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29 July 2017

To
The Manager
Listing Department
Bombay Stock Exchange Limited
Floor 25, Phiroze jeejeebhoy towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 538942

Sub: Scrutinizer Report - 16th Annual General Meeting

With reference to the above mentioned subject we hereby attach the voting Results under the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer Report of 16th Annual General Meeting of the company held on 28 July 2017.

We also enclose the consolidated report of the scrutinizer on e-voting and voting through ballot paper at the AGM. A copy of the above is being uploaded in the website of the company.

This is for your kind information and records.

Thanking you.

Yours faithfully,
For Mercantile Ventures Ltd


N Prasanna Varadan
Company Secretary



Encl: a/a

Mercantile Ventures Limited

(CIN-L65191TN1985PLC037309)

Registered Office: 88 Mount Road, Guindy, Chennai - 600 032 India

Ref: **SCRUTINIZER'S REPORT FOR E VOTING AND POLL** Date :

[Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 ["the Act"], read with Rule 20, 21 and 22 of the Companies [Management & Administration] Rules, 2014 and other applicable provisions of the Act]

To

The Whole-time Director
MERCANTILE VENTURES LIMITED
(CIN: L65191TN1985PLC037309)
88, Mount Road,
Guindy,
Chennai - 600 032

Dear Sir,

Sub: Passing of resolution through Electronic means [EVS:170629009] as well as Poll conducted at the 16th Annual General Meeting of M/s. MERCANTILE VENTURES LIMITED held on 28th day of July, 2017

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practicing Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088, Tamil Nadu, India was appointed as the Scrutinizer by the Board of Directors of M/s. **MERCANTILE VENTURES LIMITED** for the e-voting held from 25th July, 2017 and ends on 27th July, 2017 under the CDSL platform viz. www.evotingindia.com and the Poll held at the Annual General Meeting.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and Poll, on the Resolution(s) as set out in the Notice dated 18th May, 2017.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the E-voting process and the voting at poll at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, based on the reports generated from the e- voting system provided by the Central Depository Services [India] Limited (CDSL), the authorised agency engaged by the Company for providing e- voting facilities and also the ballot papers as received at the Annual General Meeting.

Two ballot papers was found invalid.




In view of the above, I hereby submit my consolidated report on the results of the e- voting together with that of the ballot in respect of the said resolution(s) as under:

ORDINARY BUSINESS:

ITEM NO.1: To consider and adopt the Audited Financial Statements for the year ended 31 March 2017 and the Reports of Directors and Auditors thereon as ORDINARY RESOLUTION

“RESOLVED THAT Pursuant to Section 129 and other applicable provisions, if any, of the Companies Act, 2013, the audited financial statements of the Company for the year ended 31 March 2017, together with the Reports of the Directors, Auditors thereon and the report of Secretarial Auditor as circulated to the members and presented to the meeting be and are hereby considered and adopted”


VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	POLL	E –VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	5	0	56220705	0	77.33
Public	4	41	13560050	16480918	100.00	22.67
Total	4	46	13560050	72701623	100.00	100.00

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	POLL	E –VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0	0
Public	0	0	0	0	0	0
Total	0	0	0	0	0	0

[Handwritten Signature]



INVALID VOTES

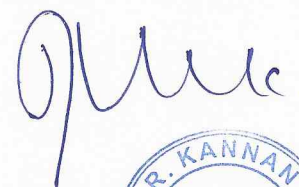
PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	2	0	50	0.00	100.00

ITEM NO. 2: To appoint a director in place of Mr.E N Rangaswami (DIN: 06463753), who retires at this meeting and being eligible, offers himself for re-appointment as **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to section 152 and other applicable provisions, if any of the Companies Act,2013, Mr. E N Rangaswami (DIN: 06463753), Whole-time Director who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company."

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	5	0	56220705	0.00	77.33
Public	4	37	13560050	16480568	100.00	22.67
Total	4	42	13560050	72701273	100.00	100.00




VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	4	0	350	0.00	100.00
Total	0	4	0	350	0.00	100.00

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	2	0	50	0.00	100.00

ITEM NO. 3: To re-appoint Statutory Auditors by means of Ordinary Resolution**RESOLVED THAT**

- i. Pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable, M/s. DPV & Associates, Chennai (Firm Registration No.011688S), Chartered Accountants, who have expressed their willingness to be re-appointed as statutory auditors of the Company, for a second term of five years to hold office from the conclusion of the 16th Annual General Meeting (AGM) until the conclusion of the 21st AGM to be held in 2022, subject to ratification by members every year, as applicable, at remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.
- ii. The Auditors be paid remuneration of Rs.3,50,000/- (Rupees Three lakhs fifty thousand only) plus reimbursement of out of pocket expenses and applicable taxes for the audit of accounts and other related services as the Auditors of the company for the financial year 2017-18.




VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	5	0	56220705	0.00	77.33
Public	4	37	13560050	16480617	100.00	22.67
Total	4	42	13560050	72701322	100.00	100.00

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	4	0	301	0.00	100.00
Total	0	4	0	301	0.00	100.00




INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	2	0	50	0.00	100.00

SPECIAL BUSINESS:

ITEM NO. 4 : Appointment of Mr. B. Narendran (DIN: 01159394) as Director and Independent Director of the Company by means of Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013, the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr.B Narendran, (DIN: 01159394) be and is here by appointed as a Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149,150,152,160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the rules made there under(including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, the appointment of Mr. B Narendran (DIN: 01159394) as an Independent Director of the Company by the Board for a period of five years from 03 February 2017 be and is hereby approved.”

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	5	0	56220705	0.00	77.33
Public	4	39	13560050	16480718	100.00	22.67
Total	4	44	13560050	72701423	100.00	100.00




VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	2	0	200	0.00	100.00
Total	0	2	0	200	0.00	100.00

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	0	0	0	0	0.00	0.00
Public	0	2	0	50	0.00	100.00




Ref:

Date :

An annexure containing the details of the report on e-voting as well as the voting at the Poll against the said resolutions is attached.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

The Outcome of the 16th Annual General Meeting may be declared accordingly based on the voting results as reported hereinabove.

Date: 29/07/2017
Place: Chennai


R. Kannan
Practicing Company Secretary
CP.No. 3363



COUNTER SIGNED BY THE CHAIRMAN OF THE MEETING

For MERCANTILE VENTURES LIMITED


B NARENDRAN
DIRECTOR/CHAIRMAN OF THE MEETING
DIN : 01159394



Chennai
29th July, 2017