



**ROSE MERC  
LIMITED**

तमसो ऽ मा ज्योतिर्गमय



15/B/4, New Sion Chs Swami Vallabhdas Road,  
Opp SIES College, Behind Dmart Store,  
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM  
CIN : L93190MH1985PLC035078

May 06, 2025

To  
Deputy General Manager  
Listing Department,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400 001

BSE Scrip Code: 512115      Scrip ID: ROSEMER

**Sub.: Voting Results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Notice of Postal Ballot dated March 31, 2025)**

Dear Sir/ Madam,

Pursuant to Regulations Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), kindly find enclosed the Voting Results and Scrutinizer's Report for the Resolutions as set out in the Notice of Postal Ballot dated March 31, 2025.

All the Resolutions stated in the Notice of Postal Ballot dated March 31, 2025 has been approved by the members of the Company by requisite majority and shall be deemed to have been passed.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You  
Yours faithfully,  
**For ROSE MERC LIMITED**

**Vaishali Parkar Kumar**  
Executive Director  
DIN: 09159108

General information about company	
Scrip code	512115
NSE Symbol	
MSEI Symbol	
ISIN	INE649C01012
Name of the company	ROSE MERC LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-05-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Deepak Rane
Firms Name	CS Deepak Rane
Qualification	CS
Membership Number	24110
Date of Board Meeting in which appointed	31-03-2025
Date of Issuance of Report to the company	05-05-2025

Voting results	
Record date	28-03-2025
Total number of shareholders on record date	969
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE GRANT OF OPTIONS TO IDENTIFIED EMPLOYEE DURING THE FINANCIAL YEAR 2025-2026 EXCEEDING 1% OF THE ISSUED SHARE CAPITAL OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7200	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4640066	1887978	40.6886	1887977	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4640066	1887978	40.6886	1887977	1	99.9999	0.0001
Total		4647266	1887978	40.6256	1887977	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE GRANT OF OPTIONS TO IDENTIFIED EMPLOYEE DURING THE FINANCIAL YEAR 2025-2026 EXCEEDING 1% OF THE ISSUED SHARE CAPITAL OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7200	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4640066	1887978	40.6886	1887977	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4640066	1887978	40.6886	1887977	1	99.9999	0.0001
Total		4647266	1887978	40.6256	1887977	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE GRANT OF OPTIONS TO IDENTIFIED EMPLOYEE DURING THE FINANCIAL YEAR 2025-2026 EXCEEDING 1% OF THE ISSUED SHARE CAPITAL OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7200	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4640066	1887978	40.6886	1887977	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4640066	1887978	40.6886	1887977	1	99.9999	0.0001
Total		4647266	1887978	40.6256	1887977	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE GRANT OF OPTIONS TO IDENTIFIED EMPLOYEE DURING THE FINANCIAL YEAR 2025-2026 EXCEEDING 1% OF THE ISSUED SHARE CAPITAL OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7200	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4640066	1412978	30.4517	1412977	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4640066	1412978	30.4517	1412977	1	99.9999	0.0001
Total		4647266	1412978	30.4045	1412977	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE GRANT OF OPTIONS TO IDENTIFIED EMPLOYEE DURING THE FINANCIAL YEAR 2025-2026 EXCEEDING 1% OF THE ISSUED SHARE CAPITAL OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of 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
Promoter and Promoter Group	E-Voting	7200	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7200	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4640066	1773678	38.2253	1773677	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4640066	1773678	38.2253	1773677	1	99.9999	0.0001
Total		4647266	1773678	38.1661	1773677	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**SCRUTINIZER'S REPORT**

*[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]*

**To,**

**The Chairman,**

**Rose Merc Limited**

Office no: 15/B/4, New Sion CHS,

Opp SIES College, Behind D Mart,

Sion West, Mumbai - 400022

**Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended.**

**Dear Sir,**

I, CS Deepak Prakash Rane, Practicing Company Secretary, having been appointed by the Board of Directors of the **Rose Merc Limited** (the "Company") as a Scrutinizer for the purpose of conducting the postal ballot (Remote e-voting) process in a fair and transparent manner in respect of the resolutions mentioned in the Notice of Postal Ballot dated 31<sup>st</sup> March, 2025.

I submit my report as under:

1. As per the General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020 and 10/2021 dated 23<sup>rd</sup> June, 2021 read with other relevant circulars, including General Circular No. 20/2021 dated December 8, 2021, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and on account of threat posed by COVID-19 pandemic situation, the Company has sent the





Postal Ballot Notice dated 31<sup>st</sup> March, 2025 by email only to the members who have registered their e-mail address with the Company/ Depositories.

2. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 28<sup>th</sup> March, 2025 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 31<sup>st</sup> March, 2025 through remote e-Voting only.
4. The Company has published an advertisement on 05<sup>th</sup> April, 2025 in "Active times" an English Newspaper and "Mumbai Pratahkal" vernacular (Marathi) Newspaper regarding completion of dispatch of Notice of Postal Ballot dated 31<sup>st</sup> March, 2025 and also specifying therein the matters prescribed in the Rules with regard to e-voting.
5. The Company has appointed National Securities Depository Limited (NSDL) for facilitating e-voting services to enable the Members to cast their votes electronically. The remote e- Voting facility was kept open from 9:00 A.M. (IST) on Sunday, 06<sup>th</sup> April, 2025 to 5:00 P.M. (IST) on Monday, 05<sup>th</sup> May, 2025. The e-Voting facility was blocked forthwith thereafter.
6. The votes cast by the members electronically on the NDSL e-voting platform were unblocked on 05<sup>th</sup> May, 2025 in presence of two witnesses, Mr. Ketan Patel and Mr. Sandeep Ughade who are not in the employment of the Company.
7. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies Management and Administration) Rules, 2014, as amended.

