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Ref: ML/SE/2019-20/87

December 31, 2019

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 RESULT OF THE 35th 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. The voting results of the business transacted at the AGM in the prescribed format as per LODR;
2. The Consolidated Report issued by the Scrutinizer on e-voting and voting at AGM.

The voting result and consolidated report are also available on company's website www.mercator.in

Please acknowledge.

Thanking you,

Yours faithfully,

For **Mercator Limited**

Mercator Limited

Rajendra Kothari
CFO & Compliance Officer

Encl.: as above

Details of the voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	December 31, 2019
Total number of shareholders on record date	84,497
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	73
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.1 : Consider and adopt :a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Report of Auditors thereon

Resolution required: (Ordinary/ Special)	Ordinary Resolution
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of votes Invalid
Promoter and Promoter Group	E-Voting	59176400	0	0.00	0	0	0.00	0.00	-
	Poll		59176400	100.00	59176400	0	100.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**59176400**	**100.00**	**59176400**	**0**	**100.00**	**0.00**	-
Public-Institutions	E-Voting	15927437	0	0.00	0	0	0.00	0.00	-
	Poll		0	0.00	0	0	0.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	-
Public-Non Institutions	E-Voting	227355498	1932430	0.85	1932389	41	99.998	0.002	-
	Poll		646908	0.28	646908	0	100.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**2579338**	**1.13**	**2579297**	**41**	**100.00**	**0.002**	-
Total		**302459335**	**61755738**	**20.42**	**61755697**	**41**	**100.00**	**0.0001**	-



Resolution No.2 : Re-appointment of Mr. H K Mittal, Director (DIN: 00007690) retiring by rotation									
Resolution required: (Ordinary/ Special)					Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes (however not a material related party transaction)				
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of votes Invalid
Promoter and Promoter Group	E-Voting	59176400	0	0.00	0	0	0.00	0.00	-
	Poll		37982700	64.19	37982700	0	100.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**37982700**	**64.19**	**37982700**	**0**	**100.00**	**0.00**	-
Public- Institutions	E-Voting	15927437	0	0.00	0	0	0.00	0.00	-
	Poll		0	0.00	0	0	0.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	-
Public- Non Institutions	E-Voting	227355498	1932430	0.85	1932427	3	99.9998	0.0002	-
	Poll		646908	0.28	646808	100	99.98	0.015	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**2579338**	**1.13**	**2579235**	**103**	**99.9960**	**0.0040**	-
Total		**302459335**	**40562038**	**13.41**	**40561935**	**103**	**99.9997**	**0.0003**	-

Resolution No.3 : Regularization of appointment of Mr. H. K. Mittal (DIN: 00007690) as Executive Director									
Resolution required: (Ordinary/ Special)					Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes (however not a material related party transaction)				
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of votes Invalid
Promoter and Promoter Group	E-Voting	59176400	0	0.00	0	0	0.00	0.00	-
	Poll		37982700	64.19	37982700	0	100.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**37982700**	**64.19**	**37982700**	**0**	**100.00**	**0.00**	-
Public- Institutions	E-Voting	15927437	0	0.00	0	0	0.00	0.00	-
	Poll		0	0.00	0	0	0.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	-
Public- Non Institutions	E-Voting	227355498	1932430	0.85	1932427	3	99.9998	0.0002	-
	Poll		646908	0.28	646808	100	99.9845	0.0155	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		**2579338**	**1.13**	**2579235**	**103**	**99.9960**	**0.0040**	-
Total		**302459335**	**40562038**	**13.41**	**40561935**	**103**	**99.9997**	**0.0003**	-



Resolution No.4 : Regularization of appointment of Mrs. Ameeta Trehan (DIN: 07087510) as an Independent Director									
Resolution required: (Ordinary/ Special)					Ordinary Resolution				
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of votes Invalid
Promoter and Promoter Group	E-Voting	59176400	0	0.00	0	0	0.00	0.00	-
	Poll		59176400	100.00	59176400	0	100.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		59176400	100.00	59176400	0	100.00	0.00	-
Public- Institutions	E-Voting	15927437	0	0.00	0	0	0.00	0.00	-
	Poll		0	0.00	0	0	0.00	0.00	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		0	0.00	0	0	0.00	0.00	-
Public- Non Institutions	E-Voting	227355498	1932430	0.85	1932177	253	99.9869	0.0131	-
	Poll		646908	0.28	646808	100	99.9845	0.0155	-
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	-
	Total		2579338	1.13	2578985	353	99.9863	0.0137	-
Total		302459335	61755738	20.42	61755385	353	99.9994	0.0006	-

For Mercator Limited

Rajendra Kothari
CFO & Compliance Officer

Mercator Limited

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 provision of Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Chairman of Annual General Meeting.
Mercator Limited (The "Company")
(CIN-L63090MH1983PLC031418)
Regd. Office: 83-87, 8th floor, Mittal Tower, B Wing,
Nariman Point Mumbai – 400021, India

Subject: Combined Report of Scrutinizer on E-Voting & Ballot Process for passing the resolutions in the 35th Annual General Meeting of the Company held on December 31, 2019.

