

GAURAV MERCANTILES LIMITED

3rd Floor, Tower 2B, One Indiabulls Centre, Senapati Bapat Marg, Lower Parel (West), Mumbai,
Maharashtra 400 013 Tel: 020 45404000

Website: www.gmlmumbai.com, email: cs@gmlmumbai.com, CIN: L74110MH1985PLC176592

June 16, 2020

BSE Limited

Corporate Services Department

Phiroze Jeejeeboy Towers

Dalal Street, Mumbai-400 001

Scrip Symbol: **GMLM**

Scrip Code: **539515**

Subject: Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015: Details of Voting Results of the Postal Ballot dated May 15, 2020

Dear Sir/Madam,

This is has reference to the intimation dated May 15, 2020 in respect of dispatch of the Notice of the Postal Ballot to the Shareholders of Gaurav Mercantiles Limited (the "**Company**") and the subsequent intimation dated May 16, 2020 in respect of publication of said notice in "Financial Express" (English Language) and "Lakshadeep" (Marathi Newspaper) on May 16, 2020.

We would like to inform you that, Mr. Devesh Kumar Vasisht (CP No. 13700), Practicing Company Secretary and Partner of M/s Sanjay Grover & Associates, Company Secretaries, acted as the scrutinizer (the "**Scrutinizer**") for conducting the Postal Ballot process and submitted his report on June 15, 2020.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the Scrutinizer's Report, we would like to inform you that the following below-mentioned resolutions as set out in the Notice of Postal Ballot dated May 15, 2020, have been duly approved by the Shareholders of the Company with requisite majority.

The below-mentioned resolutions are deemed to have been passed effectively on June 14, 2020 being the last date specified for e-voting in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.

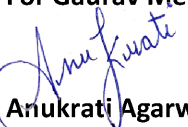
Item No.	Description of the Resolution
1.	Ordinary Resolution for acquisition of the Digital Business from Quintillion Media Private Limited being a related party
2.	Ordinary Resolution for approval for related party transactions to be entered upon acquisition of the Digital Business from Quintillion Media Private Limited
3.	Special Resolution for increasing the borrowing powers and creation of charge or mortgage or hypothecation against the assets or properties of the Company
4.	Special Resolution for Alteration of Articles of Association

5.	Special Resolution for shifting of Registered Office from the State of Maharashtra to the National Capital Territory of Delhi and consequent amendment to Memorandum of Association of the Company
6.	Special Resolution for Change of Name of the Company and consequent amendment to Memorandum & Articles of Association of the Company

Further, in accordance with Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the voting results under the prescribed format and abovementioned Scrutinizer's Report is annexed hereto and marked as **Annexure- 1** and **Annexure- 2**, respectively, for your reference and it shall also be hosted on the website of the Company i.e. www.gmlmumbai.com.

You are requested to take the above information on record.

For Gaurav Mercantiles Limited


Anukrati Agarwal
(Company Secretary)



ANNEXURE-1

Gaurav Merchantiles Limited								
Voting Results of Postal Ballot								
Details of Postal Ballot and e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:								
Total number of shareholders on record date i.e. May 08, 2020							1,311	
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group:							NA	
Public:							NA	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group:							NA	
Public:								
1. Ordinary Resolution: Acquisition of Digital Business from Quintillion Media Private Limited being a related party								
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	1,328,300	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	671,700	411,764	61.30	411,764	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		411,764	61.30	411,764	0	100.000	0.000
Total		2,000,000	411,764	20.59	411,764	0	100.000	0.000

Anu Jast



2. Ordinary Resolution:
Approval for related party transaction to be entered upon acquisition of the Digital Business from Quintillion Media Private Limited

Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	1,328,300	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	671,700	411,764	61.30	411,764	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		411,764	61.30	411,764	0	100.000	0.000
Total		2,000,000	411,764	20.59	411,764	0	100.000	0.000

3. Special Resolution:
Increasing the borrowing powers and creation of charge or mortgage or hypothecation against the assets or properties of the company

