

# 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

November 12, 2024

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. Unaudited financial results for the quarter and half year ended on September 30, 2024 along with the Auditor's review report as considered, reviewed and approved by the Board of Directors in their meeting held on November 12, 2024.
2. Statement of Assets and Liabilities as on September 30, 2024.
3. Statement of Cash Flow for the half year ended on September 30, 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.

For Gems Commercial Company Ltd.

(Rajender Soni)  
Director

Director/Authorized Signatory

EV6781281001 INR:6983670052810

EP NOIDA PG (201301)

Counter No:14/11/2024,11:30

To:THE CALCUTTA,

PIN:700001, KOLKATA GPO

From:GEMS COMM COMPANY LTD.,

Wt:05gms

Am:41.30,Tr:16.30,Am.Faid:41.00(Cash)

Track on www.indiapost.gov.in



**Unaudited Financial Results for quarter & half ended on 30th September, 2024**

**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

**Part I** (Rs. in Lakh)

Particulars	Quarter ended			Half year ended		year ended
	30.09.2024	30.06.2024	30.09.2023	30.09.2024	30.09.2023	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
<b>(Refer Notes Below)</b>						
<b>1. Income from Operations</b>						
(a) Net Sales/Income from Operations (Net of excise duty)			-			-
(b) Other Operating Income	367.54	-	514.54	367.54	514.54	522.76
<b>Total income from Operations (net)</b>	<b>367.54</b>	<b>-</b>	<b>514.54</b>	<b>367.54</b>	<b>514.54</b>	<b>522.76</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	0.45	0.90	0.90	1.65
(e) Depreciation and amortisation expense	1.74	1.75	3.13	3.49	6.04	12.29
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	0.30	2.67	1.58	2.97	6.92	29.75
<b>Total Expenses</b>	<b>2.49</b>	<b>4.87</b>	<b>5.15</b>	<b>7.36</b>	<b>13.86</b>	<b>43.70</b>
<b>3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>365.05</b>	<b>(4.87)</b>	<b>509.38</b>	<b>360.18</b>	<b>500.68</b>	<b>479.07</b>
4. Other Income	-	-	-	-	-	4.64
<b>5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 ± 4)</b>	<b>365.05</b>	<b>(4.87)</b>	<b>509.38</b>	<b>360.18</b>	<b>500.68</b>	<b>483.71</b>
6. Finance Costs	1.49	-	0.95	1.49	1.02	3.57
<b>7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6)</b>	<b>363.56</b>	<b>(4.87)</b>	<b>508.44</b>	<b>358.69</b>	<b>499.66</b>	<b>480.14</b>
8. Exceptional Items	-	-	-	-	-	(1.18)
<b>9. Profit / (Loss) from ordinary activities before tax (7 ± 8)</b>	<b>363.56</b>	<b>(4.87)</b>	<b>508.44</b>	<b>358.69</b>	<b>499.66</b>	<b>478.96</b>
10. Tax expense	90.28	-	124.45	90.28	124.45	(121.78)
<b>11. Net Profit / (Loss) from ordinary activities after tax (9 ± 10)</b>	<b>273.28</b>	<b>(4.87)</b>	<b>383.99</b>	<b>268.41</b>	<b>375.21</b>	<b>357.18</b>
12. Extraordinary items	-	-	-	-	-	-
<b>13. Net Profit / (Loss) after Tax for the period (11 ± 12)</b>	<b>273.28</b>	<b>(4.87)</b>	<b>383.99</b>	<b>268.41</b>	<b>375.21</b>	<b>357.18</b>
<b>OTHER COMPREHANSIVE INCOME</b>						
14. Other Comprehensive Income for the period net of Tax - not to be reclassified subsequently to Profit & Loss Account	-	-	-	-	-	345.25
<b>15. Total Comprehensive Income for the period comprising Profit / (Loss) after taxes and Comprehensive Income (13 ± 14)</b>	<b>273.28</b>	<b>(4.87)</b>	<b>383.99</b>	<b>268.41</b>	<b>375.21</b>	<b>702.43</b>
16. Paid-up equity share capital (Face Value of Rs 10.00 each)	623.50	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
<b>18. Earnings Per Share (after extraordinary items) (of Rs 10/- each) (not annualised):</b>						
(a) Basic	4.38	(0.08)	6.16	4.30	6.02	5.73
(b) Diluted	4.38	(0.08)	6.16	4.30	6.02	5.73
<b>19. Earnings Per Share (after extraordinary items) (of Rs 10/- each)</b>						
(a) Basic	4.38	(0.08)	6.16	4.30	6.02	5.73
(b) Diluted	4.38	(0.08)	6.16	4.30	6.02	5.73

**Note:**

- 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 November 08, 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.
- 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.
- Previous year/period figures has been regrouped/reclassified, Wherever necessary to conform to those current year classification
- 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.gemscommercial.co.in).

