

JCA & Co.

Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,
Mumbai – 400066

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 Friday, 30th day of September 2022 at 12.00 P.M. at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104.

Dear Sir,

I, Chirag Jain, proprietor of M/s. JCA & Co., Practicing Company Secretary, 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 Friday, 30th day of September, 2022 at 12.00 P. M. at Sammelan Hall, A101, Samarth Complex, Jawahar Nagar, Goregaon (West), Mumbai – 400 104, 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 08th September, 2022. 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 (India) 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 Tuesday, 27th September, 2022 at 9:00 A.M. and closed on Thursday, 29th September, 2022 at 5:00 P.M.
2. The voting rights were reckoned as on 23rd September, 2022, 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 30th September, 2022 (after the conclusion of the meeting) in the presence of 2 witnesses, namely **Mr. Kunal Parmar** and **Ms. Advita Hirkaney** Both of them are not
6. in the employment of the Company.


Mr. Kunal Parmar


Ms. Advita Hirkaney

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



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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, 2022:**

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	45	279419	2.70
Voting by poll	24	10076782	97.30
Total	69	10356201	100.00

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	1	100	0.00
Voting by poll	0	0	0.00
Total	1	100	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 with requisite majority.



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RESOLUTION No. 2: (AS AN ORDINARY RESOLUTION)

RE-APPOINTMENT OF RETIRING DIRECTOR MS. MANALI BHUVA (DIN: 01818201):

Voted in favor 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	45	279419	2.70
Voting by poll	24	10076782	97.30
Total	69	10356201	100.00

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	1	100	0.00
Voting by poll	0	0	0.00
Total	1	100	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 requisite majority.



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9. 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.
10. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
11. 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 JCA & Co.
Company Secretaries



CS Chirag Jain
Partner
Mem. No: F11127
C. P. No: 13687
UDIN: F011127D001087697

Date: 30th September 2022
Place: Mumbai

Cell: 9892846438
Email: CHIRAGKCHHABRA@GMAIL.COM

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Annexure – 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 and 2 of the Notice of the Annual General Meeting of “Gemstone Investments Limited” held on, 30th September, 2022 at 12:00 P.M.:

Res. No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	279519	10076882	10356301	279419	10076782	10356201	100	100	0	100	0.00
2	279519	10076882	10356301	279419	10076782	10356201	100	100	0	100	0.00

Result: All Resolutions passed with requisite majority.