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	1,328,300	1,328,300	100.00	1,328,300	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1,328,300	100.00	1,328,300	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	671,700	411,764	61.30	411,764	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		411,764	61.30	411,764	0	100.000	0.000
Total		2,000,000	1,740,064	87.00	1,740,064	0	100.0000	0.0000



4. Special Resolution:
Alteration of Articles of Association

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	1,328,300	1,328,300	100.00	1,328,300	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1,328,300	100.00	1,328,300	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	671,700	411,764	61.30	411,764	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		411,764	61.30	411,764	0	100.000	0.000
Total		2,000,000	1,740,064	87.00	1,740,064	0	100.0000	0.0000

5. Special Resolution: Shifting of registered office from the State of Maharashtra to National Capital Territory of Delhi and consequent amendment to Memorandum of Association of the Company

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	1,328,300	1,328,300	100.00	1,328,300	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1,328,300	100.00	1,328,300	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	671,700	411,764	61.30	411,764	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		411,764	61.30	411,764	0	100.000	0.000
Total		2,000,000	1,740,064	87.00	1,740,064	0	100.0000	0.0000

Anu Juvati



6. Special Resolution: Change of name of the Company and consequent amendment to Memorandum & Articles of Association of the Company.

Whether promoter/ promoter group are intersted in the Agenda/resolution

No

Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	1,328,300	1,328,300	100.00	1,328,300	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1,328,300	100.00	1,328,300	0	100.00	0.00
Public-Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	671,700	411,764	61.30	411,764	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		411,764	61.30	411,764	0	100.000	0.000
Total		2,000,000	1,740,064	87.00	1,740,064	0	100.0000	0.0000



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024
 Tel. : (011) 4679 0000, Fax : (011) 4679 0012
 e-mail : contact@csssanjaygrover.in
 website : www.csssanjaygrover.in

Consolidated Scrutinizer's Report

(Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020 and 17/2020 issued by the Ministry of Corporate Affairs on April 08, 2020 and April 17, 2020, respectively)

To,

The Chairman

Gaurav Mercantiles Limited

(CIN: L74110MH1985PLC176592)

3rd Floor, Tower 2B, One Indiabulls Centre,
 Senapati Bapat Marg, Lower Parel (West)
 Mumbai, Maharashtra – 400013

Subject: Report on results of the Postal Ballot (including electronic voting) pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Devesh Kumar Vasisht (CP No. 13700), Practicing Company Secretary and Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of **Gaurav Mercantiles Limited** ("Company") in their meeting held on May 6, 2020 for the purpose of scrutinizing the postal ballot process in a fair and transparent manner as per the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and General Circular Nos. 14/2020 and 17/2020 issued by the Ministry of Corporate Affairs on April 8, 2020 and April 17, 2020, respectively ("MCA circulars"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and other applicable laws (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated May 15, 2020:

S.No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Acquisition of Digital Business from Quintillion Media Private Limited being a related party.



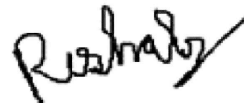
2.	Ordinary Resolution	Approval for related party transaction to be entered upon acquisition of the Digital Business from Quintillion Media Private Limited.
3.	Special Resolution	Increasing the borrowing powers and creation of charge or mortgage or hypothecation against the assets or properties of the company.
4.	Special Resolution	Alteration of Articles of Association
5.	Special Resolution	Shifting of registered office from the State of Maharashtra to National Capital Territory of Delhi and consequent amendment to Memorandum of Association of the Company
6.	Special Resolution	Change of name of the Company and consequent amendment to Memorandum & Articles of Association of the Company.

I submit my report as under:

1. In compliance of MCA Circulars, the Company sent notice through email to all the shareholders, whose names appeared on the Register of Members Members/List of Beneficial Owners as received from Central Depository Services (India) Limited (“CDSL”) and who have registered their email addresses with CDSL and Share Transfer Agent as on Friday, May 8, 2020 (“Cut-off Date”).

The shareholders who did not have their email address registered were given opportunity and instructions to it registered under said Notice for Postal Ballot.