Place: Noida

Dated:

For Gems Commercial Company Limited

For Gems Commercial Company Ltd.  
  
 Director/Authorized Signatory

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

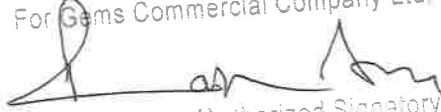
Standalone Statement of Cash Flows for half year ended on Sep 30, 2023

Rs. In lacs

Particulars	for the half year ended Sep 30,	for the year ended March 31,
<b>Operating activities</b>		
Profit before tax	358.69	480.14
Adjustment for:		
Depreciation/amortisation	3.49	12.29
(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)
Finance cost	1.49	3.57
Income from dividend	(367.54)	(514.54)
Employees share based payments	-	-
Unrealised exchange Loss/(gain)	-	-
<b>Operating Profit before working capital changes</b>	<b>(3.87)</b>	<b>(20.73)</b>
<b>Changes in working capital</b>		
<b>Adjustments for (increase)/Decrease in Operating assets:</b>		
Trade receivables	2.00	-
Inventories	-	(7.71)
Other current financial assets	4.42	-
other current assets	-	-
Non-current financial assets	-	-
other non-current assets	(0.01)	-
<b>Adjustment for Increase/(Decrease) in Operating liabilities:</b>		
Contract liabilities	-	-
Trade payables	(8.92)	6.29
Derivative instruments	-	-
other non current financial liabilities	-	-
other current financial liabilities	4.90	-
other current liabilities	-	-
Provisions	-	-
<b>Cash generated from operations</b>	<b>(1.47)</b>	<b>(22.15)</b>
Direct tax paid(net)/ extra ordinary item	(90.28)	(122.03)
<b>Net cash generated from operating activities</b>	<b>(91.76)</b>	<b>(144.19)</b>
<b>Cash flow from investing activities</b>		
payment for property, plant and equipment	-	(13.19)
Proceeds from sale of Property, plant and equipment	-	-
Sales/(purchase) of Investment (Net)	(250.00)	(168.23)
Interest received	-	4.64
Dividend received	367.54	514.54
<b>Net cash used in investing activities</b>	<b>117.54</b>	<b>337.76</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	-	(200.00)
Repayment of long term borrowings	(3.67)	5.42
Proceeds/(Repayment) from short-term borrowings	-	-
Payment of lease liabilities	-	-
Unpaid dividend account (net)	-	-
Bank deposit in escrow account and margin money	-	-
Interest paid	(1.49)	(3.57)
<b>Net cash used in financing activities</b>	<b>(5.15)</b>	<b>(198.15)</b>
<b>Net(Decrease)/Increase in cash and cash equivalents</b>	<b>20.65</b>	<b>(4.57)</b>
<b>Cash and cash equivalents a the beginning of the year</b>	<b>7.64</b>	<b>12.21</b>
<b>Cash and cash equivalents a the end of the year</b>	<b>28.29</b>	<b>7.64</b>
<b>Components of cash and cash equivalents</b>		
Cash in hand	0.15	0.15
Balances with Bank:	28.14	7.49
-on current accounts & FDR	-	-
<b>Total cash and cash equivalents</b>	<b>28.29</b>	<b>7.64</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 Company Ltd.  
  
 Director/Authorized Signatory

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

## Statement of Assets &amp; Liabilities

Particulars	Standalone (Rs. in Lac)	
	As at	As at
	30.09.2024 (Unaudited)	31.03.2024 (Audited)
<b>I Assets</b>		
<b>Non current Assets</b>		
a property, plant and equipment	42.59	46.08
b Capital work in progress		
c other intangible assets		
d Right-of-use assets		
e Intangible assets under development		
f Financial Cost		
(i) Investment	16,546.48	16546.48
(ii) Loans	697.67	702.09
(iii) other non current financial assets	51.25	51.25
g Other non current assets		
<b>Total Non-Current Assets</b>	<b>17,337.98</b>	<b>17,345.90</b>
<b>Current Assets</b>		
a Inventories		
b Financial Assets		
(i) Investments	504.58	254.58
(ii) Trade Receivables	130.11	132.11
(iii) Cash & cash equivalents	28.29	7.64
(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	12.93
<b>Total current assets</b>	<b>675.90</b>	<b>407.26</b>
<b>Total Assets</b>	<b>18,013.89</b>	<b>17,753.16</b>
<b>II Equity and Liabilities</b>		
<b>Equity</b>		
a Equity Share Capital	623.50	623.50
b Other equity	13,511.93	13,243.52
<b>Total Equity</b>	<b>14,135.43</b>	<b>13,867.02</b>
<b>Non Current Liabilities</b>		
a Financial liabilities		
(i) Borrowings	29.82	25.98
(ii) Lease liabilities		
b provisions		
c other non-current liabilities		
d deferred tax liabilities (net)	3,843.33	3,843.33
<b>Total Non Current Liabilities</b>	<b>3,873.15</b>	<b>3,869.31</b>
<b>Current liabilities</b>		
a Financial liabilities		
(i) Borrowings		7.51
(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.	0.40	9.32
(iv) other current financial liabilities	4.90	-
(v) Derivative instruments		
b Provisions		
c other current liabilities		
(i) Contract liabilities		
(ii) other current liabilities		-
<b>Total current liabilities</b>	<b>5.31</b>	<b>16.83</b>
<b>Total Equity and Liabilities</b>	<b>18,013.89</b>	<b>17,753.17</b>

For Gems Commercial Company Ltd.


