

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

Date: November 10, 2021

Kolkata Stock Exchange Ltd.
7- Lyons Range
Kolkata – 700001

Dear Sir,

Ref

CSE Scrip Code: 17131

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 unaudited financial results, Asset-Liabilities and cashflow statement for Quarter and half year ended on September 30, 2021 along with the limited review report of the company's auditors as considered, reviewed and approved by the Board of Directors in their Meeting held on November 10, 2021.

Further the Board Meeting Started at its scheduled time at 02:00 PM and concluded at 02:40 PM.

Please acknowledge receipt

Thanking you

Yours faithfully

For Gems Commercial Co. Ltd.

For GEMS Commercial



Director

Krishnan Swaminathan
(Director)
(DIN: 08784845)

Encl: as above.

<Dial 18002666868> <Wear Masks, Stay Safe>

भारतीय डाक

India Post

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Counter No:2,11/11/2021,13:00

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PIN:700001, KOLKATA GPO

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<Dial 18002666868> <Wear Masks, Stay Safe>

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

Unaudited Financial Results for quarter ended on 30th September, 2021

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 | |
| | 30.09.2021 | 30.06.2021 | 30.09.2020 | 30.09.2021 | 30.09.2020 | 31.03.2021 | |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) | |
| (Refer Notes Below) | | | | | | | |
| 1. Income from Operations | | | | | | | |
| (a) Net Sales/Income from Operations (Net of excise duty) | - | - | - | - | - | - | |
| (b) Other Operating Income | - | 161.71 | (0.00) | 161.71 | 0.28 | 0.28 | |
| Total income from Operations (net) | - | 161.71 | (0.00) | 161.71 | 0.28 | 0.28 | |
| 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 | 0.05 | 0.15 | 0.38 | 0.20 | 0.51 | 1.12 | |
| (e) Depreciation and amortisation expense | 1.67 | 1.67 | - | 3.33 | - | 14.80 | |
| (f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately) | 0.20 | 1.04 | 6.07 | 1.23 | 8.35 | 7.82 | |
| Total Expenses | 1.91 | 2.85 | 6.44 | 4.76 | 8.86 | 23.74 | |
| 3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2) | (1.91) | 158.86 | (6.45) | 156.95 | (8.58) | (23.46) | |
| 4. Other Income | - | - | - | - | 0.97 | 3.20 | |
| 5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 ± 4) | (1.91) | 158.86 | (6.45) | 156.95 | (7.61) | (20.26) | |
| Finance Costs | 0.72 | 0.80 | - | 1.53 | - | 4.23 | |
| 7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6) | (2.63) | 158.06 | (6.45) | 155.42 | (7.61) | (24.49) | |
| 8. Exceptional Items | - | - | - | - | - | - | |
| 9. Profit / (Loss) from ordinary activities before tax (7 ± 8) | (2.63) | 158.06 | (6.45) | 155.42 | (7.61) | (24.49) | |
| 10. Tax expense | - | 39.51 | - | 39.51 | - | 1.70 | |
| 11. Net Profit / (Loss) from ordinary activities after tax (9 ± 10) | (1.92) | 118.54 | (6.45) | 115.91 | (7.61) | (22.79) | |
| 12. Extraordinary items | - | - | - | - | - | - | |
| 13. Net Profit / (Loss) after Tax for the period (11 ± 12) | (1.92) | 118.54 | (6.45) | 115.91 | (7.61) | (22.79) | |
| OTHER COMPREHENSIVE INCOME | | | | | | | |
| 14. Other Comprehensive Income for the period net of Tax - not to be reclassified subsequently to Profit & Loss Account | - | - | - | - | - | 2,833.68 | |
| 15. Total Comprehensive Income for the period comprising Profit / (Loss) after taxes and Comprehensive Income (13 ± 14) | (1.92) | 118.54 | (6.45) | 115.91 | (7.61) | 2,810.89 | |
| 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 | - | - | - | - | - | 4,922.69 | |
| 18. Earnings Per Share (after extraordinary items) (of Rs 10/- each) (not annualised): | | | | | | | |
| (a) Basic | (0.03) | 1.90 | (0.10) | 1.86 | (0.12) | (0.37) | |
| (b) Diluted | (0.03) | 1.90 | (0.10) | 1.86 | (0.12) | (0.37) | |
| 19.ii Earnings Per Share (after extraordinary items) (of Rs 10/- each) | | | | | | | |
| Not Annualised | | | | | | | |
| (a) Basic | (0.03) | 1.90 | (0.10) | 1.86 | (0.12) | (0.37) | |
| (b) Diluted | (0.03) | 1.90 | (0.10) | 1.86 | (0.12) | (0.37) | |
| 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 November 10, 2021. 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 classification | | | | | | | |
| 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: 10/11/2021

