

# MERCURY METALS LIMITED

Traders in Ferrous & Non Ferrous Metals



36, Advani Market, O/s. Delhi Gate, Shahibaug, Ahmedabad 380 004. INDIA Phone: +91 79 6542 5275 Email: metal.mercury@gmail.com

**CIN: L27109GJ1986PLC008770**

**February 14, 2015**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street Mumbai- 400001

Dear Sir/ Madam,

**Sub: Compliance as per Clause 35A of the Listing Agreement**  
**Ref: Scrip Code: 531357**

With reference to the above, we are enclosing herewith, the details of voting rights exercised in Extra-Ordinary General Meeting of the members of the Company held on 14<sup>th</sup> February, 2015 at 12.30 p.m at 36, Advani Market, O/S Delhi Gate, Shahibaug Road, Ahmedabad-380004

**I. Attendance of Members:**

| Sr. No. | Particulars   | Details                           |                       |
|---------|---|-----------------------------------|-----------------------|
| 1.      | Date of Extra Ordinary General Meeting  | 14 <sup>th</sup> February, 2015   |                       |
| 2.      | Total No. of shareholders on record date (Cut Off date)                       | 6653                              |                       |
| 3.      | No. of shareholders present in the meeting either in person or through proxy: |                                   |                       |
|         | Category  | Present in Person                 | Present through Proxy |
|         | Promoters and Promoter Group  | 12                                | 0                     |
|         | Public  | 19                                | 0                     |
|         | <b>Total</b>  | <b>31</b>                         | <b>0</b>              |
| 4.      | No. of shareholders attended the meeting through Video Conferencing           | Not Applicable hence not arranged |                       |



## II. Details of Voting:

| Sr. No. | Details of Agenda  | Type of Resolution | Mode of Voting            | Remarks                                 |
|---------|--|--------------------|---------------------------|---|
| 1.      | To consider the Reduction of Capital of the Company, with or without modification  | Special Resolution | E-Voting and Poll Process | Resolution passed by requisite majority |
| 2.      | To consider with or without modification to deal with fractional share and implementation of reduction of capital of the company | Special Resolution | E-Voting and Poll Process | Resolution passed by requisite majority |
| 3.      | To consider the amendment to clause-v of the memorandum of association (capital of the company), with or without modification    | Special Resolution | E-Voting and Poll Process | Resolution passed by requisite majority |

## III. Results of e-voting and poll by members:

The mode of voting by the members for all resolutions was e-voting and by way of taking poll in the EGM of the Company and poll papers provided to the members (other than the members voted through e-voting) who has attended the EGM personally.

We Are enclosing herewith the results of e-voting in the prescribed format for your perusal.

Thanking You,

Yours Faithfully,  
For, **Mercury Metals Limited**



**Govindram L. Kabra**  
(Executive Director)  
Din: 00006621  
Encl: As stated



Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted as per Notice of Extra – Ordinary General Meeting of the Company through e-voting and poll process are furnished below:

Details of voting on special resolutions passed as per Notice of Extra – Ordinary General Meeting (EGM) are mentioned herein below:

| Resolution No. 1  | Promoter/Public              | 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 votes polled | % of Votes against on votes polled |
|---|------------------------------|--------------------|---------------------|---|------------------------|------------------------|-----------------------------------|------------------------------------|
| To consider the reduction of capital of the Company, with or without modification | Promoter                     | 2931308            | 2931308             | 100%                                    | 2931308                | 0                      | 100%                              | 0                                  |
|   | Public Institutional Holders | -                  | -                   | -                                       | -                      | 0                      | -                                 | 0                                  |
|   | Public - others              | 4021500            | 1109191             | 27.58%                                  | 1109191                | 0                      | 100%                              | 0                                  |
|   | Total                        | 6952808            | 4040499             | 58.11%                                  | 4040499                | 0                      | 100%                              | 0                                  |

