

Rose Merc. Limited

(CIN: L24110MH1985PLC035078)

Address: Office No:12, Priyadarshani Roj Bazar Soc, Sector- 10, Khanda Colony,
New Panvel (West), Mumbai, Maharashtra- 410206, India
Email ID: rmltd1985@gmail.com Tele: 022-60602179

To
The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001

Date: September 30, 2022

Dear Sir,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Details of Voting Results at the 38th Annual General Meeting of the Company.
Ref: Rose Merc Limited. (Security Id: ROSEMER, Code: 512115)**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find details of voting results inclusive of e-voting and poll through tab voting conducted at the 38th Annual General Meeting of the Company held on Thursday, September 29, 2022 at 12:30 P.M. IST through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Kindly take the same on your record and bring it to the notice of members and Investors.

Your Sincerely,

For, Rose Merc Limited

KIRTI CHUNILAL
SAVLA

**Kirti Savla
Managing Director
DIN: 02003878**



Ankur Gandhi & Associates

Corporate Legal Advisors & Practicing Company Secretary

Ankur Gandhi
B.Com, M.Com, PGDBM, ACS

Mo. 98795 54222
93771 78170

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

Chairman,

38th Annual General Meeting of the Equity Shareholders of

Rose Merc Limited

CIN: L24110MH1985PLC035078

Held on Thursday, 29th day of September, 2022 at 12:30 p.m.

Through Video Conference (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

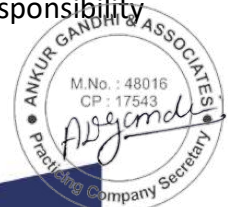
I, M/s. Ankur Gandhi & Associates, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of The Rose Merc Limited (CIN: L24110MH1985PLC035078), for the purpose of scrutinizing remote e-voting & electronic voting process through Video Conference (VC) / other Audio Visual Means (OVM) conducted at the 38th Annual General Meeting of the Equity Shareholders of the Company pursuant to provision of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) read with MCA Circulars 14/2020, 17/2020, 20/2020 and 02/2022 and in accordance with the provisions of SEBI (Listing Obligation Disclosure Requirements) Regulations 2015, in respect of resolutions mentioned in the report, at the 38th Annual General Meeting (AGM) of the Equity Shareholders on Thursday, 29th day of September, 2022 at 12:30: p.m. through VC/ OAVM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. , by remote e- voting and e-voting on the date of AGM) for the resolutions contained in the Notice of the 38th AGM of the members of the Company. My Responsibility

Office :

I/18, Kadambari Apartment - A, 3rd Floor , College Road, Bilimora - 396321

Email: adgandhi1989@gmail.com; csankurgandhi@gmail.com





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as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast ' FOR ' or ' Against' the resolutions stated in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with National Securities Depository Limited (NSDL), to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting and e-voting on the date of AGM.
2. The cut-off date for the purposes of identifying the shareholders entitled to vote on the resolutions placed for approval of the shareholders was Thursday, September 22, 2022.
3. The remote e-voting facility was kept open for three days from Monday, September 26, 2022 (09:00 a.m.) till Wednesday, September 28, 2022 (05:00 p.m.).
4. As on cut-off date i.e., Thursday, September 22, 2022, there were 672 (Six Hundred Seventy Two) shareholders.
5. Only 24 members who had logged in as the shareholders of the company were present at the 38th Annual General Meeting through VC.
6. The shareholders 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.
7. The Company has provided the facility of e-voting to the shareholders by tying up with the National Securities Depository Limited (NSDL) e-voting facility.
8. On Thursday, 29th September, 2022 at 12:38 p.m., after 15 minutes of closure of the AGM, the EVSN generated by -NSDL -was blocked by the system.
9. On Thursday, 29th September, 2022, the votes cast through remote e-voting and e-voting at the AGM, were unblocked by me in the presence of Mr. Jay Shah and Mr. Gaurang Mistry.
10. The consolidated results of remote e-voting and the e-voting on the day of the AGM are as under:

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Consolidated report on result of voting through electronic means [i.e., by remote e-voting and e-voting on the date of AGM] is as under:

Item No. 1

To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and the Auditors thereon – Ordinary Resolution.