For Gems Commercial Company Limited

For GEMS Commercial Co. Ltd.


Director/Authorized Signatory

| Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777) | | | |
|--|--|-------------------------|-----------------|
| Statement of Assets & Liabilities | | | |
| Particulars | | Standalone (Rs. in Lac) | |
| | | As at | As at |
| | | 30.09.2021 | 31.03.2021 |
| | | (Unaudited) | (Audited) |
| I | Assets | | |
| | Non current Assets | | |
| a | property, plant and equipment | 41.07 | 44.40 |
| b | Capital work in progress | | |
| c | other intangible assets | | |
| d | Right-of-use assets | | |
| e | Intangible assets under development | | |
| f | Financial Cost | | |
| | (i) Investment | 7,343.24 | 7,223.24 |
| | (ii) Loans | 211.79 | 211.79 |
| | (iii) other non current financial assets | 51.25 | 51.25 |
| g | Other non current assets | | |
| | Total Non-Current Assets | 7,647.35 | 7,530.68 |
| | Current Assets | | |
| a | Inventories | | |
| b | Financial Assets | | |
| | (i) Investments | | |
| | (ii) Trade Receivables | 104.46 | 104.46 |
| | (iii) Cash & cash equivalents | 8.47 | 4.40 |
| | (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 | 29.52 | 13.63 |
| | Total current assets | 142.44 | 122.49 |
| | Total Assets | 7,789.80 | 7,653.17 |
| II | Equity and Liabilities | | |
| | Equity | | |
| a | Equity Share Capital | 623.50 | 623.50 |
| b | Other equity | 5,038.60 | 4,922.69 |
| | Total Equity | 5,662.10 | 5,546.19 |
| | Non Current Liabilities | | |
| a | Financial liabilities | | |
| | (i) Borrowings | 9.14 | 16.28 |
| | (ii) Lease liabilities | | |
| b | provisions | | |
| c | other non-current liabilities | | |
| d | deferred tax liabilities (net) | 2,066.57 | 2,066.57 |
| | Total Non Current Liabilities | 2,075.71 | 2,082.85 |

For GEMS Commercial Co. Ltd.


Authorized Signatory

| | | | |
|---|---|-----------------|-----------------|
| | Current liabilities | | |
| a | Financial liabilities | | |
| | (i) Borrowings | 16.87 | 17.56 |
| | (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. | 11.07 | 6.54 |
| | (iv) other current financial liabilities | | |
| | (v) Derivative instruments | | |
| b | Provisions | 23.99 | |
| c | other current liabilities | | |
| | (i) Contract liabilities | | |
| | (ii) other current liabilities | 0.05 | 0.03 |
| | Total current liabilities | 51.98 | 24.13 |
| | Total Equity and Liabilities | 7,789.79 | 7,653.17 |