| Resolution No. 2   | Promoter/Public              | 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 votes polled | % of Votes against on votes polled |
|--|------------------------------|--------------------|---------------------|---|------------------------|------------------------|-----------------------------------|------------------------------------|
| To consider with or without modification to deal with fractional share and implementation of reduction of capital of the Company | Promoter                     | 2931308            | 2931308             | 100%                                    | 2931308                | 0                      | 100%                              | 0                                  |
|  | Public Institutional Holders | -                  | -                   | -                                       | -                      | 0                      | -                                 | -                                  |
|  | Public - others              | 4021500            | 1109191             | 27.58%                                  | 1108191                | 1000                   | 99.91%                            | 0.09%                              |
|  | Total                        | 6952808            | 4040499             | 58.11%                                  | 4039499                | 1000                   | 99.98%                            | 0.02%                              |

| Resolution No. 3  | Promoter/Public              | 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 votes polled | % of Votes against on votes polled |
|---|------------------------------|--------------------|---------------------|---|------------------------|------------------------|-----------------------------------|------------------------------------|
| To consider the amendment to clause-V of the memorandum of association (capital of the company), with or without modification | Promoter                     | 2931308            | 2931308             | 100%                                    | 2931308                | 0                      | 100%                              | 0                                  |
|   | Public Institutional Holders | -                  | -                   | -                                       | -                      | 0                      | -                                 | 0                                  |
|   | Public - others              | 4021500            | 1109191             | 27.58%                                  | 1109191                | 0                      | 100%                              | 0                                  |
|   | Total                        | 6952808            | 4040499             | 58.11%                                  | 4040499                | 0                      | 100%                              | 0                                  |

Place: Ahmedabad  
Date: 14.02.2015

For Mercury Metals Limited



*(Signature)*

Govindram L. Kabra  
Executive Director  
Din: 00006621

## Scrutinizers' Report

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

To

**The Chairman of**

Extra-Ordinary General Meeting of the Equity Shareholders of Mercury Metals Limited to be held on Saturday, 14<sup>th</sup> February, 2015 at 12.30 p.m. at 36, Advani Market, O/S Delhi Gate, Shahibaug Road, Ahmedabad-380004.

**Dear Sir,**

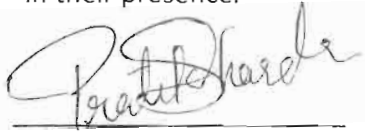
I, Devesh Khandelwal, proprietor of Khandelwal Devesh & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Mercury Metals Limited, ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the Extra- Ordinary General Meeting of the Equity Shareholders of Mercury Metals Limited to be held on Saturday, 14<sup>th</sup> February, 2015 at 12.30 p.m. at 36, Advani Market, O/S Delhi Gate, Shahibaug Road, Ahmedabad-380004.

I submit my report as under:

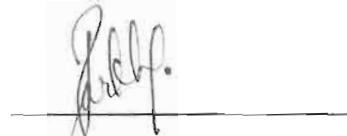
1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the Extra-Ordinary General Meeting (EGM) of the Company. My responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the votes cast in favour / against the resolutions stated above, based on the reports generated from e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency engaged by the company to provide e-voting facilities.
2. The e-voting period remained open from 7<sup>th</sup> February, 2015 10.00 a.m. to 9<sup>th</sup> February, 2015, 6.00 p.m.
3. The shareholders holding shares as on the "cut off" date i.e. 09<sup>th</sup> January 2015 were entitled to vote on the proposed resolutions (items No. 1 to 3 as set out in the Notice of the EGM of the Company).



