

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 18, 2024

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

Ref : CSE Script Code – 171311

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, 2024 along with the Auditor's review report as considered, reviewed and approved by the Board of Directors in their meeting held on May 18, 2024.
2. Statement of Assets and Liabilities as on March 31, 2024.
3. Statement of Cash Flow for the half year ended on March 31, 2024.

Further the Board Meeting started at its scheduled time at 2.00 PM and concluded at 3.00 PM.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,
For Gems Commercial Co. Ltd.

(MOHANAN.T)

Authorized Signatory/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, 2024

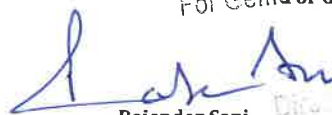
(Rs. in Lakh)					
Part I Particulars	Quarter ended		Year ended		
	31.03.2024	31.12.2023	31.03.2023	31-03-2024	31.03.2023
(Refer Notes Below)	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1. Income from Operations					
(a) Net Sales/Income from Operations	-	-	-	-	-
(b) Other Operating Income	6.86	1.37	-	522.76	442.07
Total income	6.86	1.37	-	522.76	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	0.30	0.45	0.45	1.65	1.80
(e) Depreciation and amortisation expense	3.13	3.13	3.74	12.29	13.01
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	20.89	1.94	2.96	29.75	17.15
Total Expenses	24.32	5.51	7.15	43.70	31.96
3. Profit / (Loss) before other income, finance costs and exceptional items (1-2)	(17.46)	(4.15)	(7.15)	479.07	410.11
Other Income	4.64	-	7.26	4.64	7.26
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(12.82)	(4.15)	0.11	483.71	417.37
6. Finance Costs	1.24	1.30	0.62	3.57	2.63
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(14.06)	(5.45)	(0.50)	480.14	414.74
8. Exceptional Items/prapor Period	(1.18)	-	-	(1.18)	-
9. Profit / (Loss) from ordinary activities before tax (7 ± 8)	(15.24)	(5.45)	(0.50)	478.96	414.74
10. Tax expense	(2.67)	-	2.92	(121.78)	(107.08)
11. Net Profit / (Loss) from ordinary activities after tax (9 ± 10)	(17.92)	(5.45)	2.41	357.18	307.66
12. Extraordinary items	-	-	-	-	-
13. Net Profit / (Loss) after Tax for the period (11 ± 12)	(17.92)	(5.45)	2.41	357.18	307.66
OTHER COMPREHANSIVE INCOME					
14. Other Comprehensive Income for the period net of Tax - not to be reclassified subsequently to Profit & Loss Account	345.25	-	(1,079.60)	345.25	(1,079.60)
15. Total Comprehensive Income for the period comprising Profit / (Loss) after taxes and Comprehensive Income (13 ± 14)	327.33	(5.45)	(1,077.19)	702.43	(771.94)
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	-	-	-	13,243.52	13,313.03
18. Earnings Per Share (after extraordinary items) (of Rs 10/- each) (not annualised):					
(a) Basic	(0.29)	(0.09)	0.04	5.73	4.93
(b) Diluted	(0.29)	(0.09)	0.04	5.73	4.93
19.ii Earnings Per Share (after extraordinary items) (of Rs 10/- each)					
(a) Basic	(0.29)	(0.09)	0.04	5.73	4.93
(b) Diluted	(0.29)	(0.09)	0.04	5.73	4.93

Notes: As attached

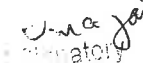
Place: Noida

Dated: 18/05/2024

For Gems Commercial Company Limited



Rajender Soni
DIN: 00418933
Managing Director



Uma Jain
DIN: 08784837
Director

Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777)

