

# GEMS COMMERCIAL CO LTD

CIN: L51109WB1983PLC035777

website: www.gemscommercial.co.in

Admin. Office: B-38, Ground Floor, GHCL House, Institutional Area, Sector-1, Noida,  
Gautam Buddha Nagar, U.P. – 201301.

Email: investcos@yahoo.com, gemscom@yahoo.com,

Ph: +91-120-4939945

May 2, 2023

The President,  
Kolkata Stock Exchange Ltd.,  
7 –Lyons Range,  
Kolkata – 700 001.

Ref : CSE Script Code – 17131

Dear Sir,

Pursuant to provision of Regulation 30(2) & Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) regulations, 2015 and other applicable provisions, if any, please find enclosed herewith :

1. Audited financial results for the quarter and financial year ended on March 31, 2023 along with the Statutory Auditor's Report as considered, reviewed and approved by the Board of Directors in their meeting held on May 26, 2023.
2. Statement of Assets and Liabilities as on March 31, 2023.
3. Statement of Cash Flow for the financial year ended on March 31, 2023.

Further the Board Meeting started at its scheduled time at 2.00 PM and concluded at 2.45 PM

Please acknowledge the receipt.

Thanking you,

Yours faithfully,  
For Gems Commercial Co. Ltd.

(MOHANAN.T)  
Authorized Signatory

For GEMS COMMERCIAL CO. LTD.

Director/Authorized Signatory



**Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777)**

Regd. Office: 20/1, Maharshi Debendra Road, 2nd Floor, Kolkata (WB)- 700007

Admin. Office: B-38, Ground Floor, Institutional Area, Sector-1, Noida (U.P.) - 201301.

website: www.gemscommercial.co.in, Email: gemscom@yahoo.com, Ph: +91-120-4939945

**Statement of Audited Financial Results for the quarter and year ended on March 31, 2023**

Part I					
Particulars	Quarter ended			Year ended	
	31.03.2023	31.12.2022	31.03.2022	31-03-23	31.03.2022
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
<b>1. Income from Operations</b>					
(a) Net Sales/Income from Operations	-	-	-	-	-
(b) Other Operating Income	0.00	-	-	442.07	161.71
<b>Total Income</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>442.07</b>	<b>161.71</b>
<b>2. Expenses</b>					
(a) Cost of Materials consumed	-	-	-	-	-
(b) Purchase of stock-in-trade	-	-	-	-	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-
(d) Employee benefits expense	0.45	0.45	0.60	1.80	1.15
(e) Depreciation and amortisation expense	3.74	3.82	5.92	13.01	10.92
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	2.96	11.81	25.85	17.15	28.61
<b>Total Expenses</b>	<b>7.15</b>	<b>16.08</b>	<b>32.37</b>	<b>31.96</b>	<b>40.68</b>
<b>3. Profit / (Loss) before other income, finance costs and exceptional items (1-2)</b>	<b>(7.15)</b>	<b>(16.08)</b>	<b>(32.37)</b>	<b>410.11</b>	<b>121.03</b>
4. Other Income	7.26	-	5.59	7.26	5.59
<b>5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 ± 4)</b>	<b>0.11</b>	<b>(16.08)</b>	<b>(26.78)</b>	<b>417.37</b>	<b>126.61</b>
6. Finance Costs	0.62	0.73	0.51	2.63	2.66
<b>7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6)</b>	<b>(0.50)</b>	<b>(16.81)</b>	<b>(27.30)</b>	<b>414.74</b>	<b>123.96</b>
8. Exceptional Items	-	-	-	-	-
<b>9. Profit / (Loss) from ordinary activities before tax (7 ± 8)</b>	<b>(0.50)</b>	<b>(16.81)</b>	<b>(27.30)</b>	<b>414.74</b>	<b>123.96</b>
10. Tax expense	2.92	-	(67.02)	(107.08)	(27.51)
<b>11. Net Profit / (Loss) from ordinary activities after tax (9 ± 10)</b>	<b>2.41</b>	<b>(16.81)</b>	<b>(94.32)</b>	<b>307.66</b>	<b>96.44</b>
12. Extraordinary items	-	-	-	-	-
<b>13. Net Profit / (Loss) after Tax for the period (11 ± 12)</b>	<b>2.41</b>	<b>(16.81)</b>	<b>(94.32)</b>	<b>307.66</b>	<b>96.44</b>
<b>OTHER COMPREHANSIVE INCOME</b>					
4. Other Comprehensive Income for the period net of Tax - not to be reclassified subsequently to Profit & Loss Account	(1,079.60)	-	8,293.90	(1,079.60)	8,293.90
<b>15. Total Comprehensive Income for the period comprising Profit / (Loss) after taxes and Comprehensive Income (13 ± 14)</b>	<b>(1,077.19)</b>	<b>(16.81)</b>	<b>8,199.57</b>	<b>(771.94)</b>	<b>8,390.34</b>
16. Paid-up equity share capital (Face Value of Rs 10.00 each)	623.50	623.50	623.50	623.50	623.50
17. Other Equity excluding Revaluation Reserves as per Last Audited Balance Sheet	-	-	-	1,2541.09	13,313.03
<b>18. Earnings Per Share (after extraordinary items) (of Rs 10/- each) (not annualised):</b>					
(a) Basic	0.04	(0.27)	(1.51)	4.93	1.55
(b) Diluted	0.04	(0.27)	(1.51)	4.93	1.55
<b>19.ii Earnings Per Share (after extraordinary items) (of Rs 10/- each)</b>			<b>Not Annualised</b>		
(a) Basic	0.04	(0.27)	(1.51)	4.93	1.55
(b) Diluted	0.04	(0.27)	(1.51)	4.93	1.55

