

Dated: 10.09.2021

To,  
Corporate Relationship Department  
BSE Limited  
1st Floor, New Trading Ring, Rotunda Building  
P J Towers, Dalal Street, Fort,  
Mumbai – 400 001

**Scrip Code: 539400.**

Dear Sir,

**Sub: Compliance of Regulation 30 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations")**

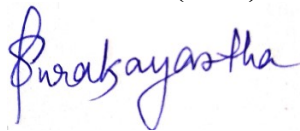
This is to inform you that the 37<sup>th</sup> Annual General Meeting ("AGM") of the Company was held via Video Conference/ Other audio visual means (VC/ OAVM) on Thursday, 9<sup>th</sup> September, 2021 at 12.00 noon and businesses mentioned in the Notice dated 19<sup>th</sup> June, 2021 convening the AGM were transacted thereat.

In this regard, please find enclosed the following:

- a) Proceedings of the AGM
- b) Voting results of the AGM pursuant to Regulation 44 of the Listing Regulations
- c) Consolidated Report of the Scrutinizer dated 9<sup>th</sup> September, 2021, on remote e-voting and e-voting during the AGM

This is for your information and record.

**For Mallcom (India) Limited**

A handwritten signature in blue ink, appearing to read "Shuvanki Purakayastha".

**Shuvanki Purakayastha  
Company Secretary**

*Encl.: As above*



**Date: 09.09.2021**

To,  
Corporate Relationship Department  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Building  
P J Towers, Dalal Street, Fort,  
Mumbai – 400 001

Dear Sir/Madam,

**Sub: Summary of Proceeding of 37<sup>th</sup> Annual general Meeting(AGM) pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015**

The 37<sup>th</sup> Annual General Meeting (AGM) of the Company was held today, i.e. Thursday, 9<sup>th</sup> September, 2021 through Video Conferencing / Other Audio Visual Means in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 12.00 noon (1ST).

Ms. Shuvanki Purakayastha, Company Secretary, welcomed all the Shareholders, Directors and other panelists to the 37<sup>th</sup> AGM of the Company. In view of the ongoing COVID-19 pandemic situation, in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA”) and SEBI and the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the meeting was held through Video Conference.

Mr. Ajay Kumar Mall, Chairman and Managing Director of the Company, chaired the 37<sup>th</sup> AGM. The requisite quorum being present, the meeting was called to order.

Thereafter, the Chairman began his speech with a welcome address to all the shareholders and his colleagues on the Board of Directors. He briefed the shareholders about the Company’s operations which included highlights on business performance, financials, outlook, future projects, CSR goals etc. He further informed that there was no qualification, reservation or adverse remark in the Auditors’ Report on the Financial Statements and report of the Secretarial Auditor.

With the permission of the members, the Notice convening the 37<sup>th</sup> AGM, Directors Report, Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2021 and Auditors Report thereon were taken as read.

The members were informed that pursuant to the provisions of Companies Act, 2013 and SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to cast their votes electronically, on all resolutions set forth in the Notice convening the 37<sup>th</sup> AGM of the Company. The facility to cast votes through remote e-voting was provided to the Members from 9.00 a.m. on 6<sup>th</sup> September, 2021 till 5.00 p.m. on 8<sup>th</sup> September, 2021. Facility for e-voting was also provided during the Meeting to those Members who had not cast their votes through remote e-voting. The e-voting window for such shareholders was active throughout the meeting and remained so till 15 minutes after the conclusion of the meeting.

The Members were then briefed on the Ordinary and Special Business items covered in the 37<sup>th</sup> AGM Notice dated 19<sup>th</sup> June, 2021 as listed under Serial Nos. 1 to 9 below:

**Ordinary Business**

1. To receive, consider and adopt:
  - a) Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of Board of Directors and Auditors thereon.
  - b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Report of Auditors thereon.

2. To declare Dividend on equity shares of the Company for the Financial Year ended on 31st March, 2021.
3. To appoint a Director in place of Mr. Arindam Bose (DIN: 05202786), who retires by rotation and being eligible, offers himself for re-appointment.

