

CONSOLIDATED SCRUTINISER'S REPORT (E-VOTING & POLL)

REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS OF M/S SONAL MERCANTILE LIMITED AT THEIR 34TH ANNUAL GENERAL MEETING HELD ON 12.07.2019 AT 372, VARDHMAN PLAZA, IIIRD FLOOR, SECTOR 3, ROHINI, DELHI

34TH Annual General Meeting of the Shareholders has been held on Friday 12th day of July, 2019 at 02:00 PM, at 372, Vardhman Plaza, IIIRD Floor, Sector 3, Rohini, New Delhi for the purposes of considering and, if thought fit, approving, with or without modification(s), the resolutions embodied in the 34th AGM Notice of M/s SONAL MERCANTILE LIMITED dated 12th June, 2019.

The undersigned **Mrs. Rachna Bhasin, Practicing Company Secretary** was appointed as the scrutinizer, by the board of directors of **M/S SONAL MERCANTILE LIMITED** at their meeting held on 12.06.2019. The result of the poll & e-voting conducted for the Annual General Meeting is as under:-

Resolution No.	I
Nature of Resolution	Ordinary Resolution

1. Subject Matter: Adoption of Financial Statements for the year ended 31.03.2019

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	128	66,72,594 (99.99%)	NIL	NIL	NIL
By E- Voting	8	93 (0.001%)	NIL	NIL	NIL
Consolidated Votes	136	66,72,687 (100%)	NIL	NIL	NIL



Resolution No. 2

Nature of Resolution Ordinary Resolution

2. Subject: Re-appointment of Mr. Rajan Goyal as Director, liable to Retire by Rotation

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	128	66,72,594 (99.99%)	NIL	NIL	NIL
By E- Voting	8	93 (0.001%)	NIL	NIL	NIL
Consolidated Votes	136	66,72,687 (100%)	NIL	NIL	NIL

Resolution No. 3

Nature of Resolution Ordinary Resolution

3. Subject Matter: Re-appointment of Statutory Auditors

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. of Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	128	66,72,594 (99.99%)	NIL	NIL	NIL
By E- Voting	8	93 (0.001%)	NIL	NIL	NIL
Consolidated Votes	136	66,72,687 (100%)	NIL	NIL	NIL



General Information about Company	
Company Name	
CIN	
Registered Office	
Director	
Chairman	
Member	
Observer	
Other	

Resolution Details	
Resolution No.	
Resolution Title	
Resolution Type	
Resolution Status	
Resolution Date	

Voting Results	
By Poll	
By E- Voting	
Consolidated Votes	
Invalid Poll	

Resolution Details	
Resolution No.	
Resolution Title	
Resolution Type	
Resolution Status	
Resolution Date	

Details of Shareholder	
Shareholder Name	
Shareholder Address	
Shareholder Contact	

Resolution Details	
Resolution No.	
Resolution Title	
Resolution Type	
Resolution Status	
Resolution Date	

Details of Shareholder	
Shareholder Name	
Shareholder Address	
Shareholder Contact	

Resolution Details	
Resolution No.	
Resolution Title	
Resolution Type	
Resolution Status	
Resolution Date	

Details of Shareholder	
Shareholder Name	
Shareholder Address	
Shareholder Contact	

Resolution Details	
Resolution No.	
Resolution Title	
Resolution Type	
Resolution Status	
Resolution Date	

Details of Shareholder	
Shareholder Name	
Shareholder Address	
Shareholder Contact	

Resolution Details	
Resolution No.	
Resolution Title	
Resolution Type	
Resolution Status	
Resolution Date	

Details of Shareholder	
Shareholder Name	
Shareholder Address	
Shareholder Contact	

(ii) Voted in **against** of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

Thanking You,



Place: New Delhi
Date: 13th July, 2019

Witness-1

Kiran
R2N-259, Nihal
Vihar Nangla
Delhi-110041

Witness-2
Vedika Singh
A-255, Badli Vihar
Kirti Sufangan Nagan
Delhi - 110086

Resolution No. 4

Nature of Resolution Special Resolution

4. Subject Matter: Re-classification of Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category.'

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	128	66,72,594 (99.99%)	NIL	NIL	NIL
By E- Voting	8	93 (0.001%)	NIL	NIL	NIL
Consolidated Votes	136	66,72,687 (100%)	NIL	NIL	NIL

Resolution No. 5

Nature of Resolution Ordinary Resolution

5. Subject Matter: Regularization of additional Independent Director, Mr. Deepak as Non-Executive Independent Director on the Board of the Company

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes
	No. Shareholders	Number of shares with %	No. Of Shareholders	Number of shares with %	
By Poll	128	66,72,594 (99.99%)	NIL	NIL	NIL
By E- Voting	8	93 (0.001%)	NIL	NIL	NIL
Consolidated Votes	136	66,72,687 (100%)	NIL	NIL	NIL

Based on the abovementioned details, the Resolution No. 1-5 were passed at Annual General Meeting of the company.

