

# ADARSH MERCANTILE LIMITED

CIN: L51109WB1992PLC055082

Regd Office: 8A & 8B, Satyam Towers, 3, Alipore Road, Kolkata – 700027

Telephone: 033-2479-1951/52 Tele fax: 2479-1952

Email: [adarshmercantile@gmail.com](mailto:adarshmercantile@gmail.com) Website: [www.adarshmercantile.in](http://www.adarshmercantile.in)

23.09.2016

**The Secretary,**  
BSE limited  
25, P J Towers  
Dalal Street  
**Mumbai - 400 001**

**Ref : Scrip Code No.-538563**

Dear Sir,

**Reg : Outcome of Annual General Meeting.**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section-108 of the Companies Act, 2013 read with Rule-20 of Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (voting results) of Annual General Meeting of the Company for the financial year 2015-16 held on 23<sup>rd</sup> September, 2016
2. Consolidated report issued by the Scrutinizer on e-voting and voting by ballot papers at the venue of the Annual General Meeting.

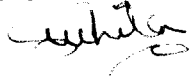
You may accordingly display the results on website of your exchange.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

**For Adarsh Mercantile Limited**



**Suchita Chhawchharia**  
**Director**  
**00044063**

**Encl: As above**

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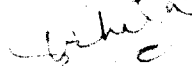
## OUTCOME OF ANNUAL GENERAL MEETING

Date of the AGM	Friday, 23 <sup>rd</sup> September, 2016
Total number of shareholders on record date	527
<b>No. of shareholders present in the meeting either in person or through proxy :</b>	12
Promoters and Promoter Group :	3
Public :	9
<b>No. of shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group :	NA
Public :	NA

**Agenda No 1:** To receive, consider and adopt the Financial Statement of the Company and Consolidated Financial Statement including Audited Balance Sheets as at 31st March, 2016, Audited Profit & Loss Accounts and the Cash Flow statements for the year ended as on that date together with Report of Directors' and Auditors' thereon.

Resolution required : (Ordinary/Special) :						Ordinary		
Whether promoter / promoter group are interested in the agenda/ resolution?						No		
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1553205	1553205	100%	1553205	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		1553205	100%	1553205	NIL	100%	NIL
Public Institution	E-Voting	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll							
	Postal Ballot (If applicable)							
	Total							

Adarsh Mercantile Limited



Director

# ADARSH MERCANTILE LIMITED

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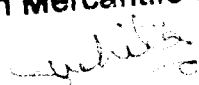
Public-Non-Institution	E-Voting	2121795	1535625	72.37%	1535625	NIL	72.37%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		56500	2.67%	56500	NIL	2.67%	NIL
	Total		2121795	1592125	75.04%	1592125	NIL	NIL
Total		3675000	3145330	85.58%	3145330	NIL	85.58%	NIL

Result: Passed unanimously

**Agenda No 2:** To appoint a Director in place of Mrs. Suchita Chhawchharia (DIN : 00044063), who retires by rotation and being eligible offers herself for re-appointment.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							Yes	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6) = [(4)/(2)] * 100	% of Votes against on Votes Polled (7) = [(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	1553205	1553205	100%	1553205	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		1553205	1553205	100%	1553205	100%	NIL
Public Institution	E-Voting	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll							
	Postal Ballot (If applicable)							
	Total							
Public-Non-	E-Voting	2121795	1535625	72.37%	1535625	NIL	72.37%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL

Adarsh Mercantile Limited



Director

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Institution	Postal Ballot (If applicable)		56500	2.67%	56500	NIL	2.67%	NIL
	Total	2121795	1592125	75.04%	1592125	NIL	75.04%	NIL
Total		3675000	3145330	85.58%	3145330	NIL	85.58%	NIL

**Result: Passed unanimously**

**Agenda No 3** To ratify the appointment of M/s. Ray & Co., Chartered Accountants as the Statutory Auditors of the Company until the conclusion of the next AGM and authorize the Board to fix their remuneration.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1553205	1553205	100%	1553205	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		1553205	100%	1553205	NIL	100%	NIL
Public Institution	E-Voting	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll							
	Postal Ballot (If applicable)							
	Total							
Public-Non-Institution	E-Voting	2121795	1535625	72.37%	1535625	NIL	72.37%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot		56500	2.67%	56500	NIL	2.67%	NIL
	Total							

Adarsh Mercantile Limited

Director

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	(If applicable)							
	Total	2121795	1592125	75.04%	1592125	NIL	75.04%	NIL
Total		3675000	3145330	85.58%	3145330	NIL	85.58%	NIL

**Result: Passed unanimously**

**Agenda No 4:** To appoint Mr. Aritra Basu as a Director.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)] *100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1553205	1553205	100%	1553205	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total	1553205	1553205	100%	1553205	NIL	100%	NIL
Public Institution	E-Voting	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll							
	Postal Ballot (If applicable)							
	Total	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institution	E-Voting	2121795	1535625	72.37%	1535625	NIL	72.37%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		56500	2.67%	56500	NIL	2.67%	NIL
	Total	2121795	1592125	75.04%	1592125	NIL	75.04%	NIL
Total		3675000	3145330	85.58%	3145330	NIL	85.58%	NIL

Adarsh Mercantile Limited  
  
 Director

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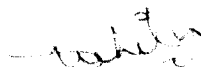
**Result: Passed unanimously**

**Agenda No 5:** To appoint Mr. Manish Khaitan as an Independent Director

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1553205	1553205	100%	1553205	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total	1553205	1553205	100%	1553205	NIL	100%	NIL
Public Institution	E-Voting	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll							
	Postal Ballot (If applicable)							
	Total	NIL	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institution	E-Voting	2121795	1535625	72.37%	1535625	NIL	72.37%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		56500	2.67%	56500	NIL	2.67%	NIL
	Total	2121795	1592125	75.04%	1592125	NIL	75.04%	NIL
Total		3675000	3145330	85.58%	3145330	NIL	85.58%	NIL

**Result: Passed unanimously**

**Adarsh Mercantile Limited**



**Director**

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You may accordingly declare the results and display the same on the website of the Company.