**Special Business**

4. To appoint Dr. Himanshu Rai (DIN: 07039217) as an Independent Director.
5. To Increase borrowing powers of the board and authorize limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies, Act, 2013
6. To increase overall managerial remuneration payable from 11% to 20% of the net profits of the Company.
7. To appoint of Mr. Giriraj Kumar Mall (DIN 01043022) as an Executive Director.
8. To approve upward revision of remuneration payable to Mr. Ajay Kumar Mall, Managing Director (DIN 00470184) in excess of 5% of the net profits of the Company.
9. To approve Scheme of Loan to Managing Director

The Members who had registered themselves as Speakers were then invited to ask questions or seek clarifications on the Agenda items. Thereafter, the Chairman responded to the queries raised / clarifications sought by the Members who spoke at the Meeting.

The Company Secretary advised the Members that the Voting Results, along with the Report of Scrutinizer M/s. Rakhi Dasgupta & Associates, would be made available on the Company's website and also on the website of NSDL within 48 hours of conclusion of the meeting. The Voting Results would also be forwarded to the BSE Limited, where the Company's shares are listed.

The Chairman, thereafter, thanked all the members for their participation at the AGM and wished them a healthy and safe future.

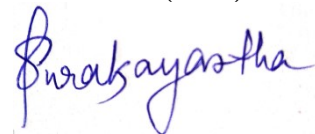
The meeting concluded at 1.55 p.m. (IST)

This is for your information and record.

Thanking you,

Yours Faithfully,

**For Mallcom (India) Limited**

A handwritten signature in blue ink, appearing to read "Shuvanki Purakayastha".

**Shuvanki Purakayastha**  
**Company Secretary**

**MALLCOM (INDIA) LIMITED**  
**EN-12, SECTOR-V, SALT LAKE CITY KOLKATA- 700091**  
**CIN: L51109WB1983PLC037008; E-mail- investors@mallcom.in**

<b>Company Name</b>		MALLCOM (INDIA) LIMITED	
<b>Date of the AGM</b>		09.09.2021	
<b>Total number of shareholders on record date</b>		2,415	
<b>Total number of shareholders eligible for e-voting</b>		2,407	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>		51	
<b>Promoters and Promoter Group:</b>		11	
<b>Public:</b>		40	

ORDINARY - A Doption of Standalone and Consolidated Financial Statements together with the Directors' and Auditor's Reports thereon for the financial year ended 31st March, 2021							
Whether promoter/ promoter group are interested in the agenda/resolution? Category	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							
Mode of Voting							
Promoter and Promoter Group	4604109	4594409	99.79	4594409	0	100.00	0.00
E-Voting		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
E-Voting		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Postal Ballot (if applicable)		792	0.05	787	5	99.37	0.63
E-Voting	1588941	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Total</b>	<b>6240000</b>	<b>4595201</b>	<b>73.64</b>	<b>4595196</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

ORDINARY: Declaration of Dividend of Rs. 3 per equity shares for Financial year 31st march, 2021							
Whether promoter/ promoter group are interested in the agenda/resolution? Category	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							
Mode of Voting							
Promoter and Promoter Group	4604109	4594409	99.79	4594409	0	100.00	0.00
E-Voting		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
E-Voting		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Postal Ballot (if applicable)		792	0.05	787	5	99.37	0.63
E-Voting	1588941	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Total</b>	<b>6240000</b>	<b>4595201</b>	<b>73.64</b>	<b>4595196</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

ORDINARY - Re-appointment of Mr. Arindam Bose (DIN: 05202786), Director of the company who retires by rotation and offers himself for re-appointment									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	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	Mode of Voting	E-Voting	4604109	4594409	99.79	4594409	0	100.00	0.00
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Institutions	Postal Ballot (if applicable)	E-Voting	46950	0	0.00	0	0	0.00	0.00
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Non Institutions	Postal Ballot (if applicable)	E-Voting	1588941	792	0.05	788	4	99.49	0.51
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)			4595201	73.64	4595197	4	100.00	0.00
	<b>Total</b>		<b>6240000</b>				<b>4</b>		<b>0.00</b>