Thanking You,

Yours faithfully


Rachna Bhasin
Company Secretary
Membership No.: 2333
C.P. No.: 12952

Dated: 13/07/2019
Place: New Delhi



(ii) Voted in against of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

Item No. 4 of the notice:

Special Business

4. Re-classification of Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category'

(i) Voted in favor of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
08	93	100%

(ii) Voted in against of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

Item No. 5 of the notice:

Special Business

5. Regularization of additional Independent Director, Mr. Deepak as Non-Executive, Independent Director on the Board of the Company

(i) Voted in favor of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
08	93	100%



(i) Voted in favor of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
08	93	100%

(ii) Voted in against of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

Item No. 2 of the notice

Ordinary Business

2. Re-appointment of Mr. Rajan Goyal as Director, liable to Retire by Rotation

(i) Voted in favor of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
08	93	100%

(ii) Voted in against of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	Remarks
Nil	Nil	Nil

Item No. 3 of the notice

Ordinary Business

3. Re-appointment of Statutory Auditors

(i) Voted in favor of the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
08	93	100%

RACHNA BHASIN
PRACTISING COMPANY SECRETARY

M-3/21, FIRST FLOOR, MODEL TOWN,
PHASE - III, NEW DELHI - 110 009
E-MAIL : rcbhasin@gmail.com
MOBILE : 997162919

FORM No. MGT - 13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
M/s SONAL MERCANTILE LIMITED
372, Vardhman Plaza
IIIrd Floor
Sector-3, Rohini,
New Delhi-110085

Subject: For the 34TH Annual General Meeting of the Equity Shareholders of the Company, held on Friday 12th day of July, 2019 at 02.00 PM at 372, Vardhman Plaza, IIIrd Floor, Sector-3, Rohini, New Delhi-110 085.

Dear Sir,

I, **Rachna Bhasin**, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of **SONAL MERCANTILE LIMITED** for the purpose of scrutinizing the poll and ascertaining the requisite majority on poll as per provision of section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereunder for their 34TH Annual General Meeting.

1. After the time fixed for closing of the poll by the Chairman, ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.



3 The poll papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.

4. The result of the Poll is as under:

(a) Resolution No. 1

Adoption of Financial Statements for the year ended 31.03.2019

(i) Voted in favour of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
128	66,72,594	100%

(ii) Voted against the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(b) Resolution No. 2

Re-appointment of Mr. Rajan Goyal as Director, liable to Retire by Rotation



M-3121, FIRST FLOOR, MODEL TOWN,
PHASE III, NEW DELHI - 110 009
E-MAIL : crachna@gmail.com
MOBILE : 9971053939

Report of Scrutinizer (E-Voting)

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 34th Annual General Meeting of the Equity Shareholders of M/s SONAL MERCANTILE LIMITED (the Company) held on Friday 12th day of July, 2019 at 02.00 PM at 372, Vardhman Plaza, III rd Floor, Sector-3, Rohini, New Delhi – 110 085.

Dear Sir,

I, **RACHNA BHASIN, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting as per provision of section 108 of the Companies Act 2013 read with rule 20 of the Companies (Management and Administration) rules, 2014 for Annual General Meeting held on Friday 12th day of July, 2019 at 02.00 PM at 372, Vardhman Plaza, IIIRD Floor, Sector-3, Rohini, New Delhi – 110 085.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 34th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast in favor or against the resolution stated above, based on the report generated from the e-voting system provided by **National Securities Depository Limited (NSDL)**, for the e-voting process engaged by the Company.

Further to the above, I submit my report as under:-

1. The e-voting period remained open from July 09, 2019 (10.00 am) to July 11, 2019 (05.00 pm). AGM is on 12th July 2019.
2. The Members of the Company as on the cut-off date i.e. July 05, 2019 were entitled to vote on the resolution (item No 1 to 5 set out in the notice of Annual General Meeting of the Company)
3. The Votes cast were unblocked on July 13, 2019.
4. Thereafter the details containing inter alia, list of Equity Shareholder(s), who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website

National Securities Depository Limited (NSDL)

The result of the vote's casted electronically is as under:

Item No.1 of the notice Ordinary Business

1. Adoption of Financial Statements for the year ended 31.03.2019



7. The combined results of the votes (electronic and physical) are annexed as Annexure-1 with this report.

8. All of the above mentioned resolutions have passed with requisite majority.

Thanking you,

Yours faithfully,


RACHNA BHASIN
Scrutinizer
Membership No.: 23539
C P No 12952

Place: New Delhi
Date: 13th July, 2019

Witness-1


Kiran

: P241239, Nihal Vihar
Nangloi - 110041

Witness-2


Aakash Singh

: A-255 Bahir Vihar
Kirti Sujan Nagar
Delhi - 110086

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
128	66,72,594	100%

(ii) Voted against the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(c) Resolution No. 3

Re-appointment of Statutory Auditors

(i) Voted in favour of the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
128	66,72,594	100%

ii) Voted against the resolution:

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(d) Resolution No. 4

Re-classification of Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category'

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
128	66,72,594	100%

(ii) Voted against the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(e) Resolution No. 5

Regularization of additional Independent Director, Mr. Deepak as Non-Executive, Independent Director on the Board of the Company

(i) Voted in favour of the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
128	66,72,594	100%

(ii) Voted against the resolution :

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

(iii) Invalid Votes

Number of members present and voting (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted by them
Nil	Nil	Nil

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The Poll Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Annual General Meeting.

