

30th September 2023

**To,
The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street, Mumbai – 400 001.**

**Scrip Code: 531137
Scrip Id: GEMSI**

Subject: Submission of voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Annual General Meeting of the Company held on Friday, 29th September 2023 at 09:00 A.M. at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400104 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is an Voting Results and Scrutinizer's report on remote e-voting and ballot forms submitted during the Annual General Meeting of the company.

The same is also available on the website of the company at www.gemstoneltd.com.

We hereby request you to take the same on your record.

Thanking You,

**For and on behalf of
Gemstone Investments Limited**

**Sudhakar Bhagawatlal Gandhi
Managing Director
DIN: 09210342**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To receive, Consider and Approve the Audited Financial Statements consisting of Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss for the year ended as on that date, together with the Board's Report and Auditor's Report				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	74742000	140640	0.1882	69679	70961	49.5442	50.4558
	Poll		4365208	5.8404	4365208	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	74742000	4505848	6.0285	4434887	70961	98.4251	1.5749
Total		74750000	4505848	6.0279	4434887	70961	98.4251	1.5749
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Tarun Ramesh Brahmbhatt (DIN: 07866769) as a director liable to retire by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8000						
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	8000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	74742000	140640	0.1882	69614	71026	49.4980	50.5020
	Poll		4365208	5.8404	4365208	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	74742000	4505848	6.0285	4434822	71026	98.4237	1.5763
Total		74750000	4505848	6.0279	4434822	71026	98.4237	1.5763
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Ms. Kirti Deepak Vekaria (DIN: 10263433), as Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8000						
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	8000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	74742000	140640	0.1882	69639	71001	49.5158	50.4842
	Poll		4365208	5.8404	4365208	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	74742000	4505848	6.0285	4434847	71001	98.4242	1.5758
Total		74750000	4505848	6.0279	4434847	71001	98.4242	1.5758
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sudhakar Bhagawatlal Gandhi (DIN: 09210342) as Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8000						
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8000	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	74742000	140640	0.1882	69639	71001	49.5158	50.4842
	Poll		4365208	5.8404	4365208	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		74742000	4505848	6.0285	4434847	98.4242	1.5758
Total		74750000	4505848	6.0279	4434847	71001	98.4242	1.5758
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Roshan Mayani (DIN: 09421510) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8000						
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	8000	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	74742000	140640	0.1882	69619	71021	49.5016	50.4984
	Poll		4365208	5.8404	4365208	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	74742000	4505848	6.0285	4434827	71021	98.4238	1.5762
Total		74750000	4505848	6.0279	4434827	71021	98.4238	1.5762
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**Form No. MGT-13
CONSOLIDATED REPORT OF SCRUTINIZER**

[Pursuant to section 108 and section 109 of the Companies Act, 2013 and Rule 21(2), rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 29th Annual General Meeting (AGM) of the Equity Shareholders of **"GEMSTONE INVESTMENTS LIMITED"** held on September 29th, 2023, at 09:00 AM at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai - 400104.

Sir,

I, Jaymin Modi, Proprietor, M/s. Jaymin Modi & Co, Company Secretaries, Mumbai, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing the remote E-Voting process and poll process carried out at the 29th Annual General Meeting under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 A.M IST on Tuesday, September 26, 2023 up to 5.00 PM IST on Thursday, September 28, 2023.
2. Electronic copy of the Annual Report 2022-23 and the Notice of the Annual General Meeting were sent to all members whose email addresses are registered with the Company / depository participant(s).
3. The voting rights were reckoned as on Friday, September 22, 2023, being the Cut-off date for the purpose of deciding the entitlements of members to cast their votes through remote e-voting as well as for the voting/polling at the 29th Annual General Meeting of the Company.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 29, 2023 in the presence of two witnesses.
5. After declaration to vote, the shareholders present at the AGM voted through poll process.
6. Based on the e-voting system, the combined report on the results of the e-voting together with the voting by physical poll forms at the 29th Annual General Meeting is as follows:



