

GEM^{SPIN} SPINNERS INDIA LIMITED

TWENTY SEVENTH ANNUAL REPORT

2016 - 2017

BOARD OF DIRECTORS

Mr.R.VEERAMANI

Mr.P.P.DODDANAVAR

Mr.S.GOPAL

Mrs.POORANA JULIET

CHIEF FINANCIAL OFFICER

MR. G. SENTHILVEL

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. A.VANI

E mail id: secretarial@gemspin.com

AUDITORS

M/s.VIJAY SARATHY & CO.

Chartered Accountants,

18-A, Rajamannar Street,

T.Nagar, Chennai – 600 017.

SECRETARIAL AUDITORS

M/S. LAKSHMMI SUBRAMANIAN & ASSOCIATES,

M.N.O. Complex, 81, Greams Road, Chennai – 600 006.

BANKERS

INDIAN OVERSEAS BANK

LAKSHMI VILAS BANK

REGISTERED OFFICE & MILLS

No. 14, Mangalam Village, Madhuranthagam Taluk,

Kancheepuram District, Tamil Nadu – 603 107

E mail id: accounts@gemspin.com

CORPORATE OFFICE

78, CATHEDRAL ROAD, CHENNAI – 600 086.

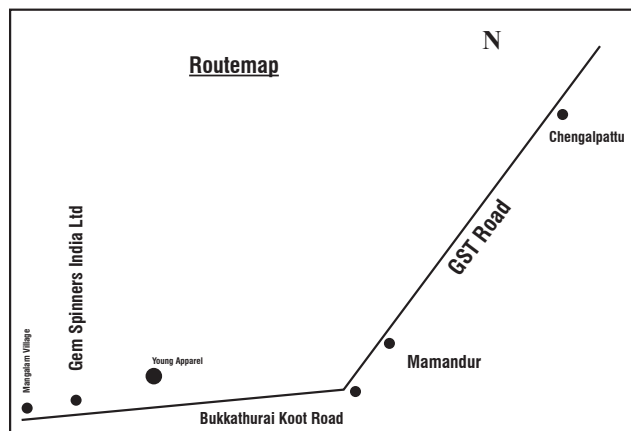
REGISTRAR & SHARE TRANSFER AGENT

CAMEO CORPORATE SERVICES LTD.

"Subramanian Building", 1, Club House Road,

Chennai – 600 002.

COMPANY CIN : L17111TN1990PLC019791



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NOTICE TO SHAREHOLDERS

Notice is hereby given that the Twenty Seventh Annual General Meeting of the shareholders of the Company will be held on Thursday, the 30th November 2017 at **No.14 Mangalam Village, Madhurantagam Taluk, Kancheepuram District, Tamilnadu - 603 107 at 10.30 a.m.** to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2017 and the Profit and Loss Account for the year ended on that date together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in the place of Mr. S. Gopal (DIN: 06448007) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s) the following resolution as an ordinary resolution.

"RESOLVED THAT pursuant to Sections 139,142 and other applicable provisions, if any, of the Companies Act 2013 and the rules made thereunder, as amended from time to time, pursuant to the proposal of the audit committee of the Board and recommendation of the Board M/s. K. Arun Kumar & Associates, Chartered Accountants (Firm Registration No. 016215S) be and is hereby appointed as statutory auditors of the Company (in the place of M/s. Vijay Sarathy & Co, Chartered Accountants, the retiring auditors), to hold office for a period of 5 years commencing from the financial year 2017-18, on a remuneration that may be determined by the audit committee in consultation with the auditors and that such remuneration may be paid on a progressive billing basis."

