

Quarterly Compliance Report on Corporate Governance

Name of the Company: Gemstone Investments Limited

Quarter ending on: 31st December, 2012

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Not Applicable	The Company does not own any material non listed Indian Subsidiary.
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	If any, would be complied with in the Annual Report.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	The Company is following the same Accounting Treatment as prescribed by the Accounting Standards in the preparation of its financial Statements.



(C) Board Disclosures	49 (IV C)	Yes	The same would be complied with in the Annual Report.
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	Not Applicable	There have not been any proceeds from the said Issues during the Quarter under review.
(E) Remuneration of Directors	49 (IV E)	Yes	The same would be complied with in the Annual Report.
(F) Management	49 (IV F)	Yes	The same would be complied with in the Annual Report.
(G) Shareholders	49 (IV G)	Yes	The same would be complied with in the Annual Report.
V.CEO/CFO Certification	49 (V)	Yes	The same would be complied with in the Annual Report.
VI. Report on Corporate Governance	49 (VI)	Yes	The same would be complied with in the Annual Report.
VII. Compliance	49 (VII)	Yes	The same be would complied with in the Annual Report.

For Gemstone Investments Limited

N.P. Jeyaraj

Director / Authorized Signatory

