



FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman/Company Secretary
Annual General Meeting of the Equity Shareholders of
GEMSTONE INVESTMENTS LIMITED
held on Thursday, 24th day of December, 2020 at 10.30 A. M. at 502-B, Padmavati Heights, 5th
Floor, Shraddhanand Road Ext, Vile Parle (E), Mumbai City MH 400057 IN.

Dear Sir,

I, Nikita Kedia, proprietor of N K M & Associates, appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the Annual General Meeting ("AGM") of M/s. **Gemstone Investments Limited** (herein referred as "the Company"), held on Thursday, 24th day of December, 2020 at 10.30 A. M. at 502-B, Padmavati Heights, 5th Floor, Shraddhanand Road Ext, Vile Parle (E), Mumbai City MH 400057 IN, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the AGM dated 30th November, 2020. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services Limited (CDSL) and of voting through physical ballots casted by the Members present at the Annual General Meeting of the Company.

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I submit my report as under:

1. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Monday, 21st December, 2020 at 9:00 A.M. and closed on Wednesday, 23rd December, 2020 at 5:00 P.M.
2. The voting rights were reckoned as on 17th December, 2020, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the AGM who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 24th December, 2020 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Pankaj Yadav and Mr. Anand Parab. Both of them are not in the employment of the Company.

Mr. Pankaj Yadav

Mr. Anand Parab

6. No poll paper was found invalid.
7. The Results of the voting are as under:



ORDINARY BUSINESS:

RESOLUTION No. 1: (AS AN ORDINARY RESOLUTION)

ADOPTION OF STATEMENT OF PROFIT & LOSS BALANCE SHEET, REPORT OF DIRECTOR'S AND AUDITORS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	31	2803	0.04975
Voting by poll	9	5631363	99.95025
Total	40	5634166	100.000

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll	0	0	0.00
Total	0	0	0.00

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed unanimously.

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RESOLUTION No. 2: (AS AN ORDINARY RESOLUTION)

RE-APPOINTMENT OF RETIRING DIRECTOR MR. TARUN BRAHMBHATT (DIN: 07866769):

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	31	2803	0.04975
Voting by poll	9	5631363	99.95025
Total	40	5634166	100.000

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll	0	0	0.00
Total	0	0	0.00

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed unanimously.



RESOLUTION No. 3: (AS AN ORDINARY RESOLUTION)

REGULARIZING THE APPOINTMENT OF MR. KUSHKUMAR SHARMA (DIN: 08712337) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	31	2803	0.04975
Voting by poll	9	5631363	99.95025
Total	40	5634166	100.000

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll	0	0	0.00
Total	0	0	0.00

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed unanimously.

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RESOLUTION NO. 4: (AS A SPECIAL RESOLUTION)

RE-APPOINTMENT OF MS. DHARA BRAHMBHATT (DIN: 06433270) AS A MANAGING DIRECTOR OF THE COMPANY:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	31	2803	0.04975
Voting by poll	9	5631363	99.95025
Total	40	5634166	100.000

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll	0	0	0.00
Total	0	0	0.00

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed unanimously.



8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by Poll) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

For N K M & Associates
[Company Secretary]
[Firm Registration No. I2018MH1812700]

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Nikita Kedia
Proprietor
Membership No: A54970
CP No.:20414

Place: Mumbai
Date: 24/12/2020

UDIN: A054970B001642743



Annexure - 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1, 2, 3 and 4 of the Notice of the Annual General Meeting of "GEMSTONE INVESTMENTS LIMITED" held on, December 24, 2020 at 10:30 A.M.:-

Reso lutio n No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remot e E- voting	Poll	Total	Remote E- voting	Poll	Total	%	Remot e E- voting	Poll	Total	%
1	2803	5631363	5634166	2803	5631363	5634166	100.00	0	0	0	0
2	2803	5631363	5634166	2803	5631363	5634166	100.00	0	0	0	0
3	2803	5631363	5634166	2803	5631363	5634166	100.00	0	0	0	0
4	2803	5631363	5634166	2803	5631363	5634166	100.00	0	0	0	0

Result: All Resolutions passed unanimously.

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