ORDINARY - Appointment of Dr. Himanshu Kai (DIN: 07039217) as an Independent Director for a period of 5 years w.e.f. 09.09.2021									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No	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	Mode of Voting	E-Voting	4604109	4594409	99.79	4594409	0	100.00	0.00
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Institutions	Postal Ballot (if applicable)	E-Voting	46950	0	0.00	0	0	0.00	0.00
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Non Institutions	Postal Ballot (if applicable)	E-Voting	1588941	792	0.05	788	4	99.49	0.51
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)			4595201	73.64	4595197	4	100.00	0.00
	<b>Total</b>		<b>6240000</b>				<b>4</b>		<b>0.00</b>

SPECIAL - Increase of borrowing powers of the board and authorization of limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies, Act, 2013									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No	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	Mode of Voting	E-Voting	4604109	4594409	99.79	4594409	0	100.00	0.00
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Institutions	Postal Ballot (if applicable)	E-Voting	46950	0	0.00	0	0	0.00	0.00
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Non Institutions	Postal Ballot (if applicable)	E-Voting	1588941	792	0.05	787	5	99.37	0.63
		Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)			4595201	73.64	4595196	5	100.00	0.00
	<b>Total</b>		<b>6240000</b>				<b>5</b>		<b>0.00</b>

ORDINARY - Increase overall managerial remuneration payable from 11% to 20% of the net profits of the Company									
Resolution required: (Ordinary/ Special)	Yes								
Whether promoter/ promoter group are interested in the agenda/resolution? 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	
Promoter and Promoter Group	E-Voting Poll	4604109	4594409	99.79	4594409	0	100.00	0.00	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Public- Institutions	E-Voting Poll	46950	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Public- Non Institutions	E-Voting Poll	1588941	792	0.05	787	5	99.37	0.63	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
<b>Total</b>		<b>6240000</b>	<b>4595201</b>	<b>73.64</b>	<b>4595196</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>	

SPECIAL - Appointment of Mr. Giriraj Kumar Mall (DIN 01043022) as an Executive Director w.e.f. 19.06.2021									
Resolution required: (Ordinary/ Special)	Yes								
Whether promoter/ promoter group are interested in the agenda/resolution? 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	
Promoter and Promoter Group	E-Voting Poll	4604109	4594409	99.79	4594409	0	100.00	0.00	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Public- Institutions	E-Voting Poll	46950	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Public- Non Institutions	E-Voting Poll	1588941	792	0.05	788	4	99.49	0.51	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
<b>Total</b>		<b>6240000</b>	<b>4595201</b>	<b>73.64</b>	<b>4595197</b>	<b>4</b>	<b>100.00</b>	<b>0.00</b>	

SPECIAL - Approval of upward revision of remuneration payable to Mr. Ajay Kumar Mall, Managing Director (DIN 00470184) in excess of 5% of the net profits of the Company									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/resolution? 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	
Promoter and Promoter Group	E-Voting Poll	4604109	4594409	99.79	4594409	0	100.00	0.00	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Public- Institutions	E-Voting Poll	46950	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Public- Non Institutions	E-Voting Poll	1588941	792	0.05	787	5	99.37	0.63	
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
<b>Total</b>		<b>6240000</b>	<b>4595201</b>	<b>73.64</b>	<b>4595196</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>	

Resolution required: (Ordinary/ Special) **SPECIAL - Approval of Scheme of Loan to Managing Director u/s 185 of Companies Act, 2013**

Whether promoter/ promoter group are interested in the agenda/resolution? Category	No	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	Mode of Voting							
	E-Voting	4604109	4594409	99.79	4594409	0	100.00	0.00
	Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Institutions	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	E-Voting	46950	0	0.00	0	0	0.00	0.00
	Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public- Non Institutions	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	E-Voting	1588941	792	0.05	787	5	99.37	0.63
	Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Total</b>		<b>6240000</b>	<b>4595201</b>	<b>73.64</b>	<b>4595196</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

FOR MALLCOM (INDIA) LIMITED



SHUVANKI PURAKAYASTHA  
COMPANY SECRETARY



**RAKHI DASGUPTA & ASSOCIATES**  
(COMPANY SECRETARIES IN PRACTICE)

---

**Ref. No.: RDA/R&C/012/2021-22**

**Date: 09/09/2021**

**CONSOLIDATED SCRUTINIZER'S REPORT**

(Voting through remote e-voting)