Notes: As attached

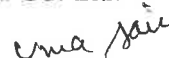
Place: Noida

Dated: 26/05/2023

For Gems Commercial Company Limited  
For Gems Commercial Co. Ltd.Rajender  Director/Authorised Signatory

DIN: 00418933

Managing Director



DIN: 08784837

Director

Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777)

Statement of Assets & Liabilities

Particulars	Standalone (Rs. in Lac)	
	As at	As at
	31.03.2022	31.03.2021
	(Audited)	(Audited)
<b>I Assets</b>		
<b>Non current Assets</b>		
a property, plant and equipment	47.63	33.48
b Capital work in progress		
c other intangible assets		
d Right-of-use assets		
e Intangible assets under development		
f Financial Cost		
(i) Investment	15929.79	17573.52
(ii) Loans	502.09	152.09
(iii) other non current financial assets	51.25	51.25
g Other non current assets		
<b>Total Non-Current Assets</b>	<b>16530.76</b>	<b>17810.34</b>
<b>Current Assets</b>		
a Inventories		
b Financial Assets		
(i) Investments	73.06	122.28
(ii) Trade Receivables	124.41	121.38
(iii) Cash & cash equivalents	12.21	11.82
(iv) Bank Balance other than cash & cash equivalents		
(v) Loans		
(vi) Derivative instruments		
(vii) other current financial assets		
c Current tax assets (net)		
d other current assets	12.92	19.18
<b>Total current assets</b>	<b>222.60</b>	<b>274.67</b>
<b>Total Assets</b>	<b>16753.36</b>	<b>18085.01</b>
<b>II Equity and Liabilities</b>		
<b>Equity</b>		
a Equity Share Capital	623.50	623.50
b Other equity	12541.09	13313.03
<b>Total Equity</b>	<b>13164.59</b>	<b>13936.53</b>
<b>Non Current Liabilities</b>		
a Financial liabilities		
(i) Borrowings	20.56	2.42
(ii) Lease liabilities		
b provisions		
c other non-current liabilities		
d deferred tax liabilities (net)	3557.67	4124.72
<b>Total Non Current Liabilities</b>	<b>3578.24</b>	<b>4127.13</b>
<b>Current liabilities</b>		
a Financial liabilities		
(i) Borrowings	2.42	15.37
(ii) Trade Payable		
(a) total outstanding dues of micro enterprises and small enterprises		
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises.	8.09	5.96
(iv) other current financial liabilities		
(v) Derivative instruments		
b Provisions		
c other current liabilities		
(i) Contract liabilities		
(ii) other current liabilities	0.03	0.02
<b>Total current liabilities</b>	<b>10.54</b>	<b>21.35</b>
<b>Total Equity and Liabilities</b>	<b>16753.36</b>	<b>18085.01</b>

For Gems Commercial Co. Ltd.

Uma Jais

Director/Authorised Signatory

For Gems Commercial Co. Ltd.

