

AVON MERCANTILE LIMITED

Date: 27th September, 2024

To,
The Listing Manager,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Ref: BSE Scrip Code: 512265

Dear Sir,

With regards to the captioned subject, we would like to state that 39th Annual General Meeting of the Company was held on Wednesday, 25th September, 2024 through Video Conferencing/Other Audio Visual Means in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI.

Please find enclosed herewith:

- a) Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Scrutinizer's Report on E-voting during E-voting period and during proceedings of Annual General Meeting as per the provisions of Section 108 read with the Companies (Management and Administration) Rules, 2014

Kindly take the record of the same.

Yours faithfully,

For Avon Mercantile Limited

**Thank You,
Yours Faithfully,**

**Disha Soni
Company Secretary
ACS: 42944**





FORM NO. MGT-13

REPORT OF SCRUTINIZER(S)

[pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 39th Annual General Meeting (AGM) of the Equity Shareholders of Avon Mercantile Limited held on Wednesday, 25th day of September, 2024 through video conferencing and other audio visual means, at 01:30 p.m at the registered office of the Company situated at Upper Basement, Smart Bharat Mall, Plot No.1-2, Sector - 25A, Noida, Uttar Pradesh, 201301, which shall be deemed to be the venue of this Annual General meeting.

Dear Sir,

I, Dinkar Sharma, Practising Company Secretary, Proprietor of Dinkar Sharma & Associates, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 40 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
- (ii) Voting through electronic voting system at the AGM.

I submit my report as under :-

- 1. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting the remote e-voting by the members of the Company.
- 2. The remote E-voting period remained open from 9 a.m. on 22nd September, 2024 upto 5:00 p.m. on 24th September, 2024.

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3. The Annual Report, the Notice of Annual General Meeting and e-voting instructions slip were sent only by the electronic mode (e-mails) to those members whose email addresses were registered with the Company/ Depository Participants / Depositories pursuant to MCA Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated Nos. 14/2020, 17/2020, 20/ 2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 and SEBI/HO/CFD/ CMD2/ CIR/P/2021/11 dated May 12, 2020 and January 15, 2021.
4. The Members of the Company holding shares as on September 18, 2024 (cut-off date) were entitled to vote on the resolutions (item Nos. 1 to 4) as set out in the notice convening 39th Annual General Meeting of the Company through remote e-voting and Poll at Annual General Meeting.
5. As per the information provided by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted through remote e-voting were allowed to cast their votes through e-voting system during the AGM.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by the Company.
7. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by the Company had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
8. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 25, 2024 at about 2:20 p.m. in the presence of two witnesses, viz., Mr. Ashish Sharma and Mr. Julius George who are not in the employment of the Company.
9. The details containing inter-alia, the list of equity shareholders who had voted “For” and “Against” were downloaded from the e-voting website of / <https://www.evoting.nsdl.com>.
10. Based on the data downloaded from National Securities Depository Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

ORDINARY RESOLUTION:-

Item No. 1: To receive, consider and adopt the Audited financial statements for the financial year ended 31st March, 2024 alongwith the Reports of Board of Directors and Auditors' thereon.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against
Promoter and Promoter's Group	E-voting	19,60,000	19,60,000	19,60,000	0	100%	0
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
Public	E-voting	-	-	-	-	-	-
	Poll	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-
Non- Public Institutions	E-voting	13,43,550	13,43,550	13,43,550	0	100%	0
	Poll						
	Postal Ballot		-	-	-	-	-
	TOTAL	33,03,550	33,03,550	13,43,550	0	100%	0

ITEM No. 2: To re-appoint Mr. Gurvinder Pal Singh (DIN: 05207077), who retires by rotation as a Non-Executive Director of the Company and being eligible, offers himself for re-appointment.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against
Promoter and Promoter's Group	E-voting	19,60,000	19,60,000	19,60,000	0	100%	0
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
Public	E-voting	-	-	-	-	-	-
	Poll	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-
Non- Public Institutions	E-voting	13,43,550	13,43,550	13,43,550	0	100%	0
	Poll						
	Postal Ballot		-	-	-	-	-
	TOTAL	33,03,550	33,03,550	13,43,550	0	100%	0

ITEM No. 3: Appointment of Ms. Himani Aneja (DIN: 09009974) as Director and as an Independent Director.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against
Promoter and Promoter's Group	E-voting	19,60,000	19,60,000	19,60,000	0	100%	0
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
Public	E-voting	-	-	-	-	-	-
	Poll	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-
Non- Public Institutions	E-voting	13,43,550	13,43,550	13,43,550	0	100%	0
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
	TOTAL	33,03,550	33,03,550	13,43,550	0	100%	0

ITEM No. 4: Re-appointment of Mr. Siddheshwar Kumar Upadhyay as an Independent Director for second term of 5 years.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against
Promoter and Promoter's Group	E-voting	19,60,000	19,60,000	19,60,000	0	100%	0
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
Public	E-voting	-	-	-	-	-	-
	Poll	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-
Non- Public Institutions	E-voting	13,43,550	13,43,550	13,43,550	0	100%	0
	Poll		-	-	-	-	-
	Postal Ballot		-	-	-	-	-
	TOTAL	33,03,550	33,03,550	13,43,550	0	100%	0

11. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
12. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,

Digitally
signed by
Dinkar
Sharma
Date:
2024.09.26
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+05'30'

Dinkar
Sharma
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Yours faithfully,

Dinkar Sharma
Company Secretary

M. No. 7383
UDIN: F007383F001327603
COP NO. 27298

Place: New Delhi
Date: 26.09.2024