

GEMS COMMERCIAL COMPANY LTD.

Admin. Office:

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New Delhi - 110008
Lines)
CIN: L51109WB1983PLC035777

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The Secretary
Kolkata Stock Exchange Ltd
7- Lyons Range
Kolkata - 700001

Date: July 09 , 2015

Ref	Company No = 17131
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Dear Sir,

Sub: **Submission of Corporate Governance Report under clause 49 of Listing Agreement for Quarter ended on 30th June, 2015**

Pursuant to Clause 49 of Listing Agreement, please find enclosed copy of the Corporate Governance Report for the Quarter ended on June 30, 2015,

Kindly acknowledge receipt.

Thanking You

Yours faithfully

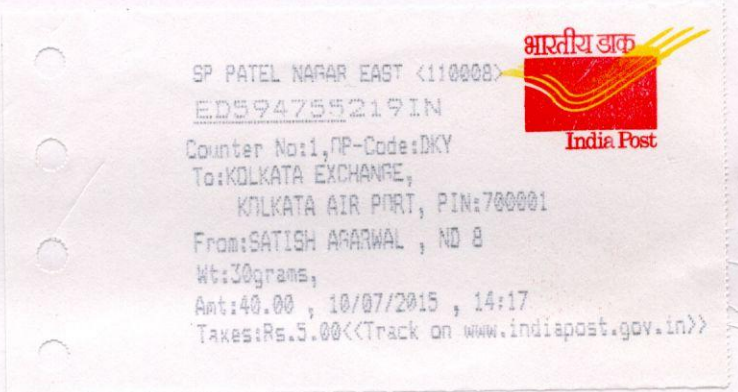
For Gems Commercial Co. Ltd.



(Raj Kumar)

Director

Encl: Corporate Governance Report for Quarter ended on June 30, 2015.



Registered Office: 21F, Deodhar Street, Kolkata - 700019

Annexure - XI to the Listing Agreement

Format of Quarterly Compliance Report on Corporate Governance

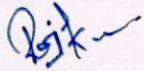
Name of the Company: GEMS Commercial Co. Limited

Quarter ending on: 30th June, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49 (V)	NA	
VI. Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	No material transactions with related parties
(B) Disclosure of Accounting Treatment	49(VIIIB)	NA	
(C) Remuneration of Directors	49 (VIIIC)	Yes	
(D) Management	49 (VIIID)	Yes	Will be complied in next Annual Report

(E) Shareholders	49 (VIII E)	No	Will be complied with at the AGM
(F) Disclosure of resignation of directors	49 (VIII F)	NA	
(G) Disclosure of formal letter of appointment	49 (VIII G)	NA	
(H) Disclosures in the Annual report	49 (VIII H)	Yes	Will be complied in next Annual Report
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	NA	
IX. CEO/CFO Certification	49(IX)	Yes	
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	Yes	

For Gems Commercial Co. Ltd.



(Raj Kumar)
Director