Dear Sir,

The Board of Directors of the Company at its meeting held on November 13, 2019 has appointed CS Sunil Zore (Certificate of Practice No. 11837) Proprietor of M/s SPZ & Associates, Company Secretaries, having office at 202, Wing "A", Cosmos Nest, Dhokali Naka, Thane (W)-400607 as Scrutinizer to conduct E-Voting & Ballot Process, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with rules of the Companies (Management & Administration) Rule, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner and ascertaining the requisite majority in E-voting and Ballot Process carried out as per the provisions of the Companies Act, 2013 to pass the resolutions as per the Notice of 35th Annual General Meeting of the Company dated November 13, 2019 (The "Notice").

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider ("Service Provider"), for extending the facility of E-voting Process to the shareholders of the Company which commenced *from Saturday, December 28, 2019 at 9:00 a.m. and ended on Monday, December 30, 2019 at 5:00 p.m.*

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted at the Annual General Meeting.

The Cut-off Date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was December 20, 2019. As on Cut-off Date, there were 84497 shareholders of the Company having 302459335 equity shares.

The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

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

At the end of the voting period on Monday, December 30, 2019 at 5:00 p.m the voting portal of the Service Provider was blocked forthwith. The votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Subodh Taywade and Mr. Sahil Shambharkar who acted as the witnesses, as prescribed in Sub Rule 3(xi) of Rule 20 of Companies (Management and Administration) Rules, 2014.

As a Scrutinizer the report of the E-Voting and Ballot Process carried out by the shareholders was duly complied, the details of which are given in Annexure "A" which is part of this report.

According to such report, *it is confirmed that all resolutions stand passed with the requisite majority.*

We hereby confirm that we are maintaining the Register received from the Service Provider and the Company in electronic and physical form, in respect of the votes cast through e-voting and through Ballot Process by the shareholders of the Company. We have handed over these records to you.

Thanking you

Yours Faithfully
For SPZ & Associates
Company Secretaries

SPZ & ASSOCIATES * COMPANY SECRETARIES * M. No. 22144

CS Sunil Zore
Certificate of Practice Number: 11837
Place: Mumbai
Date: 31/12/2019
UDIN - A022144A000549341

X
H K Mittal
Chairman of Annual General Meeting
of Mercator Limited
Place: Mumbai
Date: 31/12/2019

ANNEXURE-A

SCRUTINIZER REPORT

Item No. of Notice	Type of Resolution	Resolution Details	Type of Voting	Votes in favour of the			Votes against the resolution			Votes abstain			Total Voting			Invalid votes		
				Number of members present and voting (in person or by proxy)	Number of Votes cast by them	%age	Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age	Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age	Number of members present and voting (in person or by proxy) (5+8+11)	Number of Votes cast by them (6+9+12)	% age (7+10+13)	Number of members present and voting (in person or by proxy)	Number of votes cast by them	%age
1	2	3	4	5	6	7	8	9	10	11	12	13	11	12	13	14	15	16
Item No. 1	Ordinary Resolution	Consider and adopt : a) Audited Standalone Financial Statement, Reports of the Board of Directors and Auditors b) Audited Consolidated Financial Statement and Auditors Report	E-voting	11	1932389	99.9979	4	41	0.0021	0	0	0	15	1932430				
			Postal Ballot	43	59823308	100.000	0	0		0	0	0	43	59823308				
			Total	54	61755697	99.9999	4	41	0.0001	0	0	0	58	61755738				
Item 2	Ordinary Resolution	Re-appointment of Mr. H. K. Mittal (DIN: 00007690), retiring by rotation	E-voting	12	1932427	99.9998	3	3	0.0002	0	0	0	15	1932430				
			Postal Ballot	37	38629508	64.5727	1	100	0.0002	5	21193700	35.427	43	59823308				
			Total	49	40561935	65.6812	4	103	0.0002	5	21193700	34.319	58	61755738				
Item 3	Ordinary Resolution	Regularization of Mr. H. K. Mittal (DIN: 00007690) as Executive Chairman	E-voting	12	1932427	99.9998	3	3	0.0002	0	0	0	15	1932430				
			Postal Ballot	37	38629508	64.5727	1	100	0.0002	5	21193700	35.427	43	59823308				
			Total	49	40561935	65.6812	4	103	0.0002	5	21193700	34.319	58	61755738				
Item 4	Ordinary Resolution	Regularization of Mrs. Ameeta Trehan (DIN: 07087510) as Independent Director	E-voting	11	1932177	99.9869	4	253	0.0131	0	0	0	15	1932430				
			Postal Ballot	42	59823208	99.9998	1	100	0.0002	0	0	0	43	59823308				
			Total	53	61755385	99.9994	5	353	0.0006	0	0	0	58	61755738				