4. Accordingly the electronic votes cast were taken into account and at the end of this voting period, on 9<sup>th</sup> February, 2015 (at 6.00 p.m.), the e-voting portal was blocked for voting by NSDL.
5. The votes were unblocked on 10<sup>th</sup> February, 2014, in the presence of two witnesses **1. Ms. Pratixa Seju** and **2. Ms. Barkha Deshmukh** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Pratixa S. Seju



Name: BARKHA B. DESHMUKH

6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders, No. of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "Assent" and "Dissent", were downloaded from the e voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>).
8. Based on such reports, the results of the e-voting are as under:

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

**TO CONSIDER THE REDUCTION OF CAPITAL OF THE COMPANY, WITH OR WITHOUT MODIFICATION, AS A SPECIAL RESOLUTION:**

|                                    | Number of members voted through electronic system | Number of votes casted in favour of the resolution | % of total number of valid votes casted |
|------------------------------------|---|--|---|
| Voted in favour of the resolution: | 15  | 703500   | 100%                                    |
| Voted against the resolution:      | 0   | 0  | 0                                       |
| <b>Total</b>                       | <b>15</b>   | <b>703500</b>                                      | <b>100%</b>                             |
| No of members Votes for Abstain    | Nil   | Nil  | Nil                                     |

## (b) Resolution No. 2:

**TO CONSIDER WITH OR WITHOUT MODIFICATION TO DEAL WITH FRACTIONAL SHARE AND IMPLEMENTATION OF REDUCTION OF CAPITAL OF THE COMPANY, AS A SPECIAL RESOLUTION:**

|                                    | Number of members voted through electronic system | Number of votes casted in favour of the resolution | % of total number of valid votes casted |
|------------------------------------|---|--|---|
| Voted in favour of the resolution: | 14  | 702500   | 99.86%                                  |
| Voted against the resolution:      | 1   | 1000   | 0.14%                                   |
| <b>Total</b>                       | <b><u>15</u></b>                                  | <b><u>703500</u></b>                               | <b><u>100%</u></b>                      |
| No of members Votes for Abstain    | Nil   | Nil  | Nil                                     |

## (c) Resolution No. 3:

**TO CONSIDER THE AMENDMENT TO CLAUSE-V OF THE MEMORANDUM OF ASSOCIATION (CAPITAL OF THE COMPANY), WITH OR WITHOUT MODIFICATION, AS A SPECIAL RESOLUTION:**

|                                    | Number of members voted through electronic system | Number of votes casted in favour of the resolution | % of total number of valid votes casted |
|------------------------------------|---|--|---|
| Voted in favour of the resolution: | 15  | 703500   | 100%                                    |
| Voted against the resolution:      | 0   | 0  | 0                                       |
| <b>Total</b>                       | <b><u>15</u></b>                                  | <b><u>703500</u></b>                               | <b><u>100%</u></b>                      |
| No of members Votes for Abstain    | Nil   | Nil  | Nil                                     |

9. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary General Meeting.

Thanking you,

Yours faithfully,

**For, Khandelwal Devesh & Associates  
Company Secretaries**



**Devesh Khandelwal  
Proprietor  
COP: 4202  
FCS: 6897**

**Place: Ahmedabad**

**Dated: 10.02.2014**

**FORM No. MGT-13**  
**Report of Scrutinizer**

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

To

**The Chairman of**

Extra-Ordinary General Meeting of the Equity Shareholders of  
Mercury Metals Limited held on Saturday, 14th February, 2015  
at 12.30 p.m. at 36, Advani Market, O/S Delhi Gate,  
Shahibaug Road, Ahmedabad-380004.

**Dear Sir,**

I, Devesh Khandelwal, proprietor of Khandelwal Devesh & Associates, Company Secretaries, Ahmedabad, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Extra- Ordinary General Meeting of the Equity Shareholders of Mercury Metals Limited held on Saturday, 14<sup>th</sup> February, 2015 at 12.30 p.m. at 36, Advani Market, O/S Delhi Gate, Shahibaug Road, Ahmedabad-380004.

I submit my report as under:

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the poll is as under:

(a) Resolution No. 1:

**TO CONSIDER THE REDUCTION OF CAPITAL OF THE COMPANY,  
WITH OR WITHOUT MODIFICATION, AS A SPECIAL RESOLUTION:**

(I) Voted in favour of the resolution:

| Number of Members present and voting (