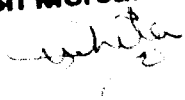
Please acknowledge the receipt.

Thanking You,

Yours faithfully,

**For Adarsh Mercantile Limited**

**Adarsh Mercantile Limited**



**Director**

**Suchita Chhawchharia**

**Director**

**00044063**

### **Scrutinizer's Report**

**[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]**

**The Chairman,**  
**M/s. Adarsh Mercantile Limited**  
8A & 8B, Satyam Towers,  
3, Alipore Road,  
**Kolkata – 700 027**

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of M/s. Adarsh Mercantile Limited. (the Company) as a scrutinizer as per the provisions of Section 108 /109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting & voting carried out by means of Ballot papers at the venue of the Annual General Meeting of the Company and ascertaining the requisite majority on voting carried out on the resolutions contained in the notice to the Annual General Meeting (AGM) of the members of the Company, held on the 23<sup>rd</sup> day of September, 2016 at 8A & 8B, Satyam Towers, 3, Alipore Road, Kolkata – 700027.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means & ballot paper on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company and voting conducted by means of Ballot Papers at the venue of the Annual General Meeting.
2. Further to the above, I submit my report as under:-
  - i) The remote e-voting period remained open from Tuesday, the 20<sup>th</sup> September, 2016 (9.00 A.M.) to Thursday, the 22<sup>nd</sup> September, 2016 (5.00 P.M.).
  - ii) The members of the Company as on the "cut-off" date i.e. 16<sup>th</sup> September, 2016 were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the AGM of the Company).

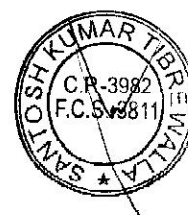


- iii) The facility of Ballot voting was provided at the venue of the AGM only to those members present who had not casted their votes by remote e-voting.
- iv) The ballot box kept for voting by means of ballot paper was locked in my presence.
- v) On conclusion of the Voting at the venue of the AGM held on 23<sup>rd</sup> September, 2016, the votes casted through Ballot Papers were duly scrutinized by opening the ballot box in my presence. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
- vi) I did not find any ballot papers invalid.
- vii) Thereafter, votes casted through remote e-voting were unblocked on 17<sup>th</sup> September, 2016 in the presence of 2 witnesses, Ms. Richa Shaw and Ms. Arpita Dey, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Richa Shaw  
Name: Richa Shaw

Arpita Dey  
Name: Arpita Dey

- viii) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL), i.e. <https://www.evotingindia.com>.
- ix) Based on such reports generated from the website of CDSL and the votes casted through the Ballot Papers at the venue of the AGM, the result of the e-voting stands as under:



**Item No. 1:-**

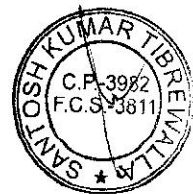
- 1. Ordinary Resolution:** To receive, consider and adopt the Financial Statement of the Company and Consolidated Financial Statement including Audited Balance Sheets as at 31<sup>st</sup> March, 2016, Audited Profit & Loss Accounts and the Cash Flow statements for the year ended as on that date together with Report of Directors' and Auditors' thereon.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	54	3088830	5	56500	59	3145330	100%
Votes against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 2 :-**

- Ordinary Resolution :** To appoint a Director in place of Mrs. Suchita Chhawchharia (DIN : 00044063), who retires by rotation and being eligible offers herself for re-appointment.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	54	3088830	5	56500	59	3145330	100%
Votes against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No. 3:-**

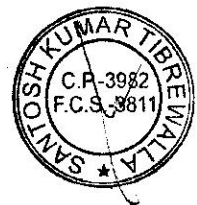
**Ordinary Resolution :** To ratify the appointment of M/s. Ray & Co., Chartered Accountants as the Statutory Auditors of the Company until the conclusion of the next AGM and authorize the Board to fix their remuneration.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	54	3088830	5	56500	59	3145330	100%
Votes against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 4:-**

**Ordinary Resolution :** To appoint Mr. Aritra Basu ( DIN : 06779222) as a Director

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	54	3088830	5	56500	59	3145330	100%
Votes against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil



**Item No. 5:-**

**Ordinary Resolution :** To appoint Mr. Manish Khaitan (DIN : 07136784) as an Independent Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	54	3088830	5	56500	59	3145330	100%
Votes against the resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil

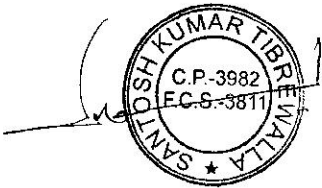
- x) The ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

You may accordingly declare the results and display the same on the website of the Company.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,



**SANTOSH KUMAR TIBREWALLA**  
Scrutinizer

**Place : Kolkata**  
**Date : 23.09.2016**