Resolution No.1:- Ordinary Resolution

Item No. 1. To Receive, Consider and Approve the Audited Financial Statements consisting of Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss for the year ended as on that date, together with the Board's Report and Auditor's Report:-

(i) Voted **in favour** of resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	79	06	85
Number of votes cast by them	69679	4365208	4434887
% of Total Number of valid votes cast	49.54%	100%	98.42%

(ii) Voted **against the** resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	7	Nil	7
Number of votes cast by them	70961	Nil	70961
% of Total Number of valid votes cast	50.56%	Nil	01.58%

(iii) Invalid Votes - **Nil**

Resolution No.2:- Ordinary Resolution

Item No. 2. Appointment of Mr. Tarun Ramesh Brahmhatt (DIN: 07866769) as a director liable to retire by rotation:

(i) Voted **in favour** of resolution



Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	76	06	82
Number of votes cast by them	69614	4365208	4434822
% of Total Number of valid votes cast	49.50%	100%	98.42%

(ii) Voted **against** the resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	10	Nil	10
Number of votes cast by them	71026	Nil	71026
% of Total Number of valid votes cast	50.50%	Nil	01.58%

(iii) Invalid Votes – Nil

Resolution No.3:- Ordinary Resolution

Item No. 3. Regularization of Ms. Kirti Deepak Vekaria (DIN: 10263433), as Executive Director of the Company:

(i) Voted **in favour** of resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	78	06	84
Number of votes cast by them	69639	4365208	4434847



% of Total Number of valid votes cast	49.52%	100%	98.42%
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(ii) Voted **against the** resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	8	Nil	8
Number of votes cast by them	71001	Nil	71001
% of Total Number of valid votes cast	50.48%	Nil	01.58%

(iii) Invalid Votes – Nil

Resolution No.4:- Ordinary Resolution

Item No. 4. Appointment of Mr. Sudhakar Bhagawatlal Gandhi (DIN: 09210342) as Managing Director of the Company:

(i) Voted **in favour** of resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	78	06	84
Number of votes cast by them	69639	4365208	4434847
% of Total Number of valid votes cast	49.52%	100%	98.42%

(ii) Voted **against the** resolution



Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	8	Nil	8
Number of votes cast by them	71001	Nil	71001
% of Total Number of valid votes cast	50.48%	Nil	01.58%

(iii) Invalid Votes – Nil

Resolution No.5:- Special Resolution

Item No. 5. Appointment of Mr. Roshan Mayani (DIN: 09421510) as an Independent Director of the Company:

(i) Voted **in favour** of resolution

Particulars	Remote E-voting	Poll at AGM	Total
Number of Members voting	77	06	83
Number of votes cast by them	69619	4365208	4434827
% of Total Number of valid votes cast	49.50%	100%	98.42%

(ii) Voted **against the** resolution

Particulars	Remote E-voting	Poll at AGM	Total

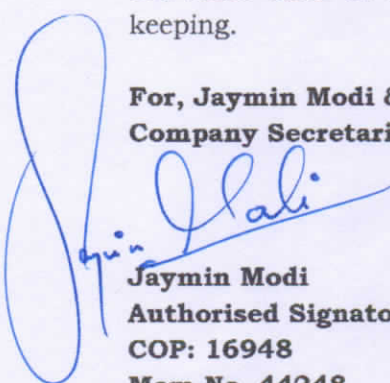


Number of Members voting	9	Nil	9
Number of votes cast by them	71021	Nil	Nil
% of Total Number of valid votes cast	50.50%	Nil	01.58%

(iii) Invalid Votes – Nil

All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

For, Jaymin Modi & Co.
Company Secretaries


Jaymin Modi
Authorised Signatory
COP: 16948
Mem No. 44248
PRC: 2146/2022
UDIN: A044248E001136053



Date: - 30.09.2023

Place: - Mumbai