

NITIN GUPTA

Company Secretary in Whole-Time Practice

CONSOLIDATED SCRUTINIZER'S REPORT

To

The Chairman

35th Annual General Meeting of the Shareholders of
Sonal Mercantile Limited

365, Vardhman Plaza, III Floor,

Sector-3, Rohini New Delhi - 110085

Held on 16th October, 2020 at 02:00 P.M. through VC/OAVM

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and Voting through electronic means ("e-voting") at the 35th Annual General Meeting ("AGM") of the members of Sonal Mercantile Limited ("the Company") held on Friday 16th day of October, 2020 at 02:00 P.M. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM").

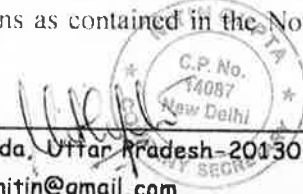
Dear Sir,

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 35th AGM of the members of the Company, held on Friday, 16th of October, 2020 at 02:00 P.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 35th 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. 09th October, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

Page 1 of 3

Address: A-177, Ground Floor, A Block, Sector-15, Noida, Uttar Pradesh-201301

Mobile: +91 783 883 6544, Email: csguptanitin@gmail.com

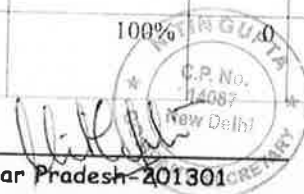


NITIN GUPTA

Company Secretary in Whole-Time Practice

5. The remote e-voting remained open from 13th October, 2020 (9:00 a.m. IST) to 15th October, 2020 (5:00 p.m. IST).
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 Ms. Priyanka D/o Sh. Rajesh Kumar R/o C-2- 250, 1st Floor, Janakpuri, New Delhi-110058 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, 2020, along with the reports of the Board of Directors and the Auditors thereon.	Remote E-voting	8141850	0	8141850	8141850	100%	0	0
	E-voting at the meeting	30142	0	30142	30142	100%	0	0
	Total	8171992	0	8171992	8171992	100%	0	0
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	8141850	0	8141850	8141850	100%	0	0
	E-voting at the meeting	30142	0	30142	30142	100%	0	0
	Total	8171992	0	8171992	8171992	100%	0	0
Item No. 3: Regularization of Additional Independent Director, Mrs. Rati Goswami as Non-Executive, Independent Director on the Board of the Company. (As an Ordinary Resolution)	Remote E-voting	8141850	0	8141850	8141850	100%	0	0
	E-voting at the meeting	30142	0	30142	30142	100%	0	0
	Total	8171992	0	8171992	8171992	100%	0	0
Item No. 4: Regularization of additional	Remote E-voting	8141850	0	8141850	8141850	100%	0	0



NITIN GUPTA

Company Secretary in Whole-Time Practice

Independent Director, Mr. Munish Kumar Garg as Non- Executive, Independent Director on the Board of the Company (As an Ordinary Resolution)	E-voting at the meeting	30142	0	30142	30142	100%	0	0
	Total	8171992	0	8171992	8171992	100%	0	0
Item No. 5: Regularization of additional Independent Director, Mr. Pardeep Kumar as Non-Executive, Independent Director on the Board of the Company (As an Ordinary Resolution)	Remote E-voting	8141850	0	8141850	8141850	100%	0	0
	E-voting at the meeting	30142	0	30142	30142	100%	0	0
	Total	8171992	0	8171992	8171992	100%	0	0

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.



NITIN GUPTA

Practising Company Secretary

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

Place: New Delhi

Date: 16-10-2020

Witness 1:

Nancy Kesari

Nancy Kesari

D/o: Sh. Sunil Gupta

R/o: A-177, Ground Floor,

Sector-15, Noida, U.P.-201301

Witness 2:

Priyanka

Priyanka

D/o: Sh. Rajesh Kumar

R/o: C-2- 250, 1st Floor,

Janakpuri, New Delhi-110058

**Counter Signed by
For Sonal Mercantile Limited**

Kush Mishra

(Kush Mishra)

Company Secretary

M. No. A62001

