

Date: 30th September 2025

To
Listing Compliances
BSE Limited,
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

Scrip Code: 531137
Scrip Id: GEMSI

Dear Sir/Madam,

Ref: Regulation 30(6) read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sub: Submission of Proceedings of the 31st Annual General Meeting of the Company.

Pursuant to Regulation 30(6) read with Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed summary of proceedings of 31st Annual General meeting of the Company held on Tuesday, 30th September 2025 at 09:00 A.M. IST at Event Banquet Hall, Opp Filmistan Studio, S.V road Goregaon (West), Mumbai - 400062.

The 31st AGM commenced at 09:00 A.M. IST and concluded at 09.30 A.M. IST

You are requested to take the above cited information on your record.

Thanking You

For Gemstone Investments Limited

Sudhakar Gandhi
Managing Director
DIN: 09210342

Encl: As above

BRIEF PROCEEDINGS OF 31ST ANNUAL GENERAL MEETING OF GEMSTONE INVESTMENTS LIMITED HELD ON TUESDAY, 30TH SEPTEMBER 2025 AT 09:00 A.M. IST AT EVENT BANQUET HALL, OPP FILMISTAN STUDIO, S.V ROAD GOREGAON (WEST), MUMBAI - 400062.

The 31ST Annual General Meeting of the Members of the Gemstone Investments Limited (“the Company”) was held on Tuesday, 30th September 2025 at 09:00 A.M. IST at Event Banquet Hall, Opp Filmistan Studio, S.V road Goregaon (West), Mumbai - 400062.

Directors present:

- | | |
|------------------------------------|--------------------------------------------|
| 1. Mr. Sudhakar Bhagawatlal Gandhi | - Managing Director |
| 2. Mr. Santosh Kumar Dwivedi | - Non-Executive - Non-Independent Director |
| 3. Mr. Kishore Bodha | - Executive Director |
| 4. Mr. Roshan Prakash Mayani | - Non-Executive - Independent Director |
| 5. Mr. Rajesh Babulal Maiyani | - Non-Executive - Independent Director |
| 6. Ms. Falgun Chhaganlal Shah | - Non-Executive - Independent Director |

KMP's present:

- | | |
|---------------------|------------------------------------------|
| 1. Mr. Tushant Shah | - Chief Financial Officer |
| 2. Mr. Jayesh Ahire | - Company Secretary & Compliance Officer |

Invitees:

- | | |
|---------------------|---------------------------------------------------------------------|
| 1. Mr. Rishi Sekhri | - On behalf of M/s. Rishi Sekhri and Associates (Statutory Auditor) |
| 2. Mr. Hemang Satra | - On behalf of M/s. Hemang Satra & Associates (Scrutinizer) |

Mr. Sudhakar Gandhi was elected as the Chairperson for the Annual General Meeting, Mr. Sudhakar Gandhi Chaired the proceedings of the meeting. He welcomed all the shareholders, Directors and other participants to the meeting.

The requisite quorum being present, the meeting was called to order and the Directors present were introduced. All Directors were present for the meeting. Mr. Jayesh Ahire, Company Secretary provided general instructions to the members regarding participation in the meeting.

The Chairperson delivered his speech to the members of the Company which included highlights on business performance, financials, business outlook, etc. The Notice convening the AGM, Board's Report and the Annual Report of the Company for the financial year ended 31st March 2025, were taken as read as the same were already circulated to the members. As the Audit Reports, did not contain any qualifications/adverse remarks, which have any adverse effect on the functioning of the Company, hence the same was also taken as read.

After conclusion of the Chairperson's speech, it was informed to the members of the Company, as under:

1. The Company had provided a facility to the members to cast their votes electronically, on all resolutions set forth in the Notice convening the 31st AGM of the Company;
2. The remote e-Voting period which had commenced on Saturday, September 27, 2025 at 9:00 A.M. IST and ends on Monday, September 29, 2025 at 5:00 P.M IST;
3. The statutory registers, certificates and other documents were kept digitally available for inspection by the members;
4. M/s. Hemang Satra & Associates., Company Secretaries (COP: 24235), was appointed as the Scrutinizer for scrutiny of the votes cast through the remote e-Voting platform and through ballot papers at the AGM;
5. Members who had not cast their votes through remote e-Voting platform were provided with an opportunity to cast their votes through ballot papers at the AGM.

The following items of business, as per the Notice convening the 31st AGM of the Company dated 04th September 2025, were transacted at the meeting through remote e-voting and voting through ballot paper at the 31st Annual General Meeting as required under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure

CIN: L65990MH1994PLC081749

Regd. office: Unit No. 1212, Kosha Kommercial Komplex, Podar Road, Malad (East), Mumbai, Maharashtra, 400097.

Tel: 07208992060

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website: www.gemstoneltd.com

Requirements) Regulations, 2015 and the relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India ("SEBI"):

A. ORDINARY BUSINESSES:

1. To Receive, Consider and Approve the Audited Financial Statements consisting of Balance Sheet as at March 31, 2025 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 (**Ordinary Resolution**);
2. To Appoint a director in place of Mr. Santosh Kumar Dwivedi (DIN: 10617830), who retires by rotation and being eligible, offers himself for reappointment as director (**Ordinary Resolution**).

B. SPECIAL BUSINESSES:

3. To appoint M/s. NKM & Associate as Secretarial Auditor of the Company: (**Ordinary Resolution**).
4. Re-appointment of Mr. Rajesh Babulal Maiyani (DIN: 09165604) as an Independent Director of the Company for the second term (**Special Resolution**).
5. Re-appointment of Mr. Falgun Shah (DIN: 09140924) as an Independent Director of the Company for the second term (**Special Resolution**).
6. Increase in Authorised Share Capital (**Special Resolution**).
7. Issuance of Convertible Warrants to the Non-Promoter categories of persons, on a Preferential basis (**Special Resolution**).

The members were requested to raise their queries on the Agenda Items, if any and no queries were raised / received. Additionally, the Members were requested to send their queries, if any, on the designated Email Id.

The Combined Voting Results i.e. remote e-voting and voting through ballot paper at the 31st AGM will be announced and made available on the website of the Company as well as of National Securities Depository Limited ("NSDL") and will also be submitted to the Stock Exchanges as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report.

The meeting was concluded with vote of thanks to the Chair and all the Directors for their participation.

The meeting concluded at 9.30 A.M. with vote of thanks.

Please take the above on your record.

Thanking You,

For Gemstone Investments Limited

Sudhakar Gandhi
Managing Director
DIN: 09210342