0.00

For **GREAS Commercial Co. Ltd.**

 Director/Authorized Signatory

| Gems Commercial Co Ltd. (CIN: L51109WB1983PLC035777) | | |
|---|------------------------------------|---|
| Standalone Statement of Cash Flows for half year ended on Sep 30, 2021 | | Rs. In lacs |
| Particulars | for the year ended Sep 30, 2021 | for the year ended March 31, 2021 |
| Operating activities | | |
| Profit before tax | 155.42 | (24.49) |
| Adjustment for: | | |
| Depreciation/amortisation | 3.33 | 14.80 |
| (Gain)/Loss on sale of investments/diminution in the value of investment | | |
| Loss on sale/disposal of property, plant and equipment and asset held for sale | | |
| Interest income | | (3.20) |
| Finance cost | 1.53 | 4.23 |
| Income from dividend | (161.71) | - |
| Employees share based payments | | |
| Unrealised exchange Loss/(gain) | | |
| Operating Profit before working capital changes | (1.43) | (8.66) |
| Changes in working capital | | |
| Adjustments for (increase)/Decrease in Operating assets: | | |
| Trade receivables | | |
| Inventories | | 79.97 |
| Other current financial assets | | |
| other current assets | 15.89 | |
| Non-current financial assets | | |
| other non-current assets | | |
| Adjustment for Increase/(Decrease) in Operating liabilities: | | |
| Contract liabilities | | |
| Trade payables | 4.55 | (1.13) |
| Derivative instruments | | |
| other non current financial liabilities | | |
| other current financial liabilities | | |
| other current liabilities | | |
| Provisions | 23.99 | |
| Cash generated from operations | 11.22 | (89.76) |
| Direct tax paid(net)/ extra ordinary item | (39.51) | |
| Net cash generated from operating activities | (28.29) | (89.76) |
| Cash flow from investing activities | | |
| payment for property, plant and equipment | - | |
| Proceeds from sale of Property, plant and equipment | | |
| Sales/(purchase) of Investment (Net) | (120.00) | |
| Interest received | - | 3.20 |
| Dividend received | 161.71 | - |
| Net cash used in investing activities | 41.71 | 3.20 |
| 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 | | 24.02 |
| Repayment of long term borrowings | (7.82) | (18.92) |
| Proceeds/(Repayment) from short-term borrowings | | |
| Payment of lease liabilities | | |
| Unpaid dividend account (net) | | |
| Bank deposit in escrow account and margin money | | |
| Interest paid | (1.53) | (4.23) |
| Net cash used in financing activities | (9.35) | 0.87 |
| Net(Decrease)/Increase in cash and cash equivalents | 4.07 | (85.69) |
| Cash and cash equivalents a the beginning of the year | 4.40 | 90.09 |
| Cash and cash equivalents a the end of the year | 8.47 | 4.40 |
| Components of cash and cash equivalents | | |
| Cash in hand | 0.05 | 0.05 |
| Balances with Bank: | | |
| -on current accounts | 8.42 | 4.35 |
| Total cash and cash equivalents | 8.47 | 4.40 |
| Note: | | |
| the Cash flow statement has been prepared under the indirect method as set out in the IND AS 7 "statement of cashflows" | | |

For GEMS Commercial Co. Ltd.


Director/Authorised 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.
B-38, GHCL House, Sector-1, Noida-201301.

We have reviewed the accompanying statement of unaudited financial results of M/s Gems Commercial Company Limited. for the Quarter and half year ended on 30th September, 2021.

This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared 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 there under and other accounting principles generally accepted in India. 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.

Our conclusion is not modified in respect of this matter.

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



Rakesh Kumar Agarwal
(Proprietor)
M. No: 086574
UDIN: 21086574AAAABY7868
Place: Noida
Date: 10/11/2021

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: Oct 11, 2021

| | |
|-----|-----------------------------------|
| 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 for Quarter and half ended on September 30, 2021.

Dear Sir,

- Pursuant to requirement of Regulation 31(1)(b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (including any modification(s) or amendments thereof), read with other applicable provisions, if any, please find enclosed herewith Shareholding Pattern for the Quarter ended on September 30, 2021 (**Annexure-I**).
- Further Pursuant to the requirement of Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, read with other applicable provisions if any, please find enclosed herewith Compliance Report(s) on Corporate Governance for the Quarter & Half year ended on September 30, 2021 (**Annexure-II & III**).