4. By way of Postal Ballot

"RESOLVED THAT, pursuant to the provisions of Section 180(1) (a) and other applicable provision, if any, of the Companies Act, 2013 (corresponding to Section 293(1)(a) of the Companies Act, 1956) and Postal Ballot Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto) and the rules made there under (collectively the "Act"), and in

accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, SEBI (LODR) Regulations 2015 and subject to requisite approvals including the approval of all concerned statutory and regulatory authorities & departments, Banks & Financial Institutions, if any, wherever applicable, person or persons, Shareholders through Postal Ballot, and to the extent necessary such other approvals, permissions and sanctions as may be required, consent of the Company be and is hereby accorded by way of an Special Resolution of the shareholders, to the Board of Directors of the Company (hereinafter referred to as "Board", which term shall include a Committee thereof authorized for the purpose) for selling and / or transferring and / or disposing off as an undertaking or part thereof or otherwise, any of the immovable including licenses, approvals, and permits of whatsoever nature related to the Company's property as described under

Land in Survey No.1A/4A2A, 1A/4A2C1, 1A/4A2D1 aggregating to about 5.00 Acres situated at Perumalthangal Village, Chengalpattu Taluk, Kancheepuram District, Tamilnadu for a consideration not less than Rs.10.00 Crores.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things including but not limited to deciding the time of such disposal of the said properties and other incidental and ancillary activities thereto, determining such other terms and conditions relevant to the transfer, negotiating and finalising the terms of sale, by whatever name called, such other agreements, deeds, documents, indemnities, contracts, declarations, undertakings, forms, and such other papers as may be necessary, desirable and expedient to be agreed, signed and executed, to determine the consideration, to make all such filings and applications for the statutory / regulatory and other approvals as may be required in the matter of such sale and / or transfer and / or disposal and to complete the aforesaid transaction(s)"

By Order of the Board

Place: Chennai - 86

Date : 23-10-2017

A. Vani

Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING MAY APPOINT A PROXY TO ATTEND AND VOTE ON HIS BEHALF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED/ CORPORATE OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Explanatory Statement as per the provisions of section 102 of the Companies Act, 2013 in respect of the items of the Special Business as set out above is annexed.
3. Pursuant to Section 105 of the Companies Act, 2013 a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. The Register of Members and the Share Transfer Books of the

Company were already closed from 17th July 2017 to 25th July 2017 (Both days inclusive).

5. Pursuant to the provisions of Sections 107 and 108, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the option of E-Voting facility to all the members of the Company. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting. The Members who wish to attend Annual General Meeting can vote at the Meeting. The Company has appointed Mrs. Lakshmmi Subramanian of M/s Lakshmmi Subramanian & Associates, Practicing Company Secretaries, Chennai as Scrutinizer.

The procedure and instructions for e-voting are as under:

- i) Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com.
- ii) Now click on "Shareholders" to cast your votes.
- iii) Now, select the "Company Name" from the drop down menu and click on "SUBMIT".
- iv) Now, fill up the following details in the appropriate boxes:

User ID	For Members holding shares in Demat Form:- a) For NSDL:- 8 Character DP ID followed by 8 digits Client ID b) For CDSL:- 16 digits beneficiary ID For Members holding shares in Physical Form:- • Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details #	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

* *Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the sequence number (Sequence number has been provided as Serial number in the address label and / or in the e-mail sent to Members) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name.

Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Please enter any one of the details in order to login. In case both the details are not recorded with the depository and company please enter the Member id / folio number in the Dividend Bank details field.

v) After entering these details appropriately, click on "SUBMIT" tab.

vi) Members holding shares in Physical form will then reach directly to the voting screen.

vii) Members holding shares in Demat form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password is also to be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.

ix) If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any company, then your existing login id and password are to be used.

x) For Members holding shares in physical form, the password and

default number can be used only for e-voting on the resolutions contained in this Notice.

xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Enter the number of shares (which represents number of votes) under YES/ NO or alternatively you may partially enter any number in YES and partially in NO, but the total number in YES and NO taken together should not exceed your total shareholding.

xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv) Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at secretarial@gemspin.com with a copy marked to helpdesk. evoting@cdslindia.com.

xv) In case you have any queries or issues regarding e-voting, please contact helpdesk.evoting@cdslindia.com.

xvi) The e-voting period commences on 27-11-2017 from 9.00 AM onwards and ends on 29-11-2017 at 5.00 PM

xvii) During this period members holding shares in physical or dematerialized form as on the Cut-off date (record date) i.e. 23-11-2017 may cast their vote electronically. The e-voting module shall be displayed by CDSL for voting thereafter.

xviii) The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company.