Director/Authorised Signatory

## Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777)

## Standalone Statement of Cash Flows for the year ended March 31, 2023

Rs. In lacs

Particulars	for the year ended March 31, 2023	for the year ended March 31, 2022
<b>Operating activities</b>		
Profit before tax	414.74	123.96
Adjustment for:		
Depreciation/amortisation	13.01	10.92
(Gain)/Loss on sale of investments/diminution in the value of investment		
Loss on sale/disposal of property, plant and equipment and asset held for sale		
interest income	(3.93)	(3.26)
Finance cost	2.63	2.66
Income from dividend	(441.03)	(161.71)
Employees share based payments		
Unrealised exchange Loss/(gain)		
<b>Operating Profit before working capital changes</b>	<b>(14.58)</b>	<b>(27.43)</b>
<b>Changes in working capital</b>		
<b>Adjustments for (increase)/Decrease in Operating assets:</b>		
Trade receivables		
Inventories	3.23	(22.47)
Other current financial assets		
other current assets		
Non-current financial assets		
other non-current assets		
<b>Adjustment for Increase/(Decrease) in Operating liabilities:</b>		
Contract liabilities		
Trade payables	(10.81)	(2.78)
Derivative instruments		
other non current financial liabilities		
other current financial liabilities		
other current liabilities		
Provisions		
<b>Cash generated from operations</b>	<b>(22.15)</b>	<b>(52.69)</b>
Direct tax paid(net)/ extra ordinary item	(110.00)	(25.75)
<b>Net cash generated from operating activities</b>	<b>(132.15)</b>	<b>(78.44)</b>
<b>Cash flow from investing activities</b>		
payment for property, plant and equipment	27.16	-
Proceeds from sale of Property, plant and equipment		
Sales/(purchase) of Investment (Net)	49.22	(122.28)
Interest received	3.93	3.26
Dividend received	441.03	161.71
<b>Net cash used in investing activities</b>	<b>521.34</b>	<b>42.69</b>
<b>Cash flow from financing activities</b>		
Proceeds from equity shares ( including premium)		
Buyback of equity share capital (including tax paid)		
Dividend paid		
Dividend distribution tax paid		
Proceeds from long term borrowings/ Loans & Advances	(350.00)	59.70
Repayment of long term borrowings	18.15	(13.88)
Proceeds/(Repayment) from short-term borrowings		
Payment of lease liabilities		
Unpaid dividend account (net)		
Bank deposit in escrow account and margin money		
Interest paid	(2.63)	(2.66)
<b>Net cash used in financing activities</b>	<b>(334.48)</b>	<b>43.16</b>
<b>Net(Decrease)/Increase in cash and cash equivalents</b>	<b>54.71</b>	<b>7.41</b>
<b>Cash and cash equivalents a the beginning of the year</b>	<b>11.81</b>	<b>4.40</b>
<b>Cash and cash equivalents a the end of the year</b>	<b>66.52</b>	<b>11.81</b>
<b>Components of cash and cash equivalents</b>		
Cash in hand	0.15	0.05
Balances with Bank:		
-on current accounts	12.06	11.77
<b>Total cash and cash equivalents</b>	<b>12.21</b>	<b>11.82</b>

Note:

the Cash flow statement has been prepared under the indirect method as set out in the IND AS 7 "statement of cashflows"

For Gems Commercial Co Ltd.

For Gems Commercial Co Ltd.

Uma Jain

Date: 28/03/2023

Place: Mumbai

**Independent Auditor's Report on the Quarterly and Year to Date audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended**

To,  
The Board of Directors  
Gems Commercial Company Limited.

**Report on the audit of the Standalone Financial Results**

**Opinion**

We have audited the accompanying statement of the Quarterly and year to date financial results of M/s Gems Commercial Company Limited for the quarter and the year ended on 31<sup>st</sup> March, 2023. attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- i. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India of the net profit/loss and other comprehensive income and other financial information for the quarter ended on 31<sup>st</sup> March 2023 and financial year ended on 31<sup>st</sup> March 2023.

**Basis of Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



### **Management's Responsibilities for the Standalone Financial Results.**

This Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives true and fair view of the net profit/loss and other comprehensive income of the Company and other financial income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



**Other Matter**

The Statement includes the results for the quarter ended March 31, 2023 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For **Rakesh K Agarwal & Co.**  
Chartered Accountants  
FRN: 033764N



**Rakesh Kumar Agarwal**

(Proprietor)

Mem. No: 086574

UDIN: 23086574B GS2P55047

Place: Noida

Date: 26/05/2023



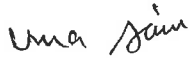
**Notes to the Standalone Financial Results for the Quarter and Year ended March 31, 2023**

1	The above financial results of the Company have been prepared in accordance with Indian Accounting Standard (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules 2015 and other relevant amendments thereof. The financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on May 26, 2023. The Statutory Auditor have conducted the audit of the financial results and have expressed an unqualified audit opinion as per requirement under Regulation 33 of SEBI (LODR) Regulations, 2015.
2	Segment information reporting is not applicable as Company has only one business segment.
3	the certificate in respect of the above results in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 has been placed before the board of Directors.
4	The figures for the quarter ended on March 31, 2023 are the balancing figures between audited figures in respect of full financial year ended on March 31, 2023 and the unaudited published year to date figures upto December 31, 2022, being the end of third quarter of the financial year which are subject to limited review. Previous year/period figures have been regrouped/reclassified, wherever necessary to conform to those current year classification
5	in line with the requirements of Regulation 47(2) of the Listing Regulations 2015, the results are available on the website of CSE and on Company's website ( <a href="http://www.gemcommercial.co.in">www.gemcommercial.co.in</a> ).

