

GEM SPINNERS INDIA LTD

78, CATHEDRAL ROAD, CHENNAI - 600 086, INDIA
CIN No.L17111TN1990PLC019791

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11.11.2016

The Manager
Listing Department
Bombay Stock Exchange Limited
Phiroze Jee Jee Bhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir/ Madam,

Sub: Outcome of the Board Meeting of Gem Spinners India Limited held on 11.11.2016

Ref: Clause 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to clause 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, We are pleased to inform you that the Board of Directors at its meeting held to-day (11.11.2016), Which commenced at 11.00 am and concluded at 4.45 pm, have considered and approved the followings:

- 1-The Board has approved and taken on record the Un-audited Financial Results for the quarter ended 30.09.2016 along with Statement of Asset and Liabilities issued by the Statutory Auditor of the Company
- 2-The Board has approved to conduct Postal Ballot as detailed in the enclosed notice
- 3-The Board has approved the appointment of Ms. Lakshmmi Subramanian as Scrutinizer and Mr. S.Gopal as functional director to conduct the Postal Ballot

A copy of Un-audited Financial Results & Assets and Liabilities for the quarter ended 30.09.2016 & Notice for the postal ballot are attached herewith.

This is for information & records.

Thanking you

Yours faithfully
For GEM SPINNERS INDIA LIMITED

A. Vasu

Company Secretary



GEM SPINNERS INDIA LTD

Regd. Office: 14, Mangalam Village, Madhuranthangam Taluk, Kancheepuram District - 603 107

Part I: Statement of Financial Results for the Second Quarter and Half Year ended 30.09.2016 (Unaudited)

		Rs.in.lakhs					
SL. No	Particulars	QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
		30/09/2016	30/06/2016	30/09/2015	30/09/2016	30/09/2015	31/03/2016
1	Income from operations						
	Net Sales / Income from operation	0.00	0.00	46.32	0.00	87.54	87.54
	Other operating income	0.00	0.00	0.00	0.00	0.00	0.00
	Total income from operations (net)	0.00	0.00	46.32	0.00	87.54	87.54
2	Expenditure						
	(a) Cost of materials consumed	0.00	0.00	0.00	0.00	0.00	0.00
	(b) Purchase of stock-in-trade	0.00	0.00	43.62	0.00	81.94	82.06
	(c) Change in Inventories of finished goods, work-in-progress and stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
	(d) Employee benefits expenses	2.44	2.29	6.73	4.73	12.19	21.09
	(e) Depreciation and amortisation expense	0.88	0.00	41.94	0.88	162.47	18.63
	(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	20.57	6.25	49.94	26.83	73.65	102.11
	Total expenses	23.89	8.54	142.23	32.44	330.25	223.89
3	Profit/ (Loss) from operations before other income, finance costs and exceptional items (1-2)	(23.89)	(8.54)	(95.91)	(32.44)	(242.71)	(136.35)
4	Other income	0.30	1.65	(1.04)	1.95	39.61	49.78
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	(23.59)	(6.89)	(96.95)	(30.49)	(203.10)	(86.57)
6	Finance costs	0.07	0.15	0.14	0.22	0.27	0.48
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	(87.05)
8	Exceptional items	0.00	0.00	0.00	0.00	0.00	108.96
9	Profit (+)/ Loss(-) from ordinary activities before tax(7+ 8)	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	21.91
10	Tax Expenses	0.00	0.00	0.00	0.00	0.00	0.00
11	Net Profit / Loss from ordinary activities after tax (9-10)	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	21.91
12	Extraordinary Items (net of tax expense Rs. _____ Lakhs)	0.00	0.00	0.00	0.00	0.00	0.00
13	Net Profit (+)/ Loss (-) for the period / year (11-12)	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	21.91
14	Share of Profit / (loss) of associates*	0.00	0.00	0.00	0.00	0.00	0.00
15	Minority interest*	0.00	0.00	0.00	0.00	0.00	0.00
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)*	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	21.91
17	Paid-up equity share capital (Face Value of the Share shall be included)	3068.60	3068.60	3068.60	3068.60	3068.60	3068.60
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	0.00	0.00	0.00	0.00	0.00	0.00
19 i	Earnings Per Share (before extraordinary items) (of Rs. ___/- each) (not annualised):						
	(a) Basic	(0.04)	(0.01)	(0.16)	(0.05)	(0.33)	(0.14)
	(b) Diluted						
19 ii	Earnings Per Share (after extraordinary items) (of Rs. ___/- each) (not annualised):						
	(a) Basic	(0.04)	(0.01)	(0.16)	(0.05)	(0.33)	0.04
	(b) Diluted						

