MERCATOR
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December 01, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 526235

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.
Scrip Code: MERCATOR

Dear Sir(s),

Sub: Intimation of 37th Annual General Meeting of the Company to be held on Friday, December 24, 2021 and Book Closure.

With reference to the above captioned subject, we wish to inform you that the 37th Annual General Meeting ("AGM") of the Company will be held on Friday, December 24, 2021 at 11:30 AM through video conferencing/other audio visual means (VC/OAVM) to transact the Ordinary and Special Businesses as set out in the Notice convening the 37th AGM, dated August 12, 2021. A copy of the Notice of 37th Annual General Meeting is attached with this letter.

Further, pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed for the purpose of AGM. Intimation of book closure in prescribed format is as below:

Scrip Code	Type of Security	Book Closure		Record date	Purpose
		From	To		
526235	Equity	Saturday, December 18, 2021	Friday, December 24, 2021	N.A.	Annual General Meeting
		(both days inclusive)			

Kindly take the same on your records.

Thanking You,

Yours faithfully,

For **Mercator Limited**

RAJENDRA KUMAR KOTHARI

Digitally signed by RAJENDRA KUMAR KOTHARI
DN: c=IN, o=Personal, pseudonym=f16721dabda95a498fd79247ba434da501b973c443b66bed3afcfa13ef929a18, postalCode=400104, st=MAHARASHTRA, serialNumber=93bf16a165301e2c237f8b3779edc07626 1faa1290703cc05c29cd5d39ecc94b, cn=RAJENDRA KUMAR KOTHARI
Date: 2021.12.01 17:35:15 +05'30'

Rajendra Kothari
Chief Financial Officer & Compliance Officer

Encl.: A/a

(Mercator Limited is under Corporate Insolvency Resolution Process vide Hon'ble National Company Law Tribunal, Mumbai Bench order dated February 08, 2021, in terms of the provisions of Insolvency and Bankruptcy Code, 2016 ('IBC') and the regulations framed thereunder. Pursuant to the said order and the provisions of IBC, the powers of the Board of Directors have been suspended and such powers are vested in Mr. Girish Siriram Juneja, in the capacity of Resolution Professional.)

Notice

NOTICE is hereby given that the Thirty Seventh (37th) Annual General Meeting ("AGM") of the members of Mercator Limited will be held on Friday, December 24, 2021, at 11:30 A.M. IST through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), to transact the following business. The deemed venue of the meeting shall be the registered office of the Company situated at 83-87, 8th Floor, Mittal Tower, B-wing, Nariman Point, Mumbai - 400021.

Background:

The members are hereby intimated that in accordance with an application made by ICICI Bank, Financial Creditor of the Company, the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its order dated February 08, 2021 in Company Petition No. (IB) 4404/MB/2019 ("Insolvency Commencement Order") in the matter of ICICI Bank Ltd. V. Mercator Ltd & Anr., has initiated Corporate Insolvency Resolution Process ("CIRP") against Mercator Limited, Corporate Debtor ("the Company") under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Mr. Girish Siriram Juneja, having Registration No. IBBI/IPA-001/IP-P00999/2017-2018/11646 who had been appointed as Interim Resolution Professional was subsequently confirmed as Resolution Professional ("RP") to manage the affairs of the Company in accordance with the provisions of the Code. Further, in consonance with the stipulation contained in Section 17 of the Code, the powers of the Board of Directors of the Company stand suspended with effect from CIRP commencement date and the same are vested in Mr. Girish Siriram Juneja, Resolution Professional.

In view hereof, this AGM is being called and convened.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company, for the year ended March 31, 2021 together with the Reports of the Board (RP & Directors) and Auditors thereon.

2. To appoint a Director in place of Mr. H. K. Mittal (DIN:00007690) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

   (Re-appointment of Mr. Mittal is a part of compliance with section 152(6) of the Companies Act, 2013. However, the powers of the Board shall continue to remain suspended during the continuance of CIRP. The tenure of directors will be subject to the terms of the Resolution Plan as may be approved by the NCLT in terms of Section 31 of the Code).

SPECIAL BUSINESS:

3. **Revision in terms of appointment of Mr. Harish Kumar Mittal, Whole time Director of the Company**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and such other approvals as may be necessary in this regard, approval of the members of the Company be and is hereby accorded for the continuation of appointment of Mr. Harish Kumar Mittal, (DIN: 00007690) Whole time Director of the Company, who has attained the age of 70 years in February 2019, till his remaining tenure ending on July 31, 2022, on the same terms of his appointment as approved by the shareholders at the 35th Annual General Meeting of the Company held on December 31, 2019.