The summary of remote e-Voting received for the following resolutions are as under:



**(a) Resolution No.1: - Special Resolution -**

To Approve Grant Of Options To Identified Employee During The Financial Year 2025-2026 Exceeding 1% Of The Issued Share Capital Of The Company:

Particulars	Remote e-voting		Percentage (%)
	Number of Members	Number of Votes	
Assent	20	18,87,977	99.99995%
Dissent	1	1	0.00005%
Abstain	Nil	Nil	Nil
Total	22	18,87,978	100.00%

Accordingly, out of 18,87,978 votes cast (remote e-voting), 18,87,977 votes were cast ASSENTING to the Special Resolution constituting 99.99995% of the total votes cast; 01 votes were cast DISSENTING to the Special Resolution constituting 0.00005% of the total votes cast.

Thus, the Special Resolution as contained in Item No.1 is passed with requisite majority.

**(b) Resolution No.2: - Special Resolution -**

To Approve Grant Of Options To Identified Employee During The Financial Year 2025-2026 Exceeding 1% Of The Issued Share Capital Of The Company:

Particulars	Remote e-voting		Percentage (%)
	Number of Members	Number of Votes	
Assent	20	18,87,977	99.99995%
Dissent	1	1	0.00005%
Abstain	Nil	Nil	Nil
Total	22	18,87,978	100.00%

Accordingly, out of 18,87,978 votes cast (remote e-voting), 18,87,977 votes were cast ASSENTING to the Special Resolution constituting 99.99995% of the total votes cast; 01 votes were cast DISSENTING to the Special Resolution constituting 0.00005% of the total votes cast.

Thus, the Special Resolution as contained in Item No.2 is passed with requisite majority.



**(c) Resolution No.3: - Special Resolution -**

To Approve Grant Of Options To Identified Employee During The Financial Year 2025-2026 Exceeding 1% Of The Issued Share Capital Of The Company:

Particulars	Remote e-voting		Percentage (%)
	Number of Members	Number of Votes	
<b>Assent</b>	<b>20</b>	<b>18,87,977</b>	<b>99.99995%</b>
<b>Dissent</b>	<b>1</b>	<b>1</b>	<b>0.00005%</b>
<b>Abstain</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>22</b>	<b>18,87,978</b>	<b>100.00%</b>

Accordingly, out of 18,87,978 votes cast (remote e-voting), 18,87,977 votes were cast ASSENTING to the Special Resolution constituting 99.99995% of the total votes cast; 01 votes were cast DISSENTING to the Special Resolution constituting 0.00005% of the total votes cast.

Thus, the Special Resolution as contained in Item No.3 is passed with requisite majority.

**(d) Resolution No.4: - Special Resolution -**

To Approve Grant Of Options To Identified Employee During The Financial Year 2025-2026 Exceeding 1% Of The Issued Share Capital Of The Company:

Particulars	Remote e-voting		Percentage (%)
	Number of Members	Number of Votes	
<b>Assent</b>	<b>19</b>	<b>14,12,977</b>	<b>99.99993%</b>
<b>Dissent</b>	<b>1</b>	<b>1</b>	<b>0.00007%</b>
<b>Abstain</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>20</b>	<b>14,12,978</b>	<b>100.00%</b>

Accordingly, out of 14,12,978 votes cast (remote e-voting), 14,12,977 votes were cast ASSENTING to the Special Resolution constituting 99.99993% of the total votes cast; 1 votes were cast DISSENTING to the Special Resolution constituting 0.00007% of the total votes cast.

Thus, the Special Resolution as contained in Item No.4 is passed with requisite majority.



**(e) Resolution No.5: - Special Resolution -**

To Approve Grant Of Options To Identified Employee During The Financial Year 2025-2026 Exceeding 1% Of The Issued Share Capital Of The Company:

Particulars	Remote e-voting		Percentage (%)
	Number of Members	Number of Votes	
Assent	19	17,73,677	99.99994%
Dissent	1	1	0.00006%
Abstain	Nil	Nil	Nil
Total	20	17,73,678	100.00%

Accordingly, out of 17,73,678 votes cast (remote e-voting), 17,73,677 votes were cast ASSENTING to the Special Resolution constituting 99.99994% of the total votes cast; 1 votes were cast DISSENTING to the Special Resolution constituting 0.00006% of the total votes cast.

Thus, the Special Resolution as contained in Item No.5 is passed with requisite majority.

You may accordingly declare the result of the voting.

Yours Faithfully,



**CS Deepak Prakash Rane**

**M. No.24110**

**CP No.8717**

**UDIN: A024110G000272281**



Date: 05<sup>th</sup> May, 2025

Place: Mumbai