[Pursuant to Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Mallcom (India) Limited,  
EN-12, Sector-V,  
Salt Lake City,  
Kolkata- 700 091

**Subject: 37<sup>th</sup> Annual General Meeting held on Thursday, 9<sup>th</sup> September, 2021 through Video Conferencing (VC)/ Other Audio Video Means (OAVM)**

Dear Sir,

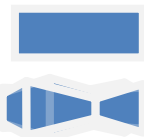
I, CS Rakhi Dasgupta, Practicing Company Secretary and Proprietor of M/s. Rakhi Dasgupta & Associates, Company Secretaries, FRN- S2019WB692200 (ACS-28739 & CP No. 20354), Kolkata, was appointed as the "**Scrutinizer**" for the **37<sup>th</sup> Annual General Meeting ("AGM") of Mallcom (India) Limited ("Company")**, to scrutinize the e-voting in a fair and transparent manner and also to ascertain the requisite majority votes for the resolutions proposed during the AGM in accordance with the relevant provisions of the Companies Act, 2013, read with the relevant rules of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

The Management of the Company assumes complete responsibility of ensuring compliance of section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as applicable) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting.

My responsibilities as a scrutinizer for e-voting, is restricted to make a Scrutinizer's Report of the votes casted "**in favour**" or "**as against**" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited (NSDL). I hereby submit my report as under:

---

Membership No.: A28739; CP No.: 20354  
e-mail: csrakhidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150







# RAKHI DASGUPTA & ASSOCIATES

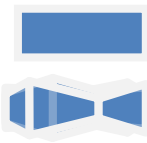
(COMPANY SECRETARIES IN PRACTICE)

---

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The remote e-voting period remained **open** from IST 9.00 AM on Monday, the 6<sup>th</sup> September, 2021 **upto** IST 05:00 PM on Wednesday, the 8<sup>th</sup> September, 2021.
4. The Shareholders shares as on the "**cut off**" date i.e. 2<sup>nd</sup> September, 2021 were entitled to vote on the proposed 9 (Nine) resolutions as mentioned in the Notice of the Annual General Meeting dated 19<sup>th</sup> June, 2021.
5. At the end of the remote e-voting period on Wednesday, 8<sup>th</sup> September, 2021 (IST 05.00 PM), the voting portal of the service provider was blocked forthwith.
6. Members, who are present in meeting through video conferencing facility and have not cast their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
7. In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote evoting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
8. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

---

Membership No.: A28739; CP No.: 20354  
e-mail: csrakhidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

9. On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members during the AGM, on the NSDL evoting platform and downloaded the results.

10. The result of the electronic voting system during the AGM are as under:

## A. ORDINARY BUSINESS:-

1. **ORDINARY RESOLUTION-1:** To receive, consider and adopt:

- a) Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of Board of Directors and Auditors thereon.
- b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Report of Auditors thereon.

(i) Voted in **favour** of the Resolution:

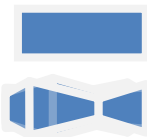
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	4595186	99.999
E-Voting during AGM	1	10	
Total	51	4595196	99.999

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	00.000
E-Voting during AGM	1	1	
Total	5	5	00.000

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

2. **ORDINARY RESOLUTION-2:** To declare Dividend on equity shares of the Company for the Financial Year ended on 31st March, 2021:

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	4595186	99.999
E-Voting during AGM	1	10	
Total	51	4595196	99.999

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	00.000
E-Voting during AGM	1	1	
Total	5	5	00.000

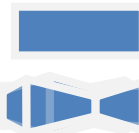
(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

3. **ORDINARY RESOLUTION-3:** To appoint a Director in place of Mr. Arindam Bose (DIN: 05202786), who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	52	4595187	99.999
E-Voting during AGM	1	10	
Total	52	4595197	99.999





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	00.000
E-Voting during AGM	1	1	
Total	4	4	00.000

(iii) **Invalid** Votes:

