

**Name of the Listed Entity:** Gemstone Investments Limited  
**Quarter Ending** : 31<sup>st</sup> December, 2015.

### I. Composition of Board of Directors:

Title (Mr./ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee)	Date of Appointment in the current term/cessation	Tenure*	No of Directorship in listed entities including this listed entity*	No of memberships in Audit/Stakeholder Committee including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	Anant Palan	ALUPP6645B & 02183592	Chairman - Non Executive Director	26.10.2015 (Appointment)	NA	NA	0	2
Ms.	Dhara Brahmabhatt	AABPB4322M & 06433270	Managing Director & Compliance Officer	29.09.2015 (Appointment)	NA	NA	0	0
Mr.	Rohan Barot	BBRPB3922M & 06416269	Executive Director	09.01.2013 (Appointment)	NA	NA	0	0
			CFO	14.11.2014				
Mr.	Nimesh Ganatra	AICPG6923E & 02712015	Executive Director	30.09.2009 (Appointment)	NA	NA	2	0
Mr.	Mahendra Dave	AAFPD8303A & 06418511	Non Executive Independent Director	30.09.2013 (Appointment)	2 years & 3 months	1	0	0
Ms.	Mamatha Shetty	AYKPS0508F & 07273684	Non Executive Independent Director	29.09.2015 (Appointment)	3 months	1	0	2
Mr.	Dharmesh Belani	AHRPB5211G & 07273640	Non Executive Independent Director	29.09.2015 (Appointment)	3 months	1	2	0
Mr.	Hitesh Dave	03296067 & AHAPD5622J	Non Executive Independent Director	26.10.2015 (Cessation)	---	---	---	---
Ms.	Shikha Kapasi	02945670 & ASAPK9561A	Non Executive Independent Director	26.10.2015 (Cessation)	---	---	---	---
Mr.	Devendrakumar Shah	03467426 & AMKPS2912D	Non Executive Director	26.10.2015 (Cessation)	---	---	---	---

*Dhara*



## II. Composition of Committees:

Name of the Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	1. Mamatha Shetty 2. Dharmesh Belani 3. Nimesh Ganatra	Chairman - Non Executive Independent Director Member - Non Executive Independent Director Member - Executive Director
2. Nomination & Remuneration Committee	1. Mamatha Shetty 2. Dharmesh Belani 3. Mahendra Dave	Chairman - Non Executive Independent Director Member - Non Executive Independent Director Member - Non Executive Independent Director
3. Risk Management Committee	1. Dhara Brahmhatt 2. Dharmesh Belani 3. Mamatha Shetty	Chairman - Managing Director & Compliance Office Member - Non Executive Independent Director Member - Non Executive Independent Director
4. Stakeholder Relationship Committee	1. Mamatha Shetty 2. Dharmesh Belani 3. Nimesh Ganatra	Chairman - Non Executive Independent Director Member - Non Executive Independent Director Member - Executive Director

## III. Meeting of Board of Directors:

Date (s) of Meeting (if any) in the previous quarter	Date (s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings ( in number of days)
14 <sup>th</sup> August, 2015	07 <sup>th</sup> November, 2015	63 Days
05 <sup>th</sup> September, 2015		

## IV. Meeting of Committees :

:AUDIT COMMITTEE			
Date (s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date (s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
28 <sup>th</sup> October, 2015	Yes. All Members were present	04 <sup>th</sup> August, 2015	76 Days
: STAKEHOLDERS RELATIONSHIP COMMITTEE			
28 <sup>th</sup> October, 2015	Yes. All Members were present	04 <sup>th</sup> August, 2015	85 Days
: NOMINATION & REMUNERATION COMMITTEE			
---	---	29 <sup>th</sup> August, 2015	

hara 53





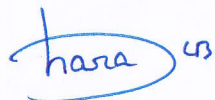
## V. Related Party Transactions

Subject	Compliance Status
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee.	N.A.

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

For **Gemstone Investments Limited**

hara



**Dhara Brahmbhatt**  
**Managing Director & Compliance Officer**  
**DIN: 06433270**