

DURGESH MERCHANTS LIMITED
CIN: L65923DL1984PLC248322

Regd. Office : D-251, Ground Floor, Defence
Colony, New Delhi- 110024
Ph. : 011-68888824
Email ID : durgeshmerchants@gmail.com
Website : www.durgeshmerchantsltd.com

28th September, 2022

**To,
The Executive Director,
The Calcutta Stock Exchange Limited,
7, Lyons Range, Dalhousie,
Kolkata-700 001, West Bengal
(Scrip Code: 14337)**

Sub: Submission of Scrutinizer Report and Voting Results of 38th Annual General Meeting ("AGM") of Durgesh Merchants Limited

Dear Sir(s),

The 38th Annual General Meeting (AGM) of Durgesh Merchants Limited ('the Company') was held on Monday, 26th September, 2022 at 03:00 P.M. at D-251, Ground Floor, Conference Hall, Defence Colony, New Delhi- 110024 to transact the business as stated in the Notice of 38th AGM dated 31st August, 2022.

1. Scrutinizer Report dated 27th September, 2022 pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014.
2. Combined Voting Results on the Votes casted through remote e-Voting and Ballot papers pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take the same in your records.

Yours faithfully,

For Durgesh Merchants Limited

Priya
Priya Garg
(Company Secretary and Compliance Officer)
Office Address: D-251, Ground Floor,
Defence Colony, New Delhi - 110024



MEENU G. & ASSOCIATES

(Company Secretaries)

Corporate Office: 9089/2, Multani Dhanda, Pahar Ganj, New Delhi-110055

Email: csmeenu1@gmail.com, Mobile: 8920888492

FORM No.MGT-13

Scrutinizer's Report

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

Name of the company	Durgesh Merchants Limited
CIN	L65923DL1984PLC248322
Meeting	38th Annual General Meeting
Day, Date and Time	Monday, 26th September, 2022 at 03:00 P.M.
Venue	Registered office situated at D-251, Ground Floor, Defence Colony, New Delhi- 110024

To,
The Chairman,
Durgesh Merchants Limited

Dear Sir,

I, Meenu Gupta, proprietor of M/s Meenu G.& Associates, appointed as the Scrutinizer for remote e-voting process between 23rd September, 2022, commenced from 9:00 A.M. to 25th September, 2022 till 5:00 P.M. and to act as the scrutinizer for the voting (Poll) carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 at the 38th Annual General Meeting (AGM) of the Members of Durgesh Merchants Limited held on Monday, 26th September, 2022 at 03:00 P.M. where following items were transacted:

Resolution No.	Type of resolution	Particulars
1.	Ordinary Resolution	To review, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2022 including the Balance Sheet, the statement of Profit & Loss and Cash flow Statement for the financial year ended on that date along with the notes and schedules appended thereto and Reports of the Auditor's and Director's Report thereon.
2.	Ordinary Resolution	To appoint a Director in place of Mr. Kamall Ahuja (DIN No. 00005195), Non -

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(Company Secretaries)

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		Executive Director who retires by rotation in accordance with the Articles of Association of the Company and being eligible, offers himself for re-appointment.
3.	Ordinary Resolution	To appoint Mr. Rishabh Bansal (DIN: 09621318) as an Independent Director of the company.
4.	Ordinary Resolution	To appoint Mr. Suranjan Upadhyay (DIN: 05287812) as an Independent Director of the company

I submit the report as under:-

The 38th AGM of the Company held on 26th September, 2022 at the registered office of the Company situated at D-251, Ground Floor, Conference Hall, Defence Colony, New Delhi-110024 in accordance with the provisions of Companies Act, 2013 (the Act).

The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting facility.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR") and (iv) Secretarial Standard-2 issued by ICSI relating to e-voting on the resolutions contained in the Notice calling the AGM of the Company.

The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting) and Ballot process is restricted to making a Scrutinizer's report for the votes cast by the members "in favour" or "against" the resolutions contained in the Notice calling the AGM of the Company, based on the reports generated from the e-voting platform of NSDL, the authorized agency engaged by the Company to provide such facility and scrutiny.

The said appointment as Scrutinizer is as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules). As the Scrutinizer, I have to scrutinize:

1) Remote E-Voting:

- a) **Agency:** The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform.

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b) **Remote e-voting:** Remote e-voting platform was open from 9:00A.M on Friday, 23rd September, 2022 to 05:00 p.m. on Sunday, 25th September, 2022 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions and Special Resolutions, on the e-voting platform provided by NSDL.