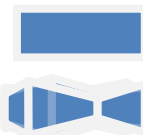
Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

## B. SPECIAL BUSINESS:-

4. **ORDINARY RESOLUTION-4:** To appoint of Dr. Himanshu Rai (DIN: 07039217) as an Independent Director. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **ORDINARY RESOLUTION** :

### **ORDINARY RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Dr. Himanshu Rai (DIN: 07039217), who was appointed as an Additional Director on the Board of Directors of the Company in terms of Section 161(1) the Act to hold office upto this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act signifying his intention to propose Dr. Rai's candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 9th September, 2021 upto 8th September, 2026.





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	51	4595187	99.999
E-Voting during AGM	1	10	
Total	52	4595197	99.999

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	00.000
E-Voting during AGM	1	1	
Total	4	4	00.000

(iii) Invalid Votes:

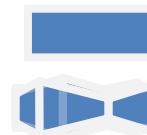
Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. **SPECIAL RESOLUTION-5:** To Increase borrowing powers of the board and authorize limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies, Act, 2013. To consider and if thought fit, to pass with or without modification(s), the following Resolution as **SPECIAL RESOLUTION:**

**SPECIAL RESOLUTION:**

**"RESOLVED THAT** in supersession of all the earlier resolutions passed in this regard and subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other

Membership No.: A28739; CP No.: 20354  
e-mail: csrahidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

Financial Institution and/or foreign lender and/or anybody corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 200 crores (Rupees Two Hundred Crores only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

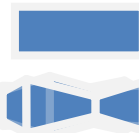
**RESOLVED FURTHER THAT** in supersession of all the earlier resolutions passed in this regard and subject to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the shareholders of the company be and is hereby accorded, to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of Rs. 200 crores (Rupees Two Hundred Crores only) at any time.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	4595186	99.999
E-Voting during AGM	1	10	
Total	51	4595196	99.999

Membership No.: A28739; CP No.: 20354  
e-mail: csrahidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	00.000
E-Voting during AGM	1	1	
Total	5	5	00.000

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- 6. ORDINARY RESOLUTION-6:** To increase overall managerial remuneration payable from 11% to 20% of the net profits of the Company. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

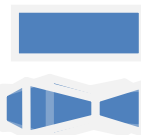
**“RESOLVED THAT** in accordance with the provisions of Section 197 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017, read with Schedule-V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors, approval of the members of the Company be and is here by accorded to increase the overall limit of managerial remuneration payable by the Company in respect of any financial year from 11% to 20% of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps and to do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

(i)Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	4595186	99.999
E-Voting during AGM	1	10	
Total	51	4595196	99.999

Membership No.: A28739; CP No.: 20354  
e-mail: csrahidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	00.000
E-Voting during AGM	1	1	
Total	5	5	00.000

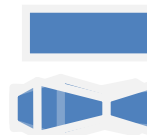
(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

7. **SPECIAL RESOLUTION-7:** To appoint of Mr. Giriraj Kumar Mall (DIN 01043022) as an Executive Director To consider and if thought fit, to pass with or without modification(s), the following Resolution as **SPECIAL RESOLUTION**:

**“RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections , 196, 197 and 203 read with Schedule V and Article of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or reenactment(s) thereof for the time being in force), the approval of the members of the Company be and are hereby accorded to approve the appointment and remuneration of Mr. Giriraj Kumar Mall (DIN 01043022) as an Executive Director of the Company, liable to retire by rotation, for a period of three years with retrospective effect from 19th June, 2021 to May 31, 2024, as recommend by the Nomination & Remuneration Committee and Board of Directors on the terms and conditions including remuneration as set out in explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Giriraj Kumar Mall, subject to the limit specified under the Companies Act, 2013 or any statutory modifications or re-enactment thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps and to do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”







# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	51	4595187	99.999
E-Voting during AGM	1	10	
Total	52	4595197	

(ii) Voted **against** the Resolution:

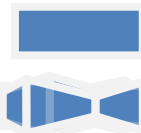
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	00.000
E-Voting during AGM	1	1	
Total	4	4	

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

8. **SPECIAL RESOLUTION-8:** To approve upward revision of remuneration payable to Mr. Ajay Kumar Mall, Managing Director (DIN 00470184) in excess of 5% of the net profits of the Company. To consider and if thought fit, to pass with or without modification(s), the following Resolution as **SPECIAL RESOLUTION**:

**“RESOLVED THAT** subject to the approval of the resolution by the Members for increasing overall managerial remuneration payable from 11% to 20% of the net profits of the Company being duly passed and becoming effective as set out at item nos. 6 of this Notice convening the 37th Annual General Meeting and pursuant to Section 197 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with Schedule V of the Act and the Rules made thereunder (including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of the Members of the Company, be and is hereby accorded to payment of remuneration to Mr. Ajay Kumar Mall (DIN: 06576300), Managing Director, in excess of 5% of the net profits of the Company computed in accordance with Section 198 of the Act for remainder of the duration of his tenure.





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to alter, vary and modify the aforesaid managerial remuneration for the period stated above including salary, perquisites and commission payable to Mr. Ajay Kumar Mall in such manner as may be agreed to between the Board and Mr. Ajay Kumar Mall within the maximum limits.

**RESOLVED FURTHER THAT** if in any financial year during the period stated above, the Company has no profits or its profits are inadequate, the managerial remuneration shall be payable to Mr. Ajay Kumar Mall in accordance with Schedule V and any other applicable provisions, if any, of the Companies Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or desirable for the purpose of giving effect to this resolution.

(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	50	4595186	99.999
E-Voting during AGM	1	10	
Total	51	4595196	99.999

(ii) Voted **against** the Resolution:

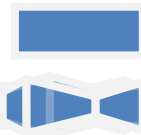
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4	00.000
E-Voting during AGM	1	1	
Total	5	5	00.000

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

9. **SPECIAL RESOLUTION-9:** To approve Scheme of Loan to Managing Director To consider and if thought fit, to pass with or without modification(s), the following Resolution as **SPECIAL RESOLUTION**:

Membership No.: A28739; CP No.: 20354  
e-mail: csrahidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

**“RESOLVED THAT** in accordance with the provisions of section 185 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s), change or re-enactment thereof, for the time being in force), approval of the members of the Company be and is hereby accorded to approve a Scheme of loan for the Managing Director of the Company on the terms and conditions stated hereunder:

Amount of Loan: 60 times of monthly gross pay of Managing Director or the amount requested, whichever is less;

Rate of Interest: as decided by Board of Directors time to time.

Recovery: In not more than 120 monthly installments.

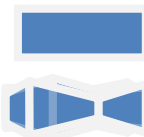
**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be is hereby authorized to finalize, sanction and disburse the loans to Managing Director, and also to delegate all or any of the above powers to any one Director of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

(i)Voted in **favour** of the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	51	4595186	99.999
E-Voting during AGM	1	10	
Total	51	4595196	99.999

(ii) Voted **against** the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	4	4	00.000
E-Voting during AGM	1	1	
Total	5	5	00.000





# RAKHI DASGUPTA & ASSOCIATES

(COMPANY SECRETARIES IN PRACTICE)

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

10. All the resolution proposed hereinabove have been passed with requisite majority.

11. The remote e-voting register and other related papers/registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorized by the Board of Directors for safe keeping.

Thanking You,

Yours Sincerely,  
For **Rakhi Dasgupta & Associates**  
**FRN-S2019WB692200**

**CS Rakhi Dasgupta,**  
**(Company Secretary in Practice)**  
**ACS- 28739**  
**CP- 20354**

**Place: Kolkata**  
**UDIN: A028739C000929122**

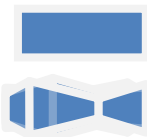
**RAKHI**  
**DASGUPTA**

Digitally signed by

RAKHI DASGUPTA

Date: 2021.09.10

12:05:46 +05'30'



Membership No.: A28739; CP No.: 20354  
e-mail: csrakhidasgupta@gmail.com  
contact: +91-62910-50996;+91-89817-80295  
Address: 218, Nischintapur Road,  
Paschim Daspara, Sonarpur, Kolkata- 700150