Please acknowledge the receipt

Thanking you

Yours faithfully

For Gems Commercial Co. Ltd.

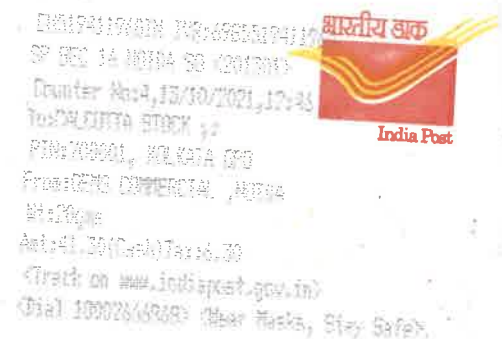
For GEMS Commercial Co. Lt


Director/Authorized Signatory

K Swaminathan.

(Director)

Encl: as above.



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

1. Name of Listed Entity: **Gems Commercial Co. Ltd.**
2. Scrip Code/Name of Scrip/Class of Security: **17131/Equity**
3. Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c): **Regulation 31(1)(b)**
- a. If under 31(1)(b) then indicate the report for Quarter ending: **Sep 30, 2021**
- 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

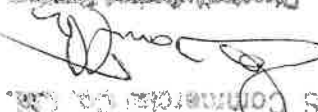
| Category (I) | Category of shareholder (II) | Nos. of share holders (III) | No. of fully paid up equity shares held (IV) | No. of Partly paid-up equity shares held (V) | No. of shares underlying Depository Receipts (VI) | Total nos. shares held (VII) = (IV)+(V)+(VI) | Shareholding as a % of total no. of shares (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 | 8 | 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 | 1920 | 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 | | | | | | | | |
| (I) | Indian | | | | | | | | | | | | | | | | | |
| (a) | Individuals/Hindu undivided Family | | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | | |
| (b) | Central Government/ State Government(s) | | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | | |
| (c) | Financial Institutions/ Banks | | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | | |
| (d) | Any Other (Body Corporate) | | 6 | 5490020 | 0 | 5490020 | 88.05 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | | |
| | Mansarovar Commercial Pvt Ltd | AAGCM0307D | 757680 | 0 | 0 | 757680 | 12.15 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | | |

For GEMS Commercial Co. Ltd.

Director/Authorized Signatory


 Director/Authorized Person
 For GEMS Commercial Pvt. Ltd.

| | PAN (I) | No. of share holder (II) | No. of fully paid up equity shares held (IV) | Partly paid-up equity shares held (V) | No. 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+C) VIII | Number of Voting Rights held in each class of securities (IX) | | | Number of Locked in shares (XII) | | Number of Shares pledged or otherwise encumbered (XIII) | | Number of equity shares held in dematerialized form (XIV) |
|---|------------|--------------------------|--|---------------------------------------|---|--------------------------------------|---|---|---------|-------|--|--|---|------|---|
| | | | | | | | | Class X | Class Y | Total | As a % of total shares held (Not applicable) (e) | As a % of total shares held (Not applicable) (f) | | | |
| Partnership/Commercial Pvt. Ltd | AAECP237D | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Sovereign Commercial Pvt. Ltd | AAKCS1827Q | 0 | 0 | 0 | 0 | 0 | 18.48 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Swastick Commercial Pvt. Ltd | AAKCS1829A | 0 | 0 | 0 | 0 | 0 | 14.01 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Tribhul Commercial Pvt. Ltd | AAKCT39HK | 0 | 0 | 0 | 0 | 0 | 20.92 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Little Rock Trade & Investment Ltd | AAACL4079F | 0 | 0 | 0 | 0 | 0 | 2.01 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Sub-Total (A)(I) | 6 | 0 | 0 | 0 | 0 | 0 | 5490020 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 |
| Foreign | | | | | | | 88.05 | | | | | | | | |
| Individuals (Non-Resident Individuals/ Foreign Individuals) | | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Government | | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Institutions | | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Foreign Portfolio Investor | | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Any Other (specify) | | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Sub-Total (A)(2) | | 0 | 0 | 0 | 0 | 0 | 0.00 | | | | 0 | 0 | 0 | 0.00 | 0 |
| Total Shareholding of Promoter and Promoter Group (A) = (A)(I)+(A)(2) | | 8 | 5490020 | 0 | 0 | 0 | 88.05 | 0 | 0 | 0 | 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) | No. of share holder (III) | No. of fully paid up equity shares held (IV) | Partly paid-up equity shares held (V) | No. 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+C) VIII | Number of Voting Rights held in each class of securities (IX) | | | 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) | |
|---|----------|---------------------------|--|---------------------------------------|---|--------------------------------------|---|---|---------|-------|--|--|--|---|---|---|---|
| | | | | | | | | Class X | Class Y | Total | | As a % of total shares held (Not applicable) (e) | As a % of total shares held (Not applicable) (f) | | | | |
| Institutions | | | | | | | | | | | | | | | | | |
| Mutual Funds/ | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Venture Capital Funds | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Alternative Investment Funds | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Foreign Venture Capital Investors | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Foreign Portfolio Investors | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Financial Institutions/ Banks | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Insurance Companies | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Provident Funds/Pension Funds | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |
| Any Other (specify) | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 | 0 | 0 |