  
Director/Authorized Signatory



**Independent Auditor's Review Report on the Quarterly and Year to Date 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 September 30, 2024 and year to date from April 01, 2024 to September 30, 2024 (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 Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. 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 thereunder 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: 24086574BKFGIL4258

Place: Noida

Date: 12/11/2024

# GEMS COMMERCIAL CO LTD

CIN: L51109WB1983PLC035777

website: www.gemscommercial.co.in

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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: October 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 September 30, 2024**

Dear Sir,

Please find enclosed herewith -

- Shareholding Pattern for the Quarter ended on September 30, 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 September 30, 2024, 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. Director/Authorized Signatory  
(Authorised Signatory)

Encl: as above.

*Approved - 1*

- |  |                      |
|--|----------------------|
| 1. Name of Listed Entity:  | Gems Commercial 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               | September 30, 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 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								
(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 (II)	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 it 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								
(I)	Indian																
(a)	Individuals/Hindu undivided Family		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	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0
(c)	Financial Institutions/ Banks		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	5490020	88.05	0	0	0	0.00	0	0.00	0	0.00	0	0
	Munrover Commercial Pvt Ltd	AAGCM03071)	757680	0	0	757680	12.15	0	0	0	0.00	0	0.00	0	0.00	0	0

For Gems Commercial Company Ltd.  
 Director/Authorized Signatory





	Sub-Total (B)(1)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(2)	Central Government/ State Government(s)/ President of India	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub-Total (B)(2)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(3)	<b>Non-Institutions</b>																	
(a)	Individuals - i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	1891	552430	0	0	552430	8.86	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs	0	0	0	0	0	0	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(b)	NBFCs registered with RBI	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Employee Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other (specify) Body Corporate	21	192550	0	0	192550	3.09	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Dahlini Leasing & Finance Ltd.		79900	0	0	79900	1.28	0	0	0	0.00	0	0.00					
	Sub-Total (B)(3)	1912	744980	0	0	744980	11.95	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)</b>	<b>1912</b>	<b>744980</b>	<b>0</b>	<b>0</b>	<b>744980</b>	<b>11.95</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>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):

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 above format needs to be disclosed along with the name of following persons: Institutions/Non Institutions holding more than 1% of total number of shares.

(3) W.r.t. the information pertaining to Depository Receipts, the name may be disclosed in the respective columns to the extent information available and the balance to be disclosed as held by custodian.

**Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder**

	Category & Name of the Shareholders (I)	PAN (II)	No. of shareholder (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 no. 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.	As a % of total Shares held	No. (Not applicable)		As a % of total shares held (Not applicable)
									Class X	Class Y	Total								
(1)	Custodian/DR Holder																		
(a)	Name of DR Holder (if available)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	<b>Total Non- Promoter- Non Public Shareholding (C) = (C)(1)+(C)(2)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</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>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

Note

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

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

Name & Designation	For GEMS Commercial Company Ltd. For GEMS Commercial Co. Ltd.	
	Date: 10.10.2024	Director/Authorized Signatory (Authorised Signatory)

## 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: **September 30, 2024**

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>8</sup>	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	10.05.2112.08.	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	49.5 Months	3	4	4
Mr	Shashi Kant Gupta	PAN:ACJPG4348N DIN:02623242	Non-Executive	10.02.22	NA	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)
18.05.2024	12.08.2024	85 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
12.08.2024	Yes, all the members were present at the meeting	18.05.2024	85 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 Company Ltd

Date: 10.10.2024

Place: Noida

Mohann T.  
( Authorised Signatory)
  
 Director/Authorized Signatory

## Compliance Report on Corporate Governance under Regulation 27(2) of SEBI(LOADR) Regulations 2015 for the Financial Year ended on June 30, 2024

Name of the Entity : **GEMS Commercial Co Ltd**  
 Financial Year ended on: **September 30, 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
Affiliation 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: 10.10.2024

Place: Noida

  
 Mohanan T.  
 ( Authorised Signatory)  
 Director/Authorised Signatory

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

Name of the Company **GEMS Commercial Co Limited**  
Half Year ended **September 30, 2024**


**I Affirmations**

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

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

For Gems Commercial Company Ltd.

Mohanam T.  
Authorised Signatory

  
Director/Authorized Signatory

Date: 10.10.2024  
Place: Noida