

SCRUTINIZER'S REPORT

Consolidated report of Scrutinizer for remote e-voting & poll process
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Gemstone Investments Limited
Unit No. 1212, Kosha Kommercial Komplex,
Podar Road, Malad (East), Mumbai 400097.

Subject: Scrutinizer's Report on 31st Annual General Meeting of the members of Gemstone Investments Limited held on Tuesday, 30th September, 2025 at 09.00 A.M. at Event Banquet Hall, Opp Filmistan Studio, S.V road Goregaon (West), Mumbai - 400062.

I, Hemang Satra, Proprietor of M/s Hemang Satra & Associates, Company Secretaries (Membership No. ACS 54476 and CP No. 24235) have been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting through Poll at the venue of the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular issued from time to time in a fair and transparent manner in respect of the Resolutions passed at the 31st Annual General Meeting of the members of Gemstone Investments Limited held on Tuesday, 30th September, 2025 at 09.00 A.M. at Event Banquet Hall, Opp Filmistan Studio, S.V road Goregaon (West), Mumbai - 400062.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules framed thereunder relating to remote e-voting and voting by Poll at the venue of AGM. My responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting system at the AGM provided by NSDL, the authorised agency engaged by the Company to provide remote e-voting and the Report generated electronically for voting by Poll at the venue of AGM.

I hereby submit my report as follows:

1. The resolutions were transacted through the process of remote e-voting and voting by Poll at the venue of the AGM. For the purpose of remote e-voting at the AGM, the Company has engaged NSDL for its services;
2. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was Tuesday, 23rd September, 2025;
3. The period for remote e-voting commenced from Saturday, 27th September, 2025 from 9.00 a.m. (IST) and ended on Monday, 29th September, 2025 at 5.00 p.m. (IST). The remote e-voting module was disabled by NSDL for voting thereafter;
4. Further, the votes cast through remote e-voting were unblocked by me on Tuesday, 30th September, 2025 in the presence of two witnesses not in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
5. For the members who did not cast their vote through remote e-voting facility, the Company has provided the facility of voting by poll at the venue of AGM;
6. At the venue of the AGM, after the time fixed for closing of Poll by the Chairman, the Ballot box kept for polling was locked in my presence.
7. The locked Ballot box was subsequently opened by me in the presence of two witnesses, who are not in the employment of the Company.
8. Thereafter, the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company. Duplicate, incomplete and defective Poll papers were rejected by me.
9. My report on the results of e-voting is based on the data downloaded from the website of NSDL - <https://www.evoting.nsdl.com/>.

I hereby submit my Consolidated Scrutinizer's Report on the results of remote e-voting and Poll process at the AGM.

ITEM NO. 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.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	
Remote e-voting	80	22,64,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	102	1,52,82,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Ordinary Resolution as set out in Item no. 1 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

ITEM NO. 2:

To Appoint a director in place of Mr. Santosh Kumar Dwivedi (DIN: 10617830), who retires by rotation and being eligible, offers herself for reappointment as director.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	
Remote e-voting	79	22,63,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	101	1,52,81,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Ordinary Resolution as set out in Item no. 2 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

ITEM NO. 3:

To appoint M/s. NKM & Associate as Secretarial Auditor of the Company.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	79	22,63,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	101	1,52,81,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Ordinary Resolution as set out in Item no. 3 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

ITEM NO. 4:

Re-appointment of Mr. Rajesh Babulal Maiyani (DIN: 09165604) as an Independent Director of the Company for the second term.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	79	22,63,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	101	1,52,81,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Special Resolution as set out in Item no. 4 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

ITEM NO. 5:

Re-appointment of Mr. Falgun Shah (DIN: 09140924) as an Independent Director of the Company for the second term.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	79	22,63,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	101	1,52,81,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Special Resolution as set out in Item no. 5 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

ITEM NO. 6:

Increase in Authorised Share Capital.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	79	22,63,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	101	1,52,81,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Special Resolution as set out in Item no. 6 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

ITEM NO. 7:

Issuance of Convertible Warrants to the Non-Promoter categories of persons, on a Preferential basis.

Mode of Voting	Votes in Favour			Votes against			Invalid votes
	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Memb ers who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	79	22,63,815	99.99	3	34	0.01	-
Poll/Ballot voting	22	1,30,17,559	100	-	-	-	-
Total	101	1,52,81,374	99.99	3	34	0.01	-

Based on the aforesaid result, the Special Resolution as set out in Item no. 7 of the Notice of the AGM dated 4th September, 2025 has been passed with requisite majority.

All the resolutions voted through remote e-voting and voting through poll at the AGM venue were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be handed over to the Company for safe keeping.

**For Hemang Satra & Associates,
Company Secretaries**

Place: Mumbai
Date: 1st October, 2025
UDIN: A054476G001424493
Peer Review No: 5684/2024

Hemang Satra
Proprietor
M. No.: A54476
C. P. No.: 24235

Hemang Satra & Associates
Company Secretaries

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Countersigned by:
For Gemstone Investments Limited

Sudhakar Gandhi
Managing Director
DIN: 09210342