Date: 04.02.2014

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To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

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

Re: Company Code: BSE – 526235, NSE - MERCATOR
Sub: Postal Ballot voting results as per Clause 35A

Dear Sir/Madam,

Pursuant to provisions of Section 192A of Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, Company had conducted the Postal Ballot process for seeking consent of shareholders by way of **Special Resolution** for the following matters:

(i) Authorising the Board to borrow upto a sum of Rs.5,000/- crores in accordance with the provisions of Section 180(1)(c) of the Companies Act, 2013;
(ii) Authorising the Board to create mortgage/charge on undertaking/assets of the Company to secure its borrowings in accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013; and
(iii) Issue of Securities (in equity and/or in any other form) in India and/or abroad pursuant to Section 81 (1A) of the Companies Act, 1956.

The voting through physical mode as well as electronic mode commenced on January 4, 2014 and closed on February 2, 2014. Mr. Sanjay Dholakia, Scrutinizer has submitted his report to the Company on February 4, 2014. **All the above Special Resolutions have been passed with requisite majority**

We enclose herewith details of voting results in accordance with Clause 35A of Listing Agreement.

Please acknowledge.

Thanking You

Yours Faithfully,
For **Mercator Limited**

Amruta Sant
Company Secretary

MERCATOR LIMITED
(Formerly Mercator Lines Limited)
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Voting results of the Postal Ballot in accordance with Clause 35A of Listing Agreement

Date of declaration of result of Postal Ballot	04.02.2014
Total number of shareholders on record date (December 20, 2013)	97,024
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable being Postal Ballot
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not applicable being Postal Ballot

Details of the Agenda and Voting results:

Sr. No.	Resolution	Type of Resolution	Mode of Voting
1.	Under Section 180 (1)(c) of the Companies Act, 2013; authorising the Board of Directors of the Company to borrow and raise money from time to time, upto Rs.50,00,00,00,000/- (Rupees Five Thousand Crores only), as per details given in the resolution.	Special Resolution	Postal Ballot
2.	Under Section 180 (1)(a) of the Companies Act, 2013; authorising the Board of Directors of the Company to mortgage and / or create charge, in addition to the mortgages / charges created / to be created by the Company on the Company's properties/assets, upto limits approved under Section 180 (1)(c) of the Companies Act, 2013, as per details given in the resolution.	Special Resolution	Postal Ballot
3.	Under Section 81(1A) and other applicable provisions of Companies Act, 2013,Foreign Exchange Management Act, 1999, and other applicable rules and regulations; Authorizing the Board to issue and allot Securities in one or more tranches in the form of Foreign Currency Convertible Bonds (FCCBs) and/or Global Depository Receipts (GDRs), and/or American Depository Receipts (ADRs), other Depository Receipts (DRs), and/ or other convertible Securities etc. in aggregate upto an amount not exceeding Rs. 100 crores, or equivalent amount in Indian or any other currency (inclusive of such premium as may be determined), as per details given in the resolution.	Special Resolution	Postal Ballot

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In case of Poll/Postal ballot/E-voting:

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Resolution1

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(3)=[(2)/(1)]* 100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
	1	2	3	4	5	6	7
Promoter and Promoter Group	9,84,84,066	9,84,84,066	100.00	9,84,84,066	0	100.00	0.00
Public – Institutional holders	3,66,95,968	36,26,829	9.88	36,26,829	0	100.00	0.00
Public-Others	10,97,12,039	31,42,479	2.86	28,08,423	3,34,056	89.37	10.63
Total	**24,48,92,073**	**10,52,53,374**	**42.98**	**10,49,19,318**	**3,34,056**	**99.68**	0.32

Resolution2

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(3)=[(2)/(1)]* 100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
	1	2	3	4	5	6	7
Promoter and Promoter Group	9,84,84,066	9,84,84,066	100.00	9,84,84,066	0	100.00	0.00
Public – Institutional holders	3,66,95,968	36,26,829	9.88	36,26,829	0	100.00	0.00
Public-Others	10,97,12,039	30,92,033	2.82	28,51,287	240746	92.21	7.79
Total	**24,48,92,073**	**10,52,02,928**	**42.96**	**10,49,62,182**	**2,40,746**	**99.77**	0.23

Resolution3

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(3)=[(2)/(1)]* 100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
	1	2	3	4	5	6	7
Promoter and Promoter Group	9,84,84,066	9,84,84,066	100.00	9,84,84,066	0	100.00	0.00
Public – Institutional holders	3,66,95,968	36,26,829	9.88	36,26,829	0	100.00	0.00
Public-Others	10,97,12,039	31,00,257	2.83	27,98,347	3,01,910	90.26	9.74
Total	**24,48,92,073**	**10,52,11,152**	**42.96**	**10,49,09,242**	**3,01,910**	**99.71**	0.29

For **Mercator Limited**

Amruta Saint
Company Secretary