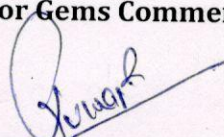
Sub: Corporate Governance Report [Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015] for Quarter & Half Year ended September 30, 2016.

Pursuant to requirement of the Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (including any modification(s), amendment(s) thereto for time being in force), read with other applicable provisions if any, please find enclosed herewith Compliance Report on Corporate Governance for the Quarter and Half Year ended September 30, 2016.

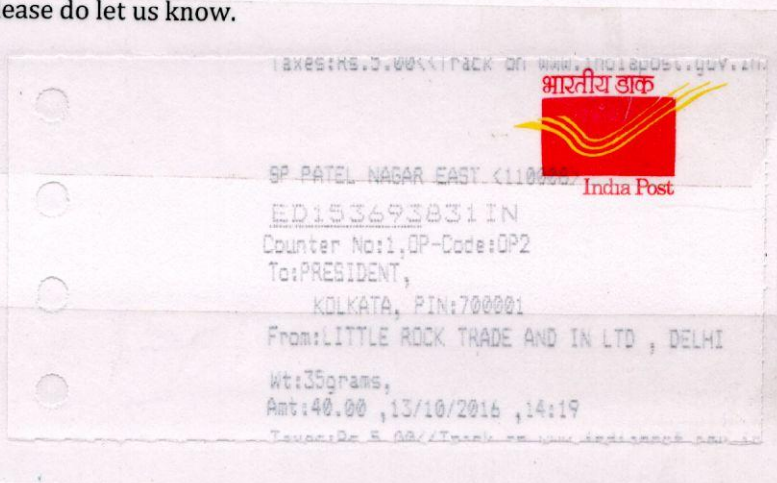
Please acknowledge receipt
For any further documents/information, please do let us know.

Thanking you
Yours faithfully

For Gems Commercial Co. Ltd.


Rajat Kumar
(Managing Director)
(DIN: 06535125)

Encl: Corporate Governance Report for Quarter ended September 30, 2016.
Corporate Governance Report for half year ended September 30, 2016.



Regd. Office: 11C, Ram Mohan Dutta Road, Ground Floor, Kolkata-700020

Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015

1. Name of Listed Entity: **Gems Commercial Co. Ltd.**
 2. Quarter ending: **30th September, 2016**

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/N on-Executive/independent/Nominee)*	Date of Appointment in the current term/cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer
Mr.	Rajat Kumar	PAN: AVGPK3223Q DIN: 06535125	Managing Director	9/30/2013	N/A	2	0	0
Mr.	Raj Kumar	PAN: AZRPK6579Q DIN: 06535325	Executive Director/CFO	5/14/2013	N/A	1	3	0
Mr.	Pankaj Baradia	PAN: ADAPB6574H DIN: 02696025	Independent Director	4/1/2013	41 Months	1	2	0
Ms.	Ritika Nanda	PAN: ASZPN9770H DIN: 06553679	Independent Director	8/14/2013	37 Months	1	3	3

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	1.Raj Kumar 2.Pankaj Baradia 3.Ritika Nanda	Executive Independent Independent
2. Nomination & Remuneration Committee	1.Raj Kumar 2.Pankaj Baradia 3.Ritika Nanda	Executive Independent Independent
3. Risk Management Committee(if applicable)		
4. Stakeholders Relationship Committee'	1.Raj Kumar 2.Ritika Nanda	Executive

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
01-04-2016, 30-05-2016	8/10/2016	71 days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
8/10/2016	Yes, Audit Committee, all members were present at meeting	5/30/2016	71 days

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	N/A
Whether shareholder approval obtained for material RPT	N/A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N/A

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For GEMS Commercial Co Ltd.

Rajat Kumar
(Managing Director)

Date: October 13, 2016
Place: New Delhi

Corporate Governance Report at the end of 6 months after end of financial year

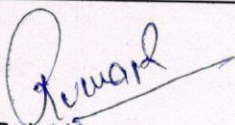
Name of the Company **GEMS Commercial Co Limited**
Half Year ended **September 30, 2016**

I Affirmations

Broad heading	Regulation	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.



Rajat Kumar
Managing Director

Date: 13/10/2016
Place: New Delhi