For Gems Commercial Co. Ltd.

  
Director/Authorised Signatory

For Gems Commercial Co. Ltd.

  
Director/Authorised Signatory

# GEMS COMMERCIAL CO LTD

CIN: L51109WB1983PLC035777

website: www.gemscommercial.co.in

Admin. Office: B 38, Ground Floor, GHCL House, Institutional Area, Sector-1, Noida,  
Gautam Buddha Nagar, U.P. – 201301.

Email: investcos@yahoo.com, gemscom@yahoo.com,

Ph: +91-120-4939945

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

**Date: April 14, 2023**

Ref	CSE Scrip Code = 17131 & 10017131
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**Sub: Submission of Shareholding Pattern under Regulation 31(1)(b) and Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing obligations & Disclosure Requirements) Regulations 2015 & Share Capital Audit Report under Regulation 76 of SEBI (Depositories & Participants) Regulations 2018 for Quarter and financial Year ended on March 31, 2023.**

Dear Sir,

Please find enclosed herewith -

- Shareholding Pattern for the Quarter ended on March 31, 2023, as per requirement of Regulation 31(1)(b) of SEBI (LOADR) Regulations 2015 (including any modification(s) or amendments thereof), read with other applicable provisions, if any, **(Annexure-I)**.
- Corporate Governance for the Quarter and Financial year ended on March 31, 2023, as per requirement of Regulation 27(2) of SEBI (LOADR) Regulations 2015, read with other applicable provisions if any **(Annexure-II & Annexure-III)**.

Please acknowledge the receipt

Thanking you

Yours faithfully

For Gems Commercial Co. Ltd.  
For Gems Commercial Company Ltd.



Director/Authorized Signatory

Mohanan T.  
(Authorised Signatory)

Encl: as above.

**Share Holding Pattern as per Regulation 31(1) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations 2015**

AY 2022-23

- |                                                                                                                                |                          |
|--------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| 1. Name of Listed Entity:                                                                                                      | Gems Commercial Co. Ltd. |
| 2. Scrip Code/Name of Scrip/Class of Security                                                                                  | 17131/Equity             |
| 3. Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg 31(1)(c)                                                 | Regulation 31(1)(b)      |
| a. If under 31(1)(b) then indicate the report for Quarter ending                                                               | March 31, 2023           |
| b. If under 31(1)(c) then indicate date of allotment/extinguishment                                                            | NA                       |
| 4. Declaration: The Listed entity is required to submit the following declaration to the extent of submission of information:- |                          |

Particulars	Yes*	No*
1 Whether the Listed Entity has issued any partly paid up shares?	-	No
2 Whether the Listed Entity has issued any Convertible Securities or Warrants?	-	No
3 Whether the Listed Entity has any shares against which depository receipts are issued ?	-	No
4 Whether the Listed Entity has any shares in locked-in?	-	No
5 Whether any shares held by promoters are pledge or otherwise encumbered?	-	No

\* If the Listed Entity selects the option 'No' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed Entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

**5. The tabular format for disclosure of holding of specified securities is as follows :**

**Table I - Summary Statement holding of specified securities**

Category (I)	Category of shareholder (II)	Nos. of share holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR,1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total Shares held (b)
								Class eg: X	Class eg: Y	Total								
(A)	Promoter & Promoter Group	6	5490020	0	0	5490020	88.05	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(B)	Public	1912	744980	0	0	744980	11.95	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(C)	Non Promoter- Non Public	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(C1)	Shares underlying DRs	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(C2)	Shares held by Employee Trusts	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
	<b>Total</b>	<b>1918</b>	<b>6235000</b>	<b>0</b>	<b>0</b>	<b>6235000</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	

**Table II - Statement showing shareholding pattern of the Promoter and Promoter Group**

Category & Name of the Shareholders (I)	PAN (II)	No. of share holder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding % calculated as per SCRR,1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total shares held (b)
								Class X	Class Y	Total								
(I)	Indian																	
(a)	Individuals/Hindu undivided Family		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0.00	0	
(b)	Central Government/ State Government(s)		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0.00	0	
(c)	Financial Institutions/ Banks		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0.00	0	
(d)	Any Other (Body Corporate)		6	5490020	0	5490020	88.05	0	0	0	0.00	0	0.00	0	0	0.00	0	
	Mansarover Commercial Pvt Ltd	AAGCM0307D	757680	0	0	757680	12.15	0	0	0	0.00	0	0.00	0	0	0.00	0	

For Gems Commercial Company Ltd.