Remote E-Voting facility was offered to only those members, whose name is appeared in the register of members as on the cut-off date (i.e. 19th September, 2022)

2) Voting at the AGM:

- a) As prescribed under Rule 20 (4) (Xiii) of the Companies (Management and Administration) Amendment Rules, 2016, for the purpose of ensuring that members who have already cast their votes through remote e-voting do not cast vote again at the Annual General Meeting, the scrutinizer shall have access after the 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 e-voting, such as their names, DP Id/ Client Id, number of shares held but not the manner in which they have voted.
- b) Accordingly, NSDL, the remote e-voting Agency provided us with the names, DP Id/Client Id and shareholding of the members who had cast their votes through remote e-voting.
- c) Considering the aforesaid, the company issued ballot papers to the members who attended the meeting.

Remote E-Voting Process:-

The shareholders who had voted through remote e-voting facility provided by NSDL had been blocked and only those members who were present at the AGM and who had not voted during remote e-voting period were allowed to cast their votes through Physical ballot/Poll facility provided at the AGM.

- a) On completion of voting at the meeting, Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolutions.
- b) I unblocked the remote e-voting results on the NSDL e-voting platform in the presence of 1) Ms. Megha Paliwal and 2) Ms. Janvi Ahuja (who are not in the employment of the Company) and downloaded the e-voting results.

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Signature

Ms. Megha Paliwal



Signature

Ms. Janvi Ahuja

Thereafter, the details containing interalia, list of Equity shareholders, who voted "for", or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsd.com>) and based on such reports generated, I have prepared my report.

I herewithsubmit the combined report on the results of remote e-voting and physical voting done on the date of AGM:

ORDINARY BUSINESS

a) **Resolution No. 1**

To review, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2022 including the Balance Sheet, the statement of Profit & Loss and Cash flow Statement for the financial year ended on that date along with the notes and schedules appended thereto and Reports of the Auditor's and Director's Report thereon.

Votedinfavouroftheresolution:		
Number ofmemberspresent and	Numberofvotescastby them	%oftotalnumberofvalid votescast
05	4,01,014	100

Votedagainsttheresolution		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

InvalidVotes	
Totalnumberofmemberswhosevotesweredeclaredinvalid	Totalnumberofvotescastbythem
0	0

b) **Resolution No. 2**

MEENU G. & ASSOCIATES**(Company Secretaries)****Corporate Office: 9089/2, Multani Dhanda, Pahar Ganj, New Delhi-110055****Email: csmeenu1@gmail.com, Mobile: 8920888492**

To appoint a Director in place of Mr. KamallAhuja (DIN No. 00005195), Non - Executive Director who retires by rotation in accordance with the Articles of Association of the Company and being eligible, offers himself for re-appointment.

Voted infavouroftheresolution:		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
05	4,01,014	100

Votedagainsttheresolution		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid Votes	
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution No. 3

To appoint Mr. Rishabh Bansal (DIN: 09621318) as an Independent Director of the company.

Voted in favour of the resolution:		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
05	4,01,014	100

Voted against the resolution		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid Votes	
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

MEENU G. & ASSOCIATES

(Company Secretaries)

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d) **Resolution No. 4**

To appoint Mr. Suranjan Upadhyay (DIN: 05287812) as an Independent Director of the company.

Voted in favour of the resolution:		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
05	4,01,014	100

Voted against the resolution		
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Invalid Votes	
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

All the aforesaid resolutions were passed with the requisite majority.

I further report;

1. That 5 members were present at the 38th AGM held at the registered office of the Company as per the attendance sheet.
2. Votes were cast through Poll during the 38th AGM.
3. That the combined results of the e-voting are annexed as **Annexure** with this report.
4. That the Chairman or any other person as authorized may declare and confirm the above results of remote e-voting as well as physical voting held at the AGM. The results of the remote e-voting and physical voting at the AGM shall be communicated to the stock exchange by the Company where its shares are listed.
5. That Rule no. 20 and 21 of the Companies (Management and Administration) Rules, 2014, have been duly complied with. The relevant records relating to e-Voting will be handed over to the Chairman for safe keeping after the Chairman approves and signs the minutes of the meeting.

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(Company Secretaries)

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I pay my sincere thanks to the management of the Company for giving me the opportunity to act the scrutinizer for the purpose of remote e-voting and physical voting at the AGM.

