



**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 29<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of **"GEMSTONE INVESTMENTS LIMITED"** held on September 29<sup>th</sup>, 2023, at 09:00 AM at Sannelan 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 29<sup>th</sup> 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 29<sup>th</sup> 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 29<sup>th</sup> 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



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

<b>Particulars</b>	<b>Remote E-voting</b>	<b>Poll at AGM</b>	<b>Total</b>
<b>Number of Members voting</b>	8	Nil	8
<b>Number of votes cast by them</b>	71001	Nil	71001
<b>% of Total Number of valid votes cast</b>	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

<b>Particulars</b>	<b>Remote E-voting</b>	<b>Poll at AGM</b>	<b>Total</b>
<b>Number of Members voting</b>	78	06	84
<b>Number of votes cast by them</b>	69639	4365208	4434847
<b>% of Total Number of valid votes cast</b>	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

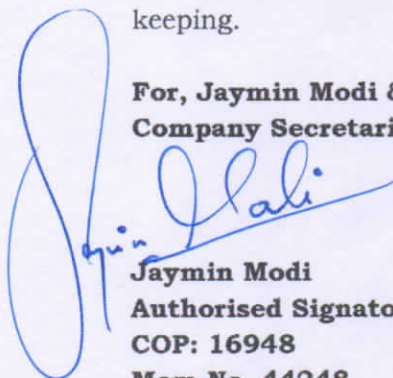


<b>Number of Members voting</b>	9	Nil	9
<b>Number of votes cast by them</b>	71021	Nil	Nil
<b>% of Total Number of valid votes cast</b>	50.50%	Nil	01.58%

(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 29<sup>th</sup> 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