6. Members holding shares in physical form are requested to notify change of address immediately to the Share Transfer Agent of the Company, M/s.Cameo Corporate Services Ltd, Subramanian Building, No.1 Club House Road, Chennai 600 002 for the purpose of mailing Dividend Warrants etc. As per SEBI Circular, members holding shares in physical form and in case of transfer of shares means, the Transfer Deed should contain PAN of both Transferor and Transferee.

7. The Shares of the Company have been activated for dematerialisation with Central Depository Services (India) Ltd. (CDSL) vide ISIN INE 165F01020. Members wishing to dematerialise their shares may approach any Depository Participant. (DP).

8. Kindly mention your Folio Number/PAN No./Client ID/DPID Number (in case of shares held in electronic form) in all your correspondence to Share Transfer Agents and in the case of electronic form to the Depository Participant in order to reply to your queries promptly.

9. Members seeking any information or clarification with regard to the accounts are requested to write to the Company atleast ten days in advance of the meeting so as to enable the Company to keep the information ready.

10. Members who hold shares in demat form are requested to notify any change in their particulars like change in address, bank

particulars etc. to their respective Depository Participants.

11. The Ministry of Corporate Affairs vide its circular dated 21st April 2011 allowed the companies to send notices, annual reports and other documents by means of e-mail to the members of the Company. Hence members, who have not registered their e-mail addresses, are requested to register their e-mail addresses with the Company/ Registrar.
12. Pursuant to provisions of Section 72 of the Companies Act, 2013, Members can avail of the facility of nomination in respect of shares held by them in physical form. Members desiring to avail this facility may send their nomination in the prescribed

Form SH-13 duly filled in to the Company's Registrar and Share Transfer Agent: Cameo Corporate Services Limited, 'Subramanian Building', No.1, Club House Road, Chennai - 600 002. Members holding shares in electronic form may contact their respective Depository Participant for availing this facility.

13. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
14. Members are requested to bring their Attendance Slip along with their copy of the Annual Report to the Meeting.

AS PER REGULATION 36(3) OF SEBI (LODR) 2015 AND AS PER CLAUSES OF SS 2 ADDITIONAL INFORMATION ABOUT THE DIRECTOR FOR THE ITEM NO.2.

Name of the Appointee	Sri.S.Gopal
DIN	06448007
Age	57
Qualification	M.Sc., MBA
Experience	32 years
Expertise in specific functional area	Indirect Taxation
Date of first Appointment in the Board	18/09/2012
Shareholding in the Company	Nil
Relationship with other Directors and KMP	Nil
No.of Meetings attended during the year	4
Other directorship / Membership / Chairman of committee of other board.	Gem Agro Industries Ltd Gem Graphites Pvt Ltd Gem Quartz Pvt Ltd Shanmugha Granite Industries Pvt Ltd Gem Global Trade Ltd Gem Energy Industry Ltd Gem Earth Treasures Pvt Ltd Gem Holiday Resorts Ltd Gem Software Solutions Ltd

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 27th Annual Report of our Company along with the audited Balance Sheet and the Statement of Profit and Loss Account for the year ended March 31, 2017.

1) FINANCIAL RESULTS

Rs. in Lakhs

Particulars	2016-17	2015-16
SALES		
Export	0.00	87.54
	0.00	87.54
Operating Profit	(70.91)	41.02
Less: Financial Charges	0.33	0.48
Gross Profit	(71.24)	40.54
Less : Depreciation	410.97	18.63
Profit/(Loss) before Tax	(482.21)	21.91
Net (Loss) / Profit	(482.21)	21.91
Accumulated Loss	(3722.45)	(3240.24)

Performance and state of Company's affairs

During the year there was no Turnover as against Turnover of Rs.87.54 Lakhs in the previous year. The Operating loss was of the order of Rs. 70.91 Lakhs as compared to the previous year profit of Rs. 41.02 Lakhs.