PART II

Rs.in lakhs)

SEGMENT REPORTING FOR THE SECOND QUARTER ENDED 30.09.2016

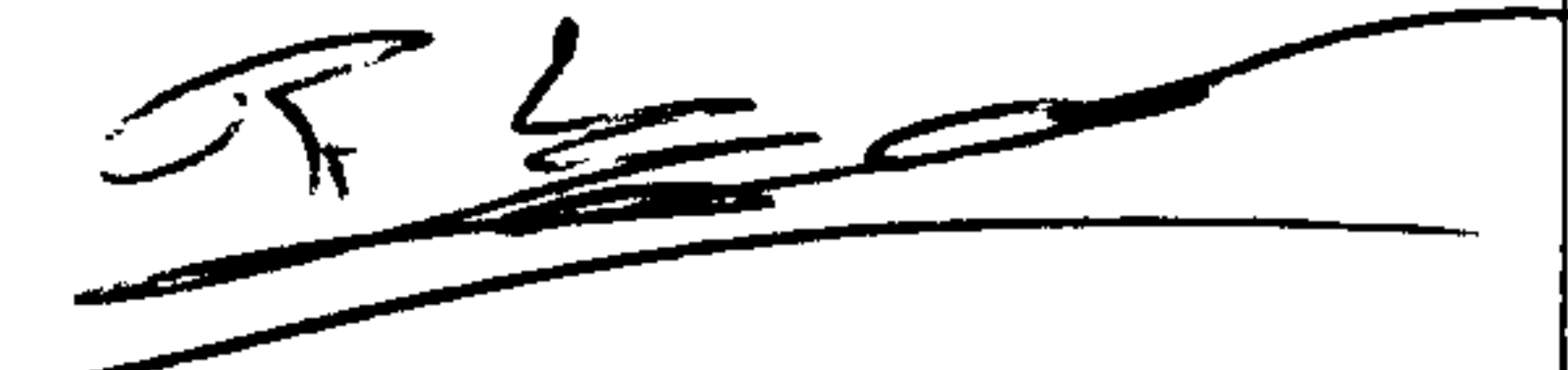
1	Segment Revenue / Income	QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
		30/09/2016	30/06/2016	30/09/2015	30/09/2016	30/09/2015	31/03/2016
	a. Mill	0.00	0.00	0.00	0.00	0.00	0.00
	b. Trading	0.00	0.00	46.32	0.00	87.54	87.54
	Total	0.00	0.00	46.32	0.00	87.54	87.54
2	Segment Results						
	a. Mill	(23.89)	(8.54)	(98.61)	(32.44)	(248.31)	(141.83)
	b. Trading	0.00	0.00	2.70	0.00	5.60	5.48
	Total	(23.89)	(8.54)	(95.91)	(32.44)	(242.71)	(136.35)
	Add : Unallocable Income	0.30	1.65	(1.04)	1.95	39.61	49.78
	Less: Interest - Unallocable Expenditure	0.07	0.15	0.14	0.22	0.27	0.48
	Total	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	(87.05)
	Tax (including - FBT)/(+)Deferred Tax	0.00	0.00	0.00	0.00	0.00	0.00
	Prior year Excess provision of interest written back	0.00	0.00	0.00	0.00	0.00	108.96
	Total Profit / (Loss) After Tax	(23.66)	(7.04)	(97.09)	(30.71)	(203.37)	21.91
3	Capital Employed						
	(Segment Assets - Segment Liabilities)						
	a. Mill	13.40	62.29	-11.15	13.40	-11.15	-1.94
	b. Trading	Nil	Nil	Nil	Nil	Nil	Nil

Notes :

1. During the quarter there was no complaint received from the investors.
2. During the quarter the Company has not provided depreciation on Plant & Machinery as the mill is not in operation.
3. The above results have been reviewed by the Audit Committee and the same were approved and taken on record by the Board of Directors at the Meeting held on 11th November 2016
5. Previous quarter's figures have been regrouped / reclassified wherever necessary.