RESOLVED FURTHER THAT the Resolution Professional/ Board of Directors, as the case may be, and/or the Chief Financial Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be required in this connection to give effect to this resolution."

For Mercator Limited
(Company under Corporate Insolvency Resolution Process)

H. K. Mittal
Whole Time Director
DIN:00007690

Taken on record by

Girish Siriram Juneja
Resolution Professional for Mercator Limited
Reg No: IBBI/IPA-001/IP-P00999/2017-2018/11646

Regd. Office:
83-87, 8th Floor, Mittal Tower,
B-wing, Nariman Point,
Mumbai - 400 021

Dated: August 12, 2021

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circulars dated January 13, 2021 read together with circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "Circulars") issued by the Securities and Exchange Board of India ("SEBI") wherein the Companies are permitted to holding the Annual General Meeting ("AGM") through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Circulars, the 37th AGM of the Company is being held through VC/OAVM. Hence, members can participate in the AGM through VC/OAVM only.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the Act, Listing Regulations and Circulars as amended from time to time, through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

3. Institutional/Corporate Shareholders (i.e. other than individuals/HUF,NRI,etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email at scrutinizer@mgconsulting.in with a copy marked to helpdesk.evoting@cdslindia.com.

4. Statement pursuant to Section 102(1) of the Act relating to item of Special Business to be transacted at the AGM is annexed hereto.

5. The relevant details pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India in respect of director seeking re-appointment at this AGM forms part of the Notice.

6. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, December 18, 2021 to Friday, December 24, 2021 (both days inclusive) for the purpose of the AGM.

7. The Register of Directors and Key Managerial Personnel and their Shareholdings, as maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested as maintained under Section 189 of the Act, and all other documents referred to in the Notice will be available for inspection in electronic mode, basis the request being sent on secretarial@mercator.co.in.

8. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

9. Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF). In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF. In the event of transfer of shares and the unclaimed dividends to IEPF, members are entitled to claim the same from IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF rules.

DISPATCH OF ANNUAL REPORT THROUGH EMAIL AND REGISTRATION OF EMAIL IDs

1. In compliance with the aforementioned Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/ Depository Participants. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.mercator.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on CDSL's website: www.evotingindia.com.

2. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email

addresses by writing to the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited at rnt.helpdesk@linkintime.co.in mentioning the Folio No. and Name of Shareholder along with scanned copy of the Share Certificate (front and back) and self-attested copy of PAN card for updation of email address. Members holding shares in dematerialized mode are requested to register / update their email addresses with their Depository Participants.

PROCEDURE FOR ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. Members will be able to attend the AGM through VC/OAVM by using their remote e-voting login credentials and selecting the EVSN for Company's AGM.

2. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system of CDSL.

3. Members are requested to join the Meeting through Laptops for better experience and will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connected via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of glitches. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. **The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis.** This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

5. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

6. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

7. As the AGM is being conducted through VC/OAVM, members are encouraged to express their views / send their queries in advance mentioning their name, DP Id and Client Id/Folio No., e-mail id, mobile number at secretarial@mercator.co.in to enable smooth conduct of proceedings at the AGM. Questions / Queries received by the Company atleast **10 days prior to meeting; i.e. December 14, 2021** on the aforementioned e-mail id shall only be considered and responded to during the AGM. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.

INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

1. The voting period begins on Tuesday, December 21, 2021, 9:00 AM onwards and ends on Thursday, December 23, 2021 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, December 17, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. Shareholders who have already voted prior to the meeting date through remote e-voting would not be entitled to vote at the meeting venue.

3. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

5. Pursuant to aforesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi/Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/ EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders:

A. The shareholders should log on to the e-voting website www.evotingindia.com.

B. Click on "Shareholders" module.

C. Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

D. Next enter the Image Verification as displayed and Click on Login.

E. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

F. If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN Dividend Bank Details OR Date of Birth (DOB)	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
	If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

2. After entering these details appropriately, click on "SUBMIT" tab.
3. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
4. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
5. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
6. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
7. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
8. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
9. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
10. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
11. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Facility for Non – Individual Shareholders and Custodians–Remote Voting:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@mercator.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, please provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

If you have any queries or issues regarding attending AGM & E-Voting from the E-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or Mr. Rakesh Dalvi (022-23058542).

