

AVON MERCANTILE LIMITED

Registered Office :

Upper Basement,
Smart Bharat Mall Plot No.I-2,
Sector - 25A, Noida Noida
Gautam Buddha Nagar
UP 201301 IN

CIN : L17118UP1985PLC026582

Phone : 0120-3355131, 3859000

www.avonmercantile.co.in

Date: 12th December, 2022

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 Extra-Ordinary General Meeting of the Company was held on Friday, 9th December, 2022 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

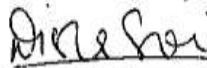
Kindly take the record of the same.

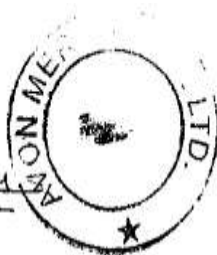
Yours faithfully,

For Avon Mercantile Limited

Thanking you,

Yours faithfully,


Dishā 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 Extra-Ordinary General Meeting of Equity Shareholders of Avon Mercantile Limited held on 9th Day of December, 2022 through video conferencing at 01:00 P.M. -at the registered office of the Company at Noida which shall be deemed to be the venue of this Extra-Ordinary General Meeting.

Dear Sir,

I, Krishan Kumar, was appointed as Scrutinizer(s) 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.
- (ii) Voting through electronic voting system at the EGM.

I submit my report as under:-

1. The remote E-voting period remained open from 9 a.m. on 6th December, 2022 upto 5:00 p.m. on 8th December, 2022.
2. The Notice of Extra-Ordinary General Meeting and e-voting instructions slip were sent only by the electronic mode (e-mails) to those members whose email address were registered with the Company/ Depository Participants / Depositories pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/ P/2020/79, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 and SEBI/HODDHS/P/CIR/2022/0063 dated May 12, 2020, January 15, 2021 and May 13, 2022, respectively issued by the Securities and Exchange Board of India (collectively referred to as SEBI Circulars"), holding of the Extra-Ordinary General Meeting ("EGM") through VC/OAVM, without the physical presence of the Members, is permitted. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the



OAVM which does not require physical presence of members at a common venue. The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the EGM.

3. After the conclusion of the Extra-Ordinary General Meeting, the votes cast through remote e-voting were unlocked on 9th December, 2022 at 01:07 P.M. for fifteen minutes in the presence of two witnesses who were not in the employment of the Company.
4. After declaration of voting by the Chairman, the shareholders present at the EGM through VC voted through e-voting facility provided by the Company.
5. 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 EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
6. Based on the data provided by generated from National Services Depository Limited e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice of the EGM are as under:

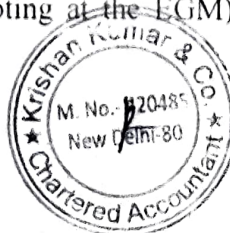
ORDINARY BUSINESS

ORDINARY RESOLUTION:-

Item No. 1: To consider the change in designation of Mr. Rakesh Kumar Bhatnagar (DIN: 02922258) from the Non-Executive Director to the Executive Director of the Company.

| 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 | 1960000 | 1960000 | 1960000 | - | 100% | - |
| | Poll | | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - |
| Public | E-voting | 496630 | 2700 | 2700 | - | 100% | - |
| | Poll | | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - |
| Non- Public Institutions | E-voting | 5020760 | 1245250 | 1245250 | - | 100% | - |
| | Poll | | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - |

7. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the EGM) has been handed over to the Company Secretary.



8. 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 Extra-Ordinary General Meeting.

Thanking you,

For Krishan Kumar & Co.

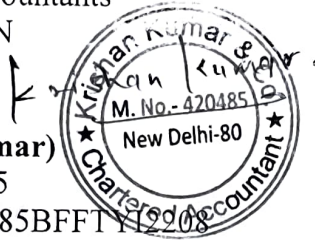
Chartered Accountants

FRN: 029148N

(Krishan Kumar)

M. No. 420485

UDIN:22420485BFFT19208



Place: Delhi

Date: 10.12.2022