Thanking you,

Yours faithfully,

**For Meenu G.& Associates
Company Secretaries**

MEENU Digitally signed
by MEENU
GUPTA
GUPTA Date: 2022.09.27
23:50:59 +05'30'

Meenu Gupta

Proprietor

Membership No. 52702

COP No. 19501

UDIN: A052702D001061402

PRN: 2443/2022

Place: New Delhi

Date: 27/09/2022

MEENU G. & ASSOCIATES**(Company Secretaries)****Corporate Office: 9089/2, Multani Dhanda, Pahar Ganj, New Delhi-110055****Email: csmeenu1@gmail.com, Mobile: 8920888492****Voting Results as required under Regulation 44(3) of the SEBI(Listing Obligations
And Disclosure Requirements) Regulations, 2015****Combined Results of the Votes casted through remote e-Voting and Physical voting**

Sr. No	Particulars	Details
1.	Name of the company	Durgesh Merchants Limited
2.	CIN	L65923DL1984PLC248322
3.	Date & Day of Annual General Meeting	26th September, 2022 Monday
4.	Total No. of Shareholders on Record date/Book Closure Date	460
5.	No. of shareholders present in Meeting either in person or through proxy: - Promoters and Promoters Group - Public	- 5

1. To review, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2022 including the Balance Sheet, the statement of Profit & Loss and Cash flow Statement for the financial year ended on that date along with the notes and schedules appended thereto and Reports of the Auditor's and Director's Report thereon.

Resolution Required:			ORDINARY					
Whether Promoter/ promoter group are interested in resolution:			No					
Promoter / Public	Mode of Voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares (3) = [(2)/(1) * 100]	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) * 100]
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & promoter Group	Remote e-voting	7,00,634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0

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Public – Institutional	Remote e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutional	Remote-voting	21,01,900	0	0	0	0	0	0
	Poll		4,01,014	19.08	4,01,014	0	100	0
	Total		4,01,014	19.08	4,01,014	0	100	0
Grand Total		28,02,534	4,01,014	19.08	4,01,014	0	100	0

*The aforesaid ordinary resolution was passed with the requisite majority.

2. To appoint a director in place of Mr. Kamal Ahuja (DIN No. 00005195), Non - Executive Director who retires by rotation in accordance with the Articles of Association of the Company and being eligible, offers herself for re-appointment.

Resolution Required:			ORDINARY					
Whether Promoter/ promoter group are interested in resolution:			Yes					
Promoter / Public	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 favor (4)	No. of votes against (5)	% of Votes in favor on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) * 100]
Promoter & promoter Group	Remote e-voting	7,00,634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Institutional	Remote e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0

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Public – Non Institution s	Remote- voting	21,01,90 0	0	0	0	0	0	0
	Poll		4,01,01 4	19.08	4,01,014	0	100	0
	Total		4,01,01 4	19.08	4,01,014	0	100	0
Grand Total		28,02,53 4	4,01,01 4	19.08	4,01,014	0	100	0

*The aforesaid ordinary resolution was passed with the requisite majority.

3. To appoint Mr. Rishabh Bansal (DIN: 09621318) as an Independent Director of the company.

Resolution Required:			ORDINARY					
Whether Promoter/ promoter group are interested in resolution:			No					
Promoter / Public	Mode of Voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of votes against	% of Votes in favor 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 & promoter Group	Remote e-voting	7,00,634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Institutional	Remote e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institution	Remote-voting	21,01,90 0	0	0	0	0	0	0
	Poll			19.08		0	100	0

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s			4,01,014		4,01,014			
	Total		4,01,014	19.08	4,01,014	0	100	0
Grand Total		28,02,534	4,01,014	19.08	4,01,014	0	100	0

*The aforesaid ordinary resolution was passed with the requisite majority.

4. To appoint Mr. Suranjan Upadhyay (DIN: 05287812) as an Independent Director of the company.

Resolution Required:			ORDINARY					
Whether Promoter/ promoter group are interested in resolution:			No					
Promoter / Public	Mode of Voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares (3) = [(2)/(1) * 100]	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) * 100]
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & promoter Group	Remote e-voting	7,00,634	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Institutional	Remote e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	Remote-voting	21,01,900	0	0	0	0	0	0
	Poll		4,01,014	19.08	4,01,014	0	100	0
	Total		4,01,014	19.08	4,01,014	0	100	0

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			4					
Grand Total	28,02,53	4,01,01	19.08	4,01,014	0	100	0	
	4	4						

***The aforesaid ordinary resolution was passed with the requisite majority.**

**For Meenu G.& Associates
Company Secretaries**

MEENU Digitally signed by
MEENU GUPTA
Date: 2022.09.27
23:51:32 +05'30'
GUPTA

**Meenu Gupta
Proprietor
Membership No. 52702
COP No. 19501
UDIN: A052702D001061402
PRN: 2443/2022**

**Place: New Delhi
Date: 27/09/2022**

Countersigned on behalf of Durgesh Merchants Limited

**Kamall Ahuja
(Director)
DIN No. 00005195
Address: D-251, Ground Floor, Defence
Colony, New Delhi- 110024**