2. The notice in respect of despatch of Notice of Postal Ballot has been published in "Financial Express" (English language newspaper) and "Lakshadeep" (Marathi language newspaper) on Saturday, May 16, 2020.
3. The shareholders of the Company holding shares as on Cut-off Date were entitled to vote on the resolution as contained in the Notice with the instructions that they shall vote through e-voting facility only as per the MCA circulars. Shareholders were given opportunity to cast their vote on the designated platform viz., www.evotingindia.com.
4. The electronic voting process was monitored through the Scrutinizer’s secured link provided by CDSL on its designated website i.e. www.evotingindia.com.
5. The e-voting was unblocked on Sunday, June 14, 2020 after 05:00 P.M. in the presence of two witnesses Mr. Gaurav Dwivedi and Mr. Rishab Kansal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

6. The particulars of e-voting report generated from electronic registry of CDSL have been entered in a separate Register maintained for that purpose.

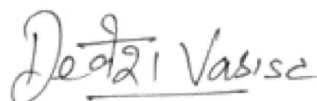


7. The votes up to 05:00 P.M. on Sunday, June 14, 2020 i.e. the last date and time fixed by the Company for postal ballot process, were considered.
8. The e-voting was reconciled with the Register of Members of the Company as on Cut-off Date as provided by the Depository Participants (DP)/ Registrar and Share Transfer Agent ('RTA') of the Company.
9. The total issued and paid-up Equity Share Capital of the Company as on cut- off date" was Rs. 2,00,00,000/- (Two Crores Only) divided into 20,00,000 (Twenty Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each.
10. Out of the total, 7 Shareholders holding 14 shares have cast their votes in the above resolution, however they were not shareholders of the Company as on Cut-off Date, therefore, their votes have not been considered for the purpose of this report.
11. The related documents/ Register will be handed over to the safe custody of the Chairman of the Company.
12. The summary of votes cast through the process of e-voting has been provided under Annexure – 1 to this report.
13. Based on above, we confirm that all the resolutions set out under the Notice of Postal Ballot have been carried on with the requisite majority and shall be deemed to have been passed on Sunday, June 14, 2020, being the last date of remote e-voting for the shareholders of the Company.
14. The Register, all other papers and other relevant records relating to postal ballot shall remain in our safe custody till the Chairman considers, approves and signs the minutes and thereafter, the same would be handed over to the Company.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

**FOR SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**



Devesh Kumar Vasisht

Scrutinizer

Membership No.: F8488

CP No.: 13700



Date: June 15, 2020

Place: New Delhi

ANNEXURE- 1

Summary of votes cast by the shareholders of Gaurav Mercantiles Limited upon receipt of Notice of Postal Ballot dated May 15, 2020

I. Resolution No. 1- Acquisition of Digital Business from Quintillion Media Private Limited

Particulars	Total number of valid votes			Percentage of total valid votes
	E-voting	Postal Ballot	Total	
Assent	4,11,764	NA	4,11,764	100
Dissent	0		0	0
Total	4,11,764		4,11,764	100

The details of votes cast through e-voting* is as follows:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)
Total votes received**	*11	4,11,764	41,17,640
Less: Invalid votes	0	0	0
Net Valid votes cast	11	4,11,764	41,17,640
Votes with assent for the resolution	11	4,11,764	41,17,640
Votes with dissent for the resolution	0	0	0

**As per MCA Circulars, shareholders cast their votes electronically instead of physical postal mode.*

*** Promoters being interested abstained themselves from voting in the above resolution.*

Therefore, the above-mentioned Ordinary Resolution has been passed with requisite majority.



II. **Resolution No. 2- Approval for related party transactions to be entered upon acquisition of the Digital Business from Quintillion Media Private Limited**

Particulars	Total number of valid votes			Percentage of total valid votes
	E-voting	Postal Ballot	Total	
Assent	4,11,764	NA	4,11,764	100
Dissent	0		0	0
Total	4,11,764		4,11,764	100

The details of votes cast through e-voting* is as follows:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)
Total votes received*	*11	4,11,764	41,17,640
Less: Invalid votes	0	0	0
Net Valid votes cast	11	4,11,764	41,17,640
Votes with assent for the resolution	11	4,11,764	41,17,640
Votes with dissent for the resolution	0	0	0

*As per MCA Circulars, shareholders cast their votes electronically instead of physical postal mode.

