

GEMS COMMERCIAL CO LTD

CIN: L51109WB1983PLC035777 website: www.gemscommercial.co.in
Admin. Office: YMCA Building, Ground Floor, , Jai Singh Road, New Delhi – 110 001
Email: investcos@yahoo.com, gemscom@yahoo.com, Ph: +91-120-4939945

August 10. 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 June 30, 2023 along with Auditor's Review Report as considered, reviewed and approved by Board of Directors in their meeting held on August 10, 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.

For Gems Commercial Company Ltd.

(MOHANAN.T)
Authorized Signatory 
Director/Authorized Signatory

Encl : as above

Unaudited Financial Results for quarter ended on 30th June, 2023

Gems Commercial Co Ltd.

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.
 CIN: L51109WB1983PLC035777 website: www.gemscommercial.co.in
 Email: gemscom@yahoo.com, Ph: +91-120-4939945

(Rs. in Lakh)				
Particulars	Quarter ended		year ended	
	30.06.2023	31.03.2023	30.06.2022	31.03.2023
(Refer Notes Below)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1. Income from Operations				
(a) Net Sales/Income from Operations (Net of excise duty)		-	-	-
(b) Other Operating Income	-	-	441.03	442.07
Total income from Operations (net)	-	-	441.03	442.07
2. Expenses				
(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	0.45	1.80
(e) Depreciation and amortisation expense	2.91	3.74	2.73	13.01
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	5.34	2.96	1.95	17.15
Total Expenses	8.70	7.15	5.13	31.96
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(8.70)	(7.15)	435.90	410.11
4. Other Income	-	7.26	-	7.26
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(8.70)	0.11	435.90	417.37
6. Finance Costs	0.08	0.62	0.01	2.63
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(8.78)	(0.51)	435.89	414.74
8. Exceptional Items	-	-	-	-
9. Profit / (Loss) from ordinary activities before tax (7 + 8)	(8.78)	(0.51)	435.89	414.74
10. Tax expense	-	2.92	110.00	(107.08)
11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(8.78)	2.41	325.89	307.66
12. Extraordinary items	-	-	-	-
13. Net Profit / (Loss) after Tax for the period (11 + 12)	(8.78)	2.41	325.89	307.66
OTHER COMPREHANSIVE INCOME				
14. Other Comprehensive Income for the period net of Tax - not to be reclassified subsequently to Profit & Loss Account	-	(1,079.60)	-	(1,079.60)
15. Total Comprehensive Income for the period comprising Profit / (Loss) after taxes and Comprehensive Income (13 + 14)	(8.78)	(1,077.19)	325.89	(771.94)
16. Paid-up equity share capital (Face Value of Rs 10.00 each)	623.50	623.50	623.50	623.50
17. Other Equity excluding Revaluation Reserves as per Last Audited Balance Sheet	-	-	-	12,541.09
18. Earnings Per Share (after extraordinary items) (of Rs 10/- each) (not annualised):				
(a) Basic	(0.14)	0.04	5.23	4.93
(b) Diluted	(0.14)	0.04	5.23	4.93
19.ii Earnings Per Share (after extraordinary items) (of Rs 10/- each)				
		Not Annualised		
(a) Basic	(0.14)	0.04	5.23	4.93
(b) Diluted	(0.14)	0.04	5.23	4.93
Note:				
1. The above unaudited standalone financial results of Gems Commercial Company Limited ("the Company") have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at their meeting held on August 10, 2023. Limited review of these results required under Regulation 33 of SEBI (LODR) Regulations, 2015, has been completed by the statutory auditors of the Company. The Statutory Auditor has issued an unqualified report thereon				
2. The Above financial results of the company have been prepared in accordance with Indian Accounting Standards (IND AS) prescribed under section 133 of The Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended.				
3. Previous year/period figures has been regrouped/reclassified, Wherever necessary to conform to those current year classificatio				
4. in line with the requirement of Regulation 47(2) of the Listing Regulations 2015, the results are available on the website of CSE and on Company's website (www.gemcommercial.co.in).				

Place: Noida

Dated: 10/08/2023

For Gems Commercial Company Limited

Uma Jain
 Director/Authorized Signatory

Director



Rakesh K. Agarwal & Co.

Chartered Accountants

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

Review Report to
The Board of Directors
Gems Commercial Company Limited.