| | | | | | | | | | | | | | | | | | | | |
|-----|---|--|------|--------|---|---|--------|-------|---|---|---|------|---|------|---|------|---|------|---|
| | 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 (II)(2) | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 |
| (3) | Non-institutions | | | | | | | | | | | | | | | | | | |
| (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) | NHFCs 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 |
| | Dalhousie Leasing & Finance Ltd | | | 79900 | 0 | 0 | 79900 | 1.28 | 0 | 0 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 |
| | 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 |
| | Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3) | | 1912 | 744980 | 0 | 0 | 744980 | 11.95 | 0 | 0 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 |

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 the 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 same 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 share older (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 |
| | Total Non-Promoter- Non Public Shareholding (C) = (C)(1)+(C)(2) | | 0 | 0 | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0 |

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 | Date: 11-10-2021 | | For GEMS Commercial Co. Ltd. K Swaminathan Director/Authorized Signatory | |
| | | | For GEMS Commercial Co. Ltd. K Swaminathan Director/Authorized Signatory | |

For GEMS Commercial Co. Ltd.
 Director/Authorized Signatory

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: **30 September 2021**

I. Composition of Board of Directors

| Title (Mr. / Ms) | Name of the Director | PAN & DIN | Category (Chairperson/Executive/Non-Executive/independent/Nominee) ¹ | 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 | Additional Director | 10.05.2021 (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 | 12 Months | 3 | 4 | 4 |
| | | | | | | | | |

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 |
| Risk Management Committee(if applicable) | NA | |
| 4. Stakeholders Relationship Committee ¹ | 1.Mr. Krishnan Swaminathan 2.Ms. Uma Jain | Independent Non-Executive |

¹committees reconstituted on May 20, 2021 due to resignation of Mr. Rajat Kumar, director of the Company.

III. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) |
|---|---|---|
| 10-05-2021, 20-05-2021, 28-06-2021 | 13-08-2021, 20-09-2021 | 43 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 |
|---|--|---|--|
| 13-08-2021 | Yes, all the members were present at the meeting | 28-06-2021 | 43 days |

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) |
|--|-------------------------------|
| Whether prior approval of audit committee obtained | N/A |
| Whether shareholder approval obtained for material RPT | N/A |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | N/A |

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For GEMS Commercial Co Ltd.

For GEMS Commercial Co. Ltd.

Date: 11-10-2021
Place: Noida

K Swaminathan

(Director)

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, 2021**


I Affirmations

| Broad heading | Regulation | Compliance status (Yes/No/NA) |
|--|--------------------------------------|--------------------------------------|
| 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) | Yes |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |

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.

K Swaminathan
Director

For GEMS Commercial Co. Ltd

Authorized Signatory

Date: 11-10-2021
Place: Noida