GENERAL INFORMATION FOR THE SHAREHOLDERS:

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password" or "Physical User Reset Password" option available on https://www.evoting.cdsl.com/ to reset the password.
2. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Friday, December 17, 2021, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
3. The Resolution Professional, Mr. Girish Siriram Juneja, has appointed CS Mannish L. Ghia, Partner of M/s. Manish Ghia & Associates, Practicing Company Secretaries, Mumbai, to act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

   The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting and make, not later than 2 working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Resolution Professional, who shall countersign the same.
4. The result declared along with the Scrutinizer's Report shall be placed on the Company's website: www.mercator.co.in and on CDSL's website: www.evotingindia.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 3

Mr. Harish Kumar Mittal was appointed as Whole Time Director of the Company by the members at the 35th Annual General Meeting held on December 31, 2019 for a period of three years with effect from August 1, 2019 to July 31, 2022. Mr. Mittal has attained the age of 70 years on February 19, 2019. Pursuant to Section 196(3) of Companies Act, 2013, for continuation of his employment as a Whole Time Director, on the same terms of appointment as approved by members earlier in December, 2019, a Special Resolution is proposed at Item No. 3 of the Notice.

Mr. H. K. Mittal continued to be the Whole Time Director of the Company since the year 2007. Having received Masters from Indian Institute of Technology (IIT), Roorkee; he started his tryst with enterprise by forming a proprietorship firm; way back 1975, which was later converted into a limited company. This Company was primarily into the manufacturing of Sulphuric Acid and Ferric Alum. Expansion of businesses both vertically and horizontally, soon became his passion that still continues to be a major driving force backed up by more than three decades of entrepreneurial experience. Mr. Mittal acquired Mercator Ltd. in 1988 and with his vision and keen insight transformed the Company from a barging company to diversified group into Shipping, Dredging, Oil and Coal.

The Board (RP & Directors) recommends the resolution for the approval of the shareholders.

Except Mr. H. K. Mittal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

For Mercator Limited
(Company under Corporate Insolvency Resolution Process)

H. K. Mittal
Whole Time Director
DIN:00007690

Taken on record by

Girish Siriram Juneja
Resolution Professional for Mercator Limited
Reg No: IBBI/IPA-001/IP-P00999/2017-2018/11646

Regd. Office:
83-87, 8th Floor, Mittal Tower,
B-wing, Nariman Point,
Mumbai - 400 021

Dated: August 12, 2021

In pursuance of the provisions of Regulation 36(3) of the Listing Regulations and SS-2, details of Director seeking appointment/re-appointment at the ensuing AGM is as follows:

Name of the Director	Mr. Harish Kumar Mittal (DIN: 00007690)
Date of Birth	19/02/1949
Date of First Appointment on the Board	01/08/2007 (Re-appointed w.e.f. August 1, 2019)
Designation	Whole Time Director
Qualification	Masters from Indian Institute of Technology (IIT), Roorkee
Experience/Expertise in specific functional area	Overall business strategies/management
Terms and Conditions of Appointment or Re-appointment	NA
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
No. of shares held in the Company as on 31st March, 2021	1,00,74,900 (3.33%)
Directorships held in other Companies **Membership/ Chairmanship of Committees in other Companies**	• Mercator Offshore Logistics Private Limited (Formally known as Mercator Dredging Private Limited) • Mercator Oil & Gas Limited • AHM Investments Private Limited • HK Sons Realtors Private Limited • Premputli Realtors Private Limited • Sisouli Realtors Private Limited • Mac Maritime Training and Research Institute
	Nil
Relationship Between Director inter-se	Not applicable
Number of meetings of the Board attended in FY 2020-21	4 (Four)

For Mercator Limited
(Company under Corporate
Insolvency Resolution Process)

H. K. Mittal
Whole Time Director
DIN:00007690

Taken on record by

Girish Siriram Juneja
Resolution Professional for Mercator Limited
Reg No: IBBI/IPA-001/IP-P00999/2017-2018/11646

Regd. Office:
83-87, 8th Floor, Mittal Tower,
B-wing, Nariman Point,
Mumbai - 400 021

Dated: August 12, 2021