MERCATOR
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September 26, 2014

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

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: Disclosure pertaining to voting results of 30th AGM

Dear Sir / Madam,

At the 30th Annual General Meeting of the Company held on Wednesday, 24th September, 2014, at Y.B. Chavan Centre, 4th Floor, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai – 400021, **all the resolutions of items of business as contained in the notice dated 13th August, 2014 of the aforesaid Annual General Meeting, were transacted and approved by the shareholders with requisite majority**.

Pursuant to Clause 35A of the Listing Agreement, we enclose herewith the disclosure in the prescribed format, pertaining to the combined voting results (i.e. result of e-voting along with the poll conducted at the AGM).

Please acknowledge and take the same on record.

Thanking you,

Yours faithfully,
For Mercator Limited

Amruta Sant
Company Secretary

Encl: as above

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DISCLOSURES REGARDING VOTING RESULTS OF THE 30TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Name of the Company: Mercator Limited

Date of the AGM: 24th September, 2014

Book Closure Date: 17th September, 2014 to 24th September, 2014

Total number of shareholders on record date / date of book closure: 85,147

Total number of Shareholders present in the meeting either in person or through proxy:

Category	**Number of Shareholders present in person (including Authorised Representative) or through proxy**
Promoters and Promoter Group	4
Public	91
Total	**95**

No. of Shareholders attended the meeting through Video Conferencing:

Category	
Promoters and Promoter Group	No Video Conference facility was arranged
Public	



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Details of the Agenda and Voting Results:

Resolution No. 1

Adoption of the Audited Balance Sheet as at 31st March 2014, the Audited Statement of Profit and Loss for the year ended on that date, together with the Reports of the Board of Directors and Auditors thereon, standalone as well as consolidated.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public- Others	103526771	1969030	1.90	1962625	6405	99.67	0.33
Total (A)	**244892073**	**103717453**	**42.35**	**103711048**	**6405**	**99.99**	**0.01**

Resolution No. 2

Declaration of Dividend @ 10% i.e. Re. 0.10/- on 24,48,92,073 equity shares of Re.1/- each of the Company.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public- Others	103526771	1966040	1.90	1960030	6010	99.69	0.31
Total (A)	**244892073**	**103714463**	**42.35**	**103708453**	**6010**	**99.99**	**0.01**

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Resolution No. 3

Re-appointment of Mr. Atul Agarwal as Director of the Company, retiring by rotation.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public- Others	103526771	1968540	1.90	1943240	25300	98.71	1.29
Total (A)	**244892073**	**103716963**	**42.35**	**103691663**	**25300**	**99.98**	**0.02**

Resolution No. 4

Re-appointment of M/s. CNK & Associates LLP as Statutory Auditors of the Company.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public- Others	103526771	1968540	1.90	1957230	11310	99.43	0.57
Total (A)	**244892073**	**103716963**	**42.35**	**103705653**	**11310**	**99.99**	**0.01**

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Resolution No. 5

Appointment of Mr. M. M. Agrawal as an Independent Director for a term of 5 consecutive years from 24th September, 2014.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public- Others	103526771	1968489	1.90	1941189	27300	98.61	1.39
Total (A)	**244892073**	**103716912**	**42.35**	**103689612**	**27300**	**99.97**	**0.03**

Resolution No. 6

Appointment of Mr. Gunender Kapur as an Independent Director for a term of 5 consecutive years from 24th September, 2014.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public-Others	103526771	1965890	1.90	1942790	23100	98.82	1.18
Total (A)	**244892073**	**103714313**	**42.35**	**103691213**	**23100**	**99.98**	**0.02**

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Resolution No. 7

Appointment of Mr. Manohar Bidaye as an Independent Director for a term of 5 consecutive years from 24th September, 2014.

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public-Others	103526771	1967990	1.90	1943170	24820	98.74	1.26
Total (A)	**244892073**	**103716413**	**42.35**	**103691593**	**24820**	**99.98**	**0.02**

Resolution No. 8

Appointment of Mr. K. R. Bharat as an Independent Director for a term of 5 consecutive years from 24th September, 2014

Resolution required: Ordinary
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public-Others	103526771	1966988	1.90	1940968	26020	98.68	1.32
Total (A)	**244892073**	**103715411**	**42.35**	103689391	**26020**	**99.97**	**0.03**

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Resolution No. 9

Appointment of Mr. Aayush Agarwal for holding office or place of profit in, subsidiary Company viz. Mercator Energy Pte. Ltd.

Resolution required: Special
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	91829100	93.24	91829100	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	0	3264357	0.00	100.00
Public-Others	103526771	1967488	1.90	1938294	29194	98.52	1.48
Total	**244892073**	**97060945**	**39.64**	**93767394**	**3293551**	**96.61**	**3.39**

Resolution No. 10

Authority to Board of Directors for issue of Non-convertible Debentures (NCDs)/Commercial paper (CP) on private placement basis aggregating up to an amount not exceeding Rs. 500 crores.

Resolution required: Special
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public-Others	103526771	1964227	1.90	1936372	27855	98.58	1.42
Total	**244892073**	**103712650**	**42.35**	**103684795**	**27855**	**99.97**	**0.03**

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Resolution No. 11

Approval of payment of Commission to Non-executive Independent Directors up to 1% of annual Net profits of the Company.

Resolution required: Special
Mode of Voting (Show of hands / Poll / Postal Ballot/ E-voting):
E-voting between 19th September, 2014 to 21st September, 2014 and poll conducted at the AGM on 24th September, 2014.
Remark: Passed with requisite majority.

Promoter /Public	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
Promoter and Promoter Group	98484066	98484066	100.00	98484066	0	100.00	0.00
Public - Institutional Holders	42881236	3264357	7.61	3264357	0	100.00	0.00
Public- Others	103526771	1967538	1.90	1922549	44989	97.71	2.29
Total	**244892073**	**103715961**	**42.35**	**103670972**	**44989**	**99.96**	**0.04**

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