

January 7, 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

SUB: VOTING RESULTS OF THE ADJOURNED 36th ANNUAL GENERAL MEETING

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (LODR), we enclose herewith the following documents:

1. Report of Scrutinizer dated January 6, 2021 on remote e-voting and voting at the adjourned Annual General Meeting (by electronic means)
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as Annexure-A

Based on the voting results and Report of the Scrutinizer, all resolutions as set out in the Notice of the Adjourned 36th Annual General Meeting of the Company, have been duly approved and passed by the shareholders with requisite majority.

Kindly take the same on records.

Thanking you,

Yours faithfully,

For **MERCATOR LIMITED**

RAJENDR
A KUMAR
KOTHARI

Digitally signed
by RAJENDRA
KUMAR KOTHARI
Date: 2021.01.07
14:23:17 +05'30'

RAJENDRA KOTHARI
CHIEF FINANCIAL OFFICER

Encl: as above

MERCATOR LIMITED
(CIN : L63090MH1983PLC031418)



SPZ & ASSOCIATES

COMPANY SECRETARIES

Off Add : A-Wing, 202, Kolshet Rd., Dhokali Naka, Cosmos Nest, Thane (W)
PIN-400607, MB-9373059147, 9960062228, E id : cssunilzore@gmail.com

SCRUTINIZER REPORT

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

To,
The Chairman
36th Annual General Meeting
MERCATOR LIMITED (The "Company")
(CIN- L63090MH1983PLC031418)
Regd. Office: 83-87, 8th Floor,
Mittal Tower, B-wing,
Nariman Point,
Mumbai - 400 021, India

Dear Sir,

I, Sunil Purushottam Zore (Certificate of Practice No : 11837), a Company Secretary in practice, has been appointed by the Board of Directors of MERCATOR LIMITED ("The Company") as a scrutinizer for the purpose of Scrutinizing the remote e-voting process along with e-voting during the AGM (instapoll) and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 36th Annual General Meeting (AGM) of the members of the Company.

The 36th AGM of the members of the Company which was scheduled on 29th December, 2020 at 3.00 p.m. (IST) through VC/OAVM has been adjourned for want of requisite quorum. Pursuant to Section 103(2)(a) of the Companies Act, 2013, the 36th AGM of the Company further held in next week i.e. on Tuesday, 5th January, 2021 at 3.00 p.m. (IST) through VC/OAVM at Registered office of the Company (the deemed venue)

The notice dated 12th day of November, 2020 convening the 36th AGM of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013, was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.

Nagpur Office : Block 98, Wing III, Rajat Sankul, Ganesh Peth, Nagpur-400018





SPZ & ASSOCIATES
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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 to the 36th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and instapoll is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by Central Depository Services (India) Limited (CDSL) the authorized agency engaged by the Company, to provide facilities for remote e-voting and e-voting during the AGM(instapoll).

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

- i. The remote e-voting commenced on Saturday, December 26, 2020 (9:00 A.M. IST) and ended on Monday, December 28, 2020 (5:00 P.M. IST)
- ii. The members who were on record of the Company as on the "cut-off date" i.e. Monday, December 21, 2020 (End of Day) entitled to vote on the resolutions as set out in the notice of the 36th AGM of the Company.
- iii. The votes cast via remote e-voting were blocked on Monday, December 28, 2020 (5:00 P.M. IST) immediately after completion of voting hours.
- iv. The facility for e-voting during AGM (instapoll) was provided at the 36th AGM (Adjourned) on Monday 5th day of January, 2021 for those members who attended the meeting but not voted through remote e-voting facility, and such e-voting was unblocked, after completion of such voting, in the presence of 2 (two) witnesses, who are not in the employment of the Company.
- v. Thereafter considering remote e-voting and votes by e-voting during the AGM (instapoll), the combined result of the voting is annexed to this report as "Annexure -A". The details containing, inter alia, votes put in "for" or "against", on each of the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the portal of CDSL and is based on such reports generated.

We hereby confirm that we are maintaining the Register received from authorized agency and the Company in respect of the votes cast through e-

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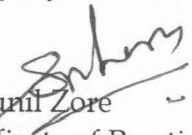
**SPZ & ASSOCIATES
COMPANY SECRETARIES**

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voting votes by e-voting during the AGM (instapoll) by the shareholders of the Company. We have shared these records to you

Thanking you
Yours Faithfully

For SPZ & Associates
Company Secretaries


CS Sunil Zore

Certificate of Practice Number : 11837

Place : Thane

Date : 06/01/2021

ICSI UDIN- A022144B001876601



Based on the Scrutinizer's Report dated 06/01/2021, I declare that the Resolutions No. 1 to 8 proposed at the 36th Annual General Meeting are passed with requisite majority.

Name -
Chairman of 36th AGM
Date -
Place - Mumbai

ANNEXURE-A																			
SCRUTINIZER REPORT																			
Item No. of Notice	Type of Resolution	Resolution Details	Type of Voting	Votes in favour of the resolution			Votes against the resolution			Votes abstain			Total Voting			Invalid votes			
				Number of members voted	Number of Votes cast by them	%age	Number of members voted	Number of votes cast by them	%age	Number of members voted	Number of votes cast by them	%age	Number of members voted	Number of Votes cast by them	% age (7+10+13)	Number of members voted	Number of votes cast by them	%age	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	
Item No. 1	Ordinary Resolution	To receive, consider and adopt a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Report of Auditors thereon.	E-voting	76	272426	99.81%	5	513	0.19%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	84	28232640	100	5	513	0	0	0	0	0	89	28233153	100	0	0	0
Item 2	Ordinary Resolution	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.	E-voting	74	262799	96.28%	7	10140	3.72%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	82	28223013	99.96%	7	10140	0.04%	0	0	0	0	89	28233153	100	0	0	0
Item 3	Special Resolution	To approve the variation in the terms of the loans to the Wholly Owned Subsidiary Company, Mercator Oil & Gas Limited	E-voting	73	264826	97.03%	8	8113	2.97%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	81	28225040	99.97%	8	8113	0.03%	0	0	0	0	89	28233153	100	0	0	0
Item 4	Special Resolution	To approve the variation in the terms of the loans to the Subsidiary Company, Mercator Petroleum Limited	E-voting	71	261326	95.75%	10	11613	4.25%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	79	28221540	99.96%	10	11613	0.04%	0	0	0	0	89	28233153	100	0	0	0
Item 5	Ordinary Resolution	To appoint Mr. Jagmohan Talan (DIN: 08890353) as a Director in the capacity of Non-Executive Independent	E-voting	74	263851	96.67%	7	9088	3.33%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	82	28224065	99.97%	7	9088	0.03%	0	0	0	0	89	28233153	100	0	0	0
Item 6	Ordinary Resolution	To appoint Ms. Ritu Vats (DIN: 08890591) as a Director in the capacity of Non-Executive Independent Director	E-voting	75	266026	97.47%	6	6913	2.53%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	83	28226240	99.98%	6	6913	0.02%	0	0	0	0	89	28233153	100	0	0	0
Item 7	Ordinary Resolution	To appoint Mr. Sukhdarshan Singh Bedi (DIN: 08889664) as a Director in the capacity of Non-Executive Independent Director	E-voting	75	266026	97.47%	6	6913	2.53%	0	0	0	81	272939	100	0	0	0	
			Instapoll	8	27960214	100%	0	0	0	0	0	0	0	8	27960214	100	0	0	0
			Total	83	28226240	99.98%	6	6913	0.02%	0	0	0	0	89	28233153	100	0	0	0

Note - E-voting means remote e-voting and Instapoll means e-voting during the AGM