Place : CHENNAI

Date : 11/11/2016


R.VEERAMANI
MANAGING DIRECTOR

STATEMENT OF ASSETS AND LIABILITIES

(RS.IN LAKHS)

Particulars	AS AT	
	30/09/2016 (UNAUDITED)	31/03/2016 (AUDITED)
A.EQUITY AND LIABILITIES		
1.Shareholder's Funds		
a) Share Capital	3068.60	3068.60
b) Reserves and Surplus	-3073.75	-3043.04
c) Share Application Money pending allotment	-	-
Sub-total : Shareholder's Funds	-5.15	25.56
2.Non-current liabilities		
a) Other Long term liabilities	1296.42	1296.42
3.Current liabilities		
a) Short-term borrowings	0.00	0.00
b) Trade payables	117.90	82.62
c) Other current liabilities	3.19	5.40
d) Short-term provisions	11.02	5.93
Sub-total : Current liabilities	132.11	93.95
TOTAL - EQUITY AND LIABILITIES	1423.38	1415.93
B.ASSETS		
Non-current assets		
a) Fixed Assets	1078.53	1076.34
b) Deferred Tax assets (net)	116.29	116.29
c) Long-term Loans and advances	63.69	59.41
d) Other non-current assets	19.36	19.36
Sub-total : Non-current assets	1277.87	1271.40
Current assets		
a) Current investments	-	-
b) Inventories	95.49	95.49
c) Trade receivables	0.00	0.00
d) Cash and Bank balances	4.12	3.27
e) Short term loans and advances	-	-
f) Other current assets	45.90	45.77
Sub-total : Current assets	145.51	144.53
TOTAL - ASSETS	1423.38	1415.93

GEM SPINNERS INDIA LIMITED

Registered Office : No.14, Mangalam Village,
Maduranthagam Taluk, Kancheepuram District.

CIN: L17111TN1990PLC019791

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Management and Administration) Rules, 2014, (the "Rules") that the Special Resolution appended below is proposed to be passed by the Shareholders by way of Postal Ballot / e- Voting. The explanatory statement pertaining to the said resolution setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Form (the "Form").

In compliance with Clause 44 SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 and provisions of Section 110 of the Act, read with the Rules, the Company is pleased to extend e-Voting facility as an alternative; to enable the Shareholders to cast their votes electronically instead of through Form.

PROPOSED RESOLUTION: To consider and if thought fit, to pass the following Resolution, with or without modification as an Special Resolution:

"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.

1. 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)"

Place: Chennai
Date : 11.11.2016

By Order of the Board
For GEM SPINNERS INDIA LIMITED
SD/-
R.VEERAMANI
MANAGING DIRECTOR

Annexure to Notice – Explanatory Statement Pursuant to Section 102(1) of the Companies Act 2013, read with Section 110 of the Companies Act 2013.

The Board of Directors are of the opinion that the Company shall dispose off non-productive assets of the Company to augment long term resources for meeting the settlement of remaining workers and other dues as also to facilitate and smoothen the trading activities situated mentioned below

1. 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.

Under Section 180(1)(a) of the Companies Act, 2013 and Postal Ballot Rules, 204 the consent of the Company by a Resolution is required for sale of undertaking and hence this resolution, to equip the Board to achieve this objective, is put up for the consideration of the Members through Postal Ballot.

All the documents relating to Registered Valuers Report are available for inspection during business hours on all working days till the declaration of results at the Registered Office.

The Board recommends the Resolution set out at Item No.1 of the Draft Notice placed before you for approval.

None of the Directors / Key Managerial Personnel of the Company and their relatives are concerned or interested in the Resolutions, except to the extent of their respective interest as shareholders of the Company.

Date : 11.11.2016
Place : Chennai

By order of the Board
For Gem Spinners India Ltd

R.Veeramani
Managing Director