2) DIVIDEND

Your Directors regret for the non declaration of dividend owing to non operation of the unit.

3) DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on date of the balance sheet.

4) SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The company doesn't have any subsidiaries, associates and joint venture companies.

5) MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges / SEBI (LODR) Regulations 2015 is presented in a separate section forming part of the Annual Report.

6) DIRECTORS:

Pursuant to Section 152 of the Companies Act, 2013 Mr. S.Gopal who retire by rotation at the forthcoming AGM and is eligible for re-appointment.

7) BOARD MEETINGS:

During the year, four board meetings were held and the intervening gap between two board meetings did not exceed 120 days. Dates of the Board meetings and details of Directors' attendance at the meetings are furnished in the Corporate Governance report.

8) TRAINING OF INDEPENDENT DIRECTORS

To familiarize the strategy, operations and functions of our Company, the executive directors make presentations/orientation programme to non – executive independent directors about the company's strategy, operations, product and service offerings, markets, organization structure, finance, human resources, production facilities and quality and risk management. The appointment letters of Independent Directors has been placed on the Company's website at www.gemspin.com.

9) MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company had met during the year on 14th February, 2017 to review the performance of non- Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and had accessed the quality, quantity and timeliness of flow of information between the company management and the Board.

10) DECLARATION BY INDEPENDENT DIRECTORS

Independent Directors of the Company have submitted a declaration that each of them meets the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013. Further there has been no change in the circumstances which may affect their status as Independent Director during the year.

11) DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- in the preparation of the annual accounts for the year ended March 31, 2017, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit of the Company for the year ended on that date;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts on a 'going concern' basis;
- the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

12) RELATED PARTY TRANSACTIONS

As per the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, your Company has formulated a Policy on Related Party Transactions which is also available on Company's website at www.gemspin.com.

The Policy intends to ensure that proper reporting approval and disclosure processes are in place for all transactions between the

Company and Related Parties. This Policy specifically deals with the review and approval of Material Related Party Transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions.

There were no contract / arrangement / transactions entered in to during the year ended March 31, 2017.

13) CORPORATE SOCIAL RESPONSIBILITY (CSR):

Your company is not having Net profits of more than 5 Crore rupees, in the Year 2016-17 and therefore Constituting of a CSR committee in accordance with the provisions of section 135 of the Act does not arise.

14) RISK MANAGEMENT POLICY

The risk management is overseen by the Audit committee of the company on a continuous basis, therefore Constituting a Risk Management committee does not arise. Major risks, if any, identified by the business and functions are systematically addressed through mitigating action on a continuous basis. The Risk Management policy is available in the Company website www.gemspin.com

15) PERSONNEL

According to Section 197(12) of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, none of the directors are drawing remuneration and thereby the said section is not applicable and hence not furnished.

16) REMUNERATION POLICY OF THE COMPANY

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance report, which forms part of the Board's Report. The objective of the Remuneration Policy is to attract, motivate and retain qualified and expert individuals that the Company needs in order to achieve its strategic and operational objectives.

17) STATUTORY AUDITORS

The Companies Act 2013 ('the Act') was notified effective April 1, 2014. Section 139 of the Act lays down the criteria for appointment and mandatory rotation of statutory auditors. Pursuant to section 139 of the Act and rules made thereunder, it is mandatory to rotate the statutory auditors on completion of two terms of five consecutive years. The rules also lay down the transitional period that can be served by the existing auditors depending on the number of consecutive years for which an audit firm has been functioning as auditor in the same company. The incumbent auditors, M/s.Vijay Sarathy & Co., Chartered Accountants (Firm Registration No.004695S) have served the company before the Act was notified and will be completing the maximum number of transitional period (three years) at the ensuing 27th Annual General Meeting (AGM).