Statement of Assets & Liabilities

Particulars	Standalone (Rs. in Lac)	
	As at	As at
	31.03.2024	31.03.2023
	(Audited)	(Audited)
I Assets		
Non current Assets		
a property, plant and equipment	46.08	47.63
b Capital work in progress		
c other intangible assets		
d Right-of-use assets		
e Intangible assets under development		
f Financial Cost		
(i) Investment	16546.48	15929.79
(ii) Loans	702.09	502.09
(iii) other non current financial assets	51.25	51.25
g Other non current assets		
Total Non-Current Assets	17345.90	16530.76
Current Assets		
a Inventories		
b Financial Assets		
(i) Investments	254.58	73.06
(ii) Trade Receivables	132.11	124.41
(iii) Cash & cash equivalents	7.64	12.21
(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	12.93	12.92
Total current assets	407.26	222.60
Total Assets	17753.16	16753.36
II Equity and Liabilities		
Equity		
a Equity Share Capital	623.50	623.50
b Other equity	13243.52	12541.09
Total Equity	13867.02	13164.59
Non Current Liabilities		
a Financial liabilities		
(i) Borrowings	25.98	20.56
(ii) Lease liabilities		
b provisions		
c other non-current liabilities		
d deferred tax liabilities (net)	3843.33	3557.67
Total Non Current Liabilities	3869.31	3578.24
Current liabilities		
a Financial liabilities		
(i) Borrowings	7.51	2.42
(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.	9.32	8.09
(iv) other current financial liabilities		
(v) Derivative instruments		
b Provisions		
c other current liabilities		
(i) Contract liabilities		
(ii) other current liabilities	0.00	0.03
Total current liabilities	16.83	10.54
Total Equity and Liabilities	17753.17	16753.36

For Gems Commercial Company Ltd.
 and Jew

Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777)

Standalone Statement of Cash Flows for the year ended March 31, 2024

Rs. In lacs

Particulars	for the year ended March 31, 2024	for the year ended March 31, 2023
Operating activities		
Profit before tax	480.14	414.74
Adjustment for:		
Depreciation/amortisation	12.29	13.01
(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	2.45	
Interest income	(4.64)	(3.93)
Finance cost	3.57	2.63
Income from dividend	(514.54)	(441.03)
Employees share based payments		
Unrealised exchange Loss/(gain)		
Operating Profit before working capital changes	(20.73)	(14.58)
Changes in working capital		
Adjustments for (increase)/Decrease in Operating assets:		
Trade receivables		
Inventories	(7.71)	3.23
Other current financial assets		
other current assets		
Non-current financial assets		
other non-current assets		
Adjustment for Increase/(Decrease) in Operating liabilities:		
Contract liabilities		
Trade payables	6.29	(10.81)
Derivative instruments		
other non current financial liabilities		
other current financial liabilities		
other current liabilities		
Provisions		
Cash generated from operations	(22.15)	(22.15)
Direct tax paid(net)/ extra ordinary item	(122.03)	(110.00)
Net cash generated from operating activities	(144.19)	(132.15)
Cash flow from investing activities		
payment for property, plant and equipment	(13.19)	(27.16)
Proceeds from sale of Property, plant and equipment		
Sales/(purchase) of Investment (Net)	(168.23)	49.22
Interest received	4.64	3.93
Dividend received	514.54	441.03
Net cashused in investing activities	337.76	467.02
Cash flow from financing activities		
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	(200.00)	(350.00)
Repayment of long term borrowings	5.42	18.15
Proceeds/(Repayment) from short-term borrowings		
Payment of lease liabilities		
Unpaid dividend account (net)		
Bank deposit in escrow account and margin money		
Interest paid	(3.57)	(2.63)
Net cash used in financing activities	(198.15)	(334.48)
Net(Decrease)/Increase in cash and cash equivalents	(4.57)	0.39
Cash and cash equivalents a the beginning of the year	12.21	11.81
Cash and cash equivalents a the end of the year	7.64	12.21
Components of cash and cash equivalents		
Cash in hand	0.15	0.15
Balances with Bank:	7.49	12.06
-on current accounts	7.64	12.21
Total cash and cash equivalents		

Note:

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

For Gems Commercial Company Ltd.

 Director



Rakesh K. Agarwal & Co.

