

NITIN GUPTA

Company Secretary in Whole-Time Practice

CONSOLIDATED SCRUTINIZER'S REPORT

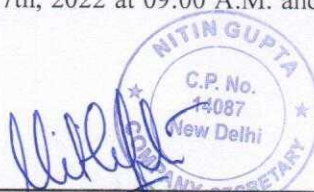
To
The Chairman
37th Annual General Meeting of the Shareholders of
Sonal Mercantile Limited
365, Vardhman Plaza, III Floor,
Sector-3, Rohini New Delhi – 110085

Held on 30th September, 2022 at 11:00 A.M. through VC/OAVM

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and Voting through electronic means ("e-voting") at the 37th Annual General Meeting ("AGM") of the members of Sonal Mercantile Limited ("the Company") held on Friday 30th day of September, 2022 at 11:00 A.M. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM").

Dear Sir,

1. I, Nitin Gupta, Proprietor of Nitin Gupta & Associates, Practising Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of Sonal Mercantile Limited ("the Company") for the purpose of scrutinizing the voting through:
 - (i) remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015; and
 - (ii) electronic voting ("e-voting") at the meetingon the resolutions contained in the Notice of the 37th AGM of the members of the Company, held on Thursday, 30th September, 2022 at 11:00 A.M. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM").
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to remote e-voting and voting through electronic means ("e-voting") on the resolutions contained in the Notice of the 37th AGM of the members of the Company. My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the AGM) is restricted to preparing a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice of AGM, based on the reports generated from the remote e-voting system as well as e-voting system provided by National Securities Depository Limited (NSDL).
3. The Company made arrangements with National Securities Depository Limited (NSDL) for providing a system of voting by the shareholders electronically through remote e-voting and e-voting at the Meeting.
4. The shareholders of the Company holding shares as on the "cut off" date i.e. 23rd September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.
5. The remote e-voting remained open from September 27th, 2022 at 09:00 A.M. and ended on September 29th, 2022 at 05:00 P.M.



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6. After the conclusion of e-voting at the AGM, first downloaded the votes cast at the AGM. There after the votes cast under remote e-voting process were unblocked by me in the presence of two witnesses, Ms. Nancy Kesari D/o Sh. Sunil Gupta R/o A-177, Ground Floor, Sector-15, Noida-201301, Uttar Pradesh and Mr. Rohit Sharma S/o Sh. Omdutt Sharma R/o H.No. 134/A, Nasratpura, Ghaziabad, UP- 201001 who were not in the employment of the Company and the e-voting results were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com

7. As requested by the management, I submit herewith Consolidated Scrutinizers' Report on the results of remote e-voting and e-voting as under:-

Item No. of Notice	Means of Voting	Total Votes	Invalid Votes	Valid Votes	Total Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Item No. 1: To receive, consider and adopt the Audited Financial Statements (Standalone as well as Consolidated) of the Company for the year ended March 31, 2022, along with the reports of the Board of Directors and the Auditors thereon.	Remote E-voting	11491785	0	11491785	11491770	99.99%	15	0
	E-voting at the meeting	630	0	630	0	0	630	0.01%
	Total	11492415	0	11492415	11491770	99.99%	645	0.01%
Item No. 2: To appoint a Director in place of Mr. Rajan Goyal (DIN: 02600825) who retires by rotation & being eligible offers himself for reappointment as a Director of the Company.	Remote E-voting	7819389	0	7819389	7819374	99.99%	15	0
	E-voting at the meeting	630	0	630	0	0	630	0.01%
	Total	7820019	0	7820019	7819374	99.99%	645	0.01%
Item No. 3: Appointment of Statutory Auditor To appoint Statutory Auditors, M/s. Ajay Rattan & Co. Chartered Accountants in place of M/s. V.N. Purohit & Co. Chartered Accountants, who retire at the ensuing Annual General Meeting and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary	Remote E-voting	11491785	0	11491785	11491770	99.99%	15	0
	E-voting at the meeting	630	0	630	0	0	630	0.01%
	Total	11492415	0	11492415	11491770	99.99%	645	0.01%



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Resolution.								
Item No. 4: Approval of Material Related Party Transaction	Remote E-voting	4173754	0	4173754	4173739	99.98%	15	0
	E-voting at the meeting	630	0	630	0	0	630	0.02%
	Total	4174384	0	4174384	4173739	99.98%	645	0.02%
Item No. 5: Approval of Material Related Party Transaction	Remote E-voting	4173754	0	4173754	4173739	99.98%	15	0
	E-voting at the meeting	630	0	630	0	0	630	0.02%
	Total	4174384	0	4174384	4173739	99.98%	645	0.02%

8. The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Company Secretary/ Director for preserving safely after the Chairman or his Authorized Representative considers, approves and signs the minutes of AGM.

9. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of NSDL


C.P. No. 14087
New Delhi
SECRETARY

NITIN GUPTA

Practising Company Secretary

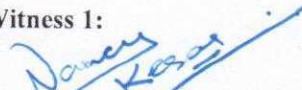
M. No.: A35299 C.P. No.: 14087

UDIN: A035299D001091112


Place: New Delhi

Date: 30-09-2022

Witness 1:


Nancy Kesari
D/o: Sh. Sunil Gupta
R/o: A-177, Ground Floor,
Sector-15, Noida, U.P.-201301

Witness 2:


Rohit Sharma
S/o: Sh. Omdutt Sharma
R/o: H.No. 134/A, Nasratpura
Ghaziabad, UP- 201001

Counter Signed by

For Sonal Mercantile Limited

(Akshay Khare)

Company Secretary

M. No. A56916