We have reviewed the accompanying statement of unaudited standalone financial results of Gems Commercial Company Limited (the "Company") for the quarter ended June 30, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued there under and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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



Rakesh Kumar Agarwal
(Proprietor)
M. No: 086574
UDIN: 23086574BGSZQN6819
Place: Noida
Date: 10/08/2023

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: July 14, 2023

Ref	CSE Scrip Code = 17131 & 10017131
------------	--

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 June 30, 2023.

Dear Sir,

Please find enclosed herewith -

- Shareholding Pattern for the Quarter ended on June 30, 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 June 30, 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.



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

Amal

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)
 - a. If under 31(1)(b) then indicate the report for Quarter ending: **Regulation 31(1)(b)**
 - b. If under 31(1)(c) then indicate date of allotment/extinguishment: **June 30, 2023**
4. Declaration: The Listed entity is required to submit the following declaration to the extent of submission of information:-
 - a. If under 31(1)(b) then indicate the report for Quarter ending: **NA**
 - b. If under 31(1)(c) then indicate date of allotment/extinguishment: **NA**

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	
	Total	1918	6235000	0	0	6235000	100	0	0	0.00	0	0.00	0	0.00	0	0.00	0	

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								
(1) Indian																		
(a) Individuals/Hindu undivided Family		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0	
(b) Central Government/ State Government(s)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0	
(c) Financial Institutions/ Banks		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0	
(d) Any Other (Body Corporate)		6	5490020	0	0	5490020	88.05	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
Mansarovar Commercial Pvt Ltd	AAGCM0307D		757680	0	0	757680	12.15	0	0	0.00	0	0.00	0	0.00	0	0.00	0	

For Gems Commercial Company Ltd.

Alca

	Pvt Ltd		1277730	0	0	1277730	20.48	0	0	0	0.00		0.00	0	0	0	0.00	0
	Sovteign Commercial Pvt Ltd	AAJCS1827Q	1152230	0	0	1152230	18.48	0	0	0	0.00		0.00	0	0	0	0.00	0
	Swamik Commercial Pvt Ltd	AAJCS1829A	873400	0	0	873400	14.01	0	0	0	0.00		0.00	0	0	0	0.00	0
	Trishul Commercial Pvt Ltd	AAJCS1829K	1303730	0	0	1303730	20.92	0	0	0	0.00		0.00	0	0	0	0.00	0
	Little Rock Trade & Investment Ltd	AAJCS1829F	125250	0	0	125250	2.01	0	0	0	0.00		0.00	0	0	0	0.00	0
	Sub-Total (A)(1)		6	5490020	0	0	5490020	88.05	0	0	0.00		0.00	0	0	0	0.00	0
(2)	Foreign								0	0	0.00		0.00	0	0	0	0.00	0
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)		0	0	0	0	0.00	0	0	0	0.00		0.00	0	0	0	0.00	0
(b)	Government		0	0	0	0	0.00	0	0	0	0.00		0.00	0	0	0	0.00	0
(c)	Institutions		0	0	0	0	0.00	0	0	0	0.00		0.00	0	0	0	0.00	0
(d)	Foreign Portfolio Investor		0	0	0	0	0.00	0	0	0	0.00		0.00	0	0	0	0.00	0
(f)	Any Other (specify)		0	0	0	0	0.00	0	0	0	0.00		0.00	0	0	0	0.00	0
	Sub-Total (A)(2)		0	0	0	0	0.00	0	0	0	0.00		0.00	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)		6	5490020	0	0	5490020	88.05	0	0	0.00		0.00	0	0	0	0.00	0

Details of Shares which remain unclaimed may be given hear 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								
(f)	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)	Alternative 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

Handwritten signature/initials

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: June 30, 2023

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ^A	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)
13.02.23 & 13.03.23	26.05.23	55 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
26.05.23	Yes, all the members were present at the meeting	13.02.23	101 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
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.

For Gems Commercial Company Ltd.

Mohnan T.
(Authorised Signatory)

for

Date: 14.07. 2023
Place: Noida

Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (LOADR) Regulations 2015 for the Financial Year ended on JUNE 30, 2023

Name of the Entity : GEMS Commercial Co Ltd
 Financial Year ended on: 30th June, 2023

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 of '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
Maximum Directorship & Tenure	25(1) & (2)	Yes
Appointment 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.

For GEMS Commercial Company Ltd.

Date: 14.07.23
 Place: Noida


 Mohanan T.
 (Authorized Signatory)

Director Signatory