The Audit committee of the Company has proposed and on 18.08.2017, the Board has recommended the appointment of K.Arunkumar & Associates, Chartered Accountants (Firm Registration No. 016215S) as statutory auditors of the company for a period of five years for the approval of Members in the AGM.

COMMENT ON STATUTORY AUDITOR'S REPORT

- Noted.

18) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized,

recorded and reported correctly.

The internal control is supplemented by an extensive programme of internal audit, review by management and documented policies, guidelines and procedures. The internal control is designed to ensure that financial and other records are reliable for preparing financial statements and other data for maintaining accountability of assets.

19) ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE, ETC

The information as required to be disclosed on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure - I" to this Report.

20) EXTRACT OF ANNUAL RETURN

The extract of Annual Return of the Company is annexed herewith as Annexure - "II" to this report.

21) SECRETARIAL AUDITOR

As required under Section 204 of the Companies Act, 2013 and Rules there under the Board has appointed Lakshmmi Subramanian & Associates, Practising Company Secretaries as Secretarial Auditor of the company to conduct Secretarial Audit for the financial year 2016-17. The Secretarial Audit Report for the financial year ended March 31, 2017 is annexed herewith marked as Annexure - "III" to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

COMMENT ON SECRETARIAL AUDITOR'S REPORT - The Board of Directors has taken adequate measures to regularize the qualification stated in their report.

22) CORPORATE GOVERNANCE

A separate report on Corporate Governance along with Auditors' Certificate on its compliance is attached as Annexure - "IV" to this report.

23) STATEMENT PURSUANT TO LISTING AGREEMENT / SEBI (LODR) REGULATIONS 2015

The Company's Securities are listed with Bombay Stock Exchange (BSE).

24) DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the Company.

25) EXTENSION OF ANNUAL GENERAL MEETING:

Due to peculiar circumstances the company has sought extension of time for holding Annual General Meeting from ROC and the same has been obtained.

26) ACKNOWLEDGEMENT

Your Directors are thankful to the esteemed Shareholders for their continued encouragement and support.

For and on behalf of the Board of Directors

For Gem Spinners India Limited

Place: Chennai
Date: 23.10.2017

R.Veeramani
DIN: 00032895

PPDoddanavar
DIN: 00960514

ANNEXURE - I
CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

Details on Conservation of energy, Technology absorption and Foreign exchange earnings and outgo

Details	Disclosure	
(A) Conservation of energy – (i) the steps taken or impact on conservation of energy;	The Company has suspended the manufacturing operation, hence the conservation of energy reporting is not applicable.	
(ii) the steps taken by the company for utilizing alternate sources of energy;	Nil	
(iii) the capital investment on energy conservation equipments;	Nil	
(B) Technology Absorption	Since there is no manufacturing activity, the disclosure under this clause is not applicable.	
(C) Foreign exchange earnings and Outgo	Rs. In lakhs	
	2016-17	2015-16
(1)) Expenditure on Foreign Currency		
a) Commission	Nil	1.73
b) Travel	Nil	Nil
(2) Earnings in Foreign Exchange	Nil	85.01

ANNEXURE - II
**FORM NO. MGT – 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2016

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

i)	CIN	L17111TN1990PLC019791
II)	Registration Date	18/10/1990
iii)	Name of the Company	GEM SPINNERS INDIA LIMITED
iv)	Category / Sub – category of the Company	
v)	Address of the Registered office and Contact Details	NO. 14 MANGALAM VILLAGE, MADHURANTHAGAM TALUK, KANCHEEPURAM DISTRICT
vi)	Whether listed company	YES
vii)	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	CAMEO CORPORATE SERVICES LTD. 'SUBRAMANIAN BUILDING', 1, CLUB HOUSE ROAD, CHENNAI – 600 002.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl No.	Name & Description of main products / services	NIC Code of the Product / Service	% to total turnover of the Company
1	COTTON YARN	5205 00	100%
2	COTTON KNITTED FABRICS	6002 00	NIL