*Ne*  
Director

Signatory

	Participations Commercial Pvt Ltd	AAAC1127730	1277730	0	0	1277730	20.48	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Sovereign Commercial Pvt Ltd	AAKCS1827Q	1152230	0	0	1152230	18.48	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Swastick Commercial Pvt Ltd	AAKCS1829A	873400	0	0	873400	14.01	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Trishul Commercial Pvt Ltd	AAAC13894K	1303730	0	0	1303730	20.92	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Little Rock Trade & Investment Ltd	AAAC14679F	125250	0	0	125250	2.01	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Sub-Total (A)(1)		6	5490020	0	0	5490020	88.05	0	0	0	0.00	0	0.00	0	0	0	0.00	0
(2)	Foreign																		
(a)	Individuals (Non- Resident Individuals/ Foreign Individuals)		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
(b)	Government		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
(c)	Institutions		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
(d)	Foreign Portfolio Investor		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
(f)	Any Other (specify)		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Sub-Total (A)(2)		0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	0	0.00	0	
	<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>		<b>6</b>	<b>5490020</b>	<b>0</b>	<b>0</b>	<b>5490020</b>	<b>88.05</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

**Note:**

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The term "Encumbrance" has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**Table III - Statement showing shareholding pattern of the Public shareholder:**

	Category & Name of the Shareholders (I)	PAN (II)	Nos. of share holder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V +VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total Shares held (b)	No. (No applicable) (a)		As a % of total shares held (Not applicable) (b)
									Class X	Class Y	Total								
(1)	Institutions																		
(a)	Mutual Funds/		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Foreign Portfolio Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(f)	Financial Institutions/ Banks		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(g)	Insurance Companies		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(h)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(i)	Any Other (specify)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0

*MS*



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

1. Name of Listed Entity: Gems Commercial Co. Ltd.  
2. Quarter ending: 31 March, 2023

## I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-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 Regulation 26(1) of Listing Regulations)
Mr.	Rajender Soni	PAN: ABDPS4948M DIN: 08784845	Managing Director	10.05.2021 (appointment)	N/A	1	2	0
Mrs.	Uma Jain	PAN: AGUPJ0119M DIN: 08784837	Non- Executive Director	20-08-20	N/A	3	4	0
Mr.	Krishnan Swaminathan	PAN: ABDPS4948M DIN: 08784845	Independent Director	20-08-20	30 months	3	4	4
Mr	Shashi Kant Gupta	PAN:ACJPG4348N DIN:02623242	Non-Executive	10.02.22		0	0	0

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	1.Mr.Krishnan Swaminathan 2.Mr.Rajender Soni 3.Mrs.Uma Jain	Independent Non-Executive Non-Executive
2. Nomination & Remuneration Committee	1.Mr.Krishnan Swaminathan 2.Mr.Rajender Soni 3.Mrs.Uma Jain	Independent Executive Non-Executive
3. Risk Management Committee(if applicable)	NA	
4. Stakeholders Relationship Committee'	1.Mr. Krishnan Swaminathan 2.Ms. Uma Jain	Independent Non-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)
10.11.22	13.02.23	95 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
13.02.23	Yes, all the members were present at the meeting	10.11.22	95 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 Company Ltd.  
For GEMS Commercial Co Ltd.



Director  
Mohan T. Agrator  
( Authorised Signatory)

Date: 11-04-2023  
Place: Noida

## Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (LOADR) Regulations 2015 for the Financial Year ended on March 31, 2023

Name of the Entity : GEMS Commercial Co Ltd  
 Financial Year ended on: 31-Mar-23

## I. Disclosure on website in terms of Listing Regulations

Item	Compliance status
Details of business	Yes
Terms and conditions of appointment of independent directors	NA
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	NA

## II Annual Affirmations

Particulars	Regulation Number	Compliance status
Independent director(s) have been appointed in terms of specified criteria 'Independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Minimum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

## Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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.

## III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.-NA

For GEMS Commercial Co Ltd.

  
 Mohanant,  
 ( Authorised Signatory)

Date: 11-04-2023  
 Place: Noida