GEMSTONE

GEMSTONE INVESTMENTS LTD

<u>Quarterly Compliance Report on Corporate Governance</u> 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		in the Annual Report
(A) Composition of Board	49(IA)	Yes	The same would be complied with
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	in the Annual Report.
(C) Other Provisions as to Board and	49 (IC)	Yes	in the Annual Report.
Committees		Yes	The same would be complied with
D) Code of Conduct	49 (ID)	Yes	in the Annual Report.
II. Audit Committee	49 (II)	Yes	The same would be complied with
(A)Qualified & Independent Audit Committee	49 (IIA)	Yes	In the Annual Report. The same be would complied with
(B)Meeting of Audit Committee	49 (IIB)	Yes	In the Annual Report.
(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



GEMSTONE INVESTMENTS LIMITED

Registered Office: Room No. 105, 1st Floor, Shradhanand Building, 274 Samuel Street, Masjid Bunder, Mumbai 400003. Tel: 022-25776989/022-25102060. Fax no: 022-25780929. E-mail: <u>gemstoneltd@gmail.com</u>

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(C) Board Disclosures	49 (IV C)	Yes	The same would be complied with
		014535	in the Annual Report.
D) Proceeds from Public Issues, Rights	49 (IV D)	Not	There have not been any proceeds
Issues, Preferential Issues etc.		Applicable	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
	Governanc	e lepert in com	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
	re enclosing	harewith the Co	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. gernutre Director / Authorized Signatory

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