Chartered Accountants

Independent Auditor's Review 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 Director
Gems Commercial Co Limited

Report on the audit of the Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date financial results of Gems Commercial Co Limited (the "Company") for the quarter ended March 31, 2024 and for the year ended March 31, 2024 ("Statement"), 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, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter ended March 31, 2024 and for the year ended March 31, 2024.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibilities for the Standalone Financial Statements.

The Statement has been prepared on the basis of the annual financial statements. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in



India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements 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 statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's 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 standalone financial statements 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 statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



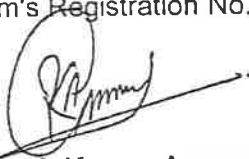
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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, 2024 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2024 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
(Firm's Registration No. 033764N)



Rakesh Kumar Agarwal
Proprietor
(Membership No. 086574)

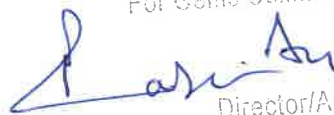
UDIN: 24086574BKFGG26130

Date: May 18, 2024
Place: Noida

Notes to the Statement of Financial Results for the quarter and year ended March 31, 2024

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 18, 2024. 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 the 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, 2024 are the balancing figures between audited figures in respect of full financial year ended on March 31, 2024 and the unaudited published year to date figures upto December 31, 2023 being the end of third quarter of the financial year which are subject to limited review. Previous years/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 (www.gemcommercial.co.in).
6	Company is a registered NHFC Company.

For Gems Commercial Company Ltd.



Uma Jain

Director/Authorized 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,
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Email: investcos@yahoo.com, gemscom@yahoo.com,

Ph: +91-120-4939945

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

Date: April 10, 2024

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, 2024..

Dear Sir,

Please find enclosed herewith -

- Shareholding Pattern for the Quarter ended on March 31, 2024, 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 ended on March 31, 2024, as per requirement of Regulation 27(2) of SEBI (LOADR) Regulations 2015, read with other applicable provisions if any **(Annexure-II)**.
- Share Capital Audit Report for the quarter ended on March 31, 2024 **(Annexure III)**.
- Half-yearly compliance Report on disclosure of loans/guarantees/comfort letters/securities etc. as **(Annexure – IV)**

Please acknowledge the receipt

Thanking you

Yours faithfully

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



Mohanan T.
(Authorised Signatory)

1. Name of Listed Entity: **Gems Commercial Co. .d.**
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, 2024**
- 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 opt on '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 % calculate d 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	0.00	0	0.00	0	0.00	0	0.00	0	
(b)	Central Government/ State Government(s)		0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(c)	Financial Institutions/ Banks		0	0	0	0	0.00	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(d)	Any Other (Body Corporate)		6	5490020	0	5490020	88.05	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
	Mansarovar Commercial Pvt. Ltd	AAGCM9307D	757680	0	0	757680	12.15	0	0	0.00	0	0.00	0	0.00	0	0.00	0	

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: **March 31, 2024**

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	10.05.21 (appointment)	N/A	1	2	0
Mrs.	Uma Jain	PAN: AGUPJ0119M DIN: 08784837	Non- Executive Director	20-08-2020	N/A	3	4	0
Mr.	Krishnan Swaminathan	PAN: ABDPS4948M DIN: 08784845	Independent Director	20-08-2020	49 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)
08.11.23	13.02.2024	98 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
13.02.2024	Yes, all the members were present at the meeting	08.11.23	98 days

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
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	Yes

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 Co. Ltd.

Mohnan T.

(Authorised Signatory)

Date: 10.04.2024
Place: Noida

Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (LOADR) Regulations 2015 for the Financial Year ended on March 31, 2024

Name of the Entity : GEMS Commercial Co Ltd
 Financial Year ended on: March 31, 2024

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)	Yes
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
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 "NA" 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 Co Ltd.

Date: 12.04.2024
 Place: Noida


 Mohanan T.
 (Authorised Signatory)