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl. No	Name and Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of Shares held	Applicable Section
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters									
(1) Indian									
a) Individual/ HUF	42353500	90000	42443500	69.16	42353500	90000	42443500	69.16	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	42353500	90000	42443500	69.16	42353500	90000	42443500	69.16	0
(2) Foreign									
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0
b) Other -Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	42353500	90000	42443500	69.16	42353500	90000	42443500	69.16	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	12486790	200	12486990	20.35	12486790	200	12486990	20.35	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-Total (B)(1)	12486790	200	12486990	20.35	12486790	200	12486990	20.35	0
2. Non-Institutions									
a) Bodies Corporate									
i) Indian	55300	163900	219200	0.36	55100	163900	219000	0.36	-0.03
ii) Overseas									
b) Individuals									
i) individual shareholders holding nominal share capital upto Rs.1 lakh	702900	5138100	5841000	9.52	720200	5120800	5841000	9.52	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	92600	267500	360100	0.59	92600	267500	360100	0.59	0
iii) Qualified Foreign investor	0	0	0	0	0	0	0	0	0

c) Any Other									
i) Clearing Members	1400	0	1400	0	1600	0	1600	0	0
ii) Hindu Undivided families	19800	0	19800	0.03	19500	0	19500	0.03	0
Total	21200	0	21200	0.03	21400	0	21400	0.03	0
Sub-total (B)(2)	872000	5569500	6441500	10.50	889300	5552200	6441500	10.50	0
Total Public Shareholding (B) = (B)(1) + (B)(2)	13358790	5569700	18928490	30.84	13376090	5552400	18928490	30.84	0
(C) Shares held by Custodian for GDRs and ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A) + (B)+(C)	55712290	5659700	61371990	100	55729590	5642400	61371990	100	0

(ii) Shareholding of Promoters

S.No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in the shareholding during the year
		No. of Shares	% of total Shares of the Company	% of shares pledged / encumbered total shares	No. of Shares	% of total shares of the company	% of Shares pledged / encumbered to total shares	
1.	SRI. R.VEERAMANI	12692166	20.68	0	12692166	20.68	0	0
2.	SRI.S.R.ASAITHAMBI	10174638	16.57	0	10174638	16.58	0	0
3.	SRI.R.SEKAR	9743348	15.87	0	9743348	15.88	0	0
4.	SRI.S.R.KUMAR	9743348	15.87	0	9743348	15.88	0	0
5.	SMT. RAJI VEERAMANI	30000	0.05	0	30000	0.05	0	0
6.	SMT. A. SEETHALAKSHMI	30000	0.05	0	30000	0.05	0	0
7.	SMT. VEDAVALLI KUMAR	30000	0.05	0	30000	0.05	0	0

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	42443500	69.16%	42443500	69.16
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer/ bonus / sweat equity etc):	Nil		Nil	
At the end of the year	42443500	69.16%	42443500	69.16%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S.No	For Each of the top 10 Shareholders	Shareholding at the beginning of the year		Change in Share Holding during the Year		Shareholding at the year as on 31-03-2016	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	IDBI BANK LTD	7565000	12.33%	0	0	7565000	12.33%
2.	ICICI BANK LTD	4921790	8.02%	0	0	4921790	8.02%
3.	PREETHY R E	80500	0.13%	0	0	80500	0.13%
4.	NIRMAL CHAND JAIN	50600	0.08%	0	0	50600	0.08%
5.	MEENA JAIKUMAR CHAUGULE	42000	0.07%	0	0	42000	0.07%
6.	A R ENTERPRISES LTD	41200	0.07%	0	0	41200	0.07%
7.	ASEELA VINOD GOENKA	35000	0.06%	0	0	35000	0.06%
8.	LATHA MAHESHWARI	30000	0.05%	0	0	30000	0.05%