(i) Voted in favour of the resolution:

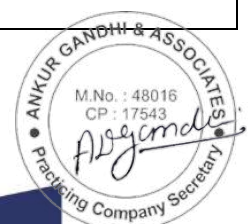
| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 2

To appoint a Director in place of Mr. Kirti Chunilal Savla (DIN: 02003878) who retires by rotation and being eligible, offer himself for re-appointment. - Ordinary Resolution.

(i) Voted in favour of the resolution:

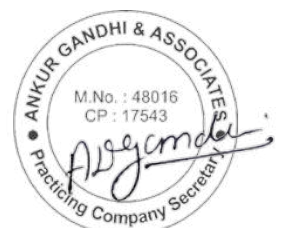
| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 3

To Appoint the Statutory Auditors of the Company– Ordinary Resolution.

(i) Voted in favour of the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 4

To Consider The Appointment Of M/S. Nagda & Haria, Chartered Accountants (FRN:141233W) As An Internal Auditor Of The Company – Ordinary Resolution.

(i) Voted in favour of the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 5

Regularisation Of Additional Director, Mr. Nooruddin Mohammed Shaikh(DIN : 09660481), by appointing HIM As Executive Director of the Company- Special Business

(i) Voted in favour of the resolution:

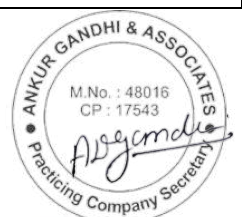
| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 6

**Appointment Of Mr. Shekhar Mennon (DIN:02262964) as an Independent Director-
Special Business**

(i) Voted in favour of the resolution:

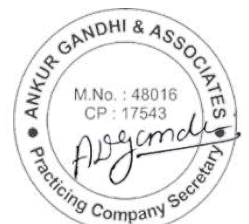
| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 7

Change of Object Clause of the Memorandum Of Association of the Company - Special Business

(i) Voted in favour of the resolution:

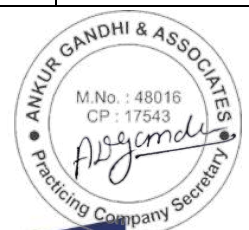
| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |





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Item No. 8

To Adopt New Set of Article of Association of the Company - Special Business

(i) Voted in favour of the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 43 | 56701 | 99.82 |
| Through e-voting at AGM | 1 | 100 | 0.18 |
| Total | 44 | 56801 | 100 |

(ii) Voted against the resolution:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | 1 | 1 | 100 |
| Through e-voting at AGM | - | - | - |
| Total | 1 | 1 | 100 |

(iii) Invalid votes:

| Mode of Voting | Number of Members Voted | Number of Votes Cast by Members | % of the Total number of Valid Votes Cast |
|-------------------------|-------------------------|---------------------------------|---|
| Through remote e-voting | - | - | - |
| Through e-voting at AGM | - | - | - |
| Total | - | - | - |

11. Based on the above voting, we request the Chairman of the 38th Annual General Meeting to announce the results of the meeting.





Ankur Gandhi & Associates

Corporate Legal Advisors & Practicing Company Secretary

12. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Place: Mumbai

Dated: 29/09/2022



Yours faithfully,

For Ankur Gandhi & Associates

Ankurkumar Dineshchandra Gandhi

Proprietor

Practicing Company Secretary

Membership No.: A-48016

CP No. 17543

UDIN: A048016D001087076

Peer Review No.: 2468/2022

Chairman/ Director/ Company Secretary

Witness 1: Sign:

Jay D. Shah

Kadambari Apartment-A,

College Road, Bilimora -396321

Witness 2: Sign:

Gaurang Mistry

B/20, Venkateshwar Nagar,

Devsar, Bilimora -396380

Office :

1/18, Kadambari Apartment - A, 3rd Floor, College Road, Bilimora - 396321

Email: adgandhi1989@gmail.com; csankurgandhi@gmail.com