** Promoters being interested abstained themselves from voting in the above resolution.

Therefore, the above-mentioned Ordinary Resolution has been passed with requisite majority.

III. **Resolution No. 3- Increasing the borrowing powers and creation of charge or mortgage or hypothecation against the assets or properties of the Company**

Particulars	Total number of valid votes			Percentage of total valid votes
	E-voting	Postal Ballot	Total	
Assent	17,40,064	NA	17,40,064	100
Dissent	0		0	0
Total	17,40,064		17,40,064	100



The details of votes cast through e-voting* is as follows:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)
Total votes received	13	17,40,064	1,74,00,640
Less: Invalid votes	0	0	0
Net Valid votes cast	13	17,40,064	1,74,00,640
Votes with assent for the resolution	13	17,40,064	1,74,00,640
Votes with dissent for the resolution	0	0	0

**As per MCA Circulars, shareholders cast their votes electronically instead of physical postal mode.*

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

IV. Resolution No. 4- Alteration of Article of Association

Particulars	Total number of valid votes			Percentage of total valid votes
	E-voting	Postal Ballot	Total	
Assent	17,40,064	NA	17,40,064	100
Dissent	0		0	0
Total	17,40,064		17,40,064	100

The details of votes cast through e-voting* is as follows:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)
Total votes received	13	17,40,064	1,74,00,640
Less: Invalid votes	0	0	0
Net Valid votes cast	13	17,40,064	1,74,00,640



Votes with assent for the resolution	13	17,40,064	1,74,00,640
Votes with dissent for the resolution	0	0	0

**As per MCA Circulars, shareholders cast their votes electronically instead of physical postal mode.*

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

V. **Resolution No. 5 – Shifting of registered office from the State of Maharashtra to National Capital Territory of Delhi and consequent amendment to Memorandum of Association of the Company**

Particulars	Total number of valid votes			Percentage of total valid votes
	E-voting	Postal Ballot	Total	
Assent	17,40,064	NA	17,40,064	100
Dissent	0		0	0
Total	17,40,064		17,40,064	100

The details of votes cast through e-voting* is as follows:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)
Total votes received	13	17,40,064	1,74,00,640
Less: Invalid votes	0	0	0
Net Valid votes cast	13	17,40,064	1,74,00,640
Votes with assent for the resolution	13	17,40,064	1,74,00,640
Votes with dissent for the resolution	0	0	0

**As per MCA Circulars, shareholders cast their votes electronically instead of physical postal mode.*

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.



VI. **Resolution No. 6 – Change of name of the Company and consequent amendment to Memorandum& Article of Association**

Particulars	Total number of valid votes			Percentage of total valid votes
	E-voting	Postal Ballot	Total	
Assent	17,40,064	NA	17,40,064	100
Dissent	0		0	0
Total	17,40,064		17,40,064	100

The details of votes cast through e-voting* is as follows:

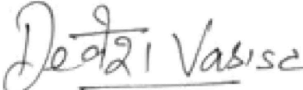
Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)
Total votes received	13	17,40,064	1,74,00,640
Less: Invalid votes	0	0	0
Net Valid votes cast	13	17,40,064	1,74,00,640
Votes with assent for the resolution	13	17,40,064	1,74,00,640
Votes with dissent for the resolution	0	0	0

**As per MCA Circulars, shareholders cast their votes electronically instead of physical postal mode.*

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

SIGNED BY

**FOR SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**


Devesh Kumar Vasisht

Scrutinizer
Membership No.: F8488
CP No.: 13700



Date: June 15, 2020
Place: New Delhi

COUNTERSIGNED BY



Mr. Parshotam Dass Agarwal
Chairman

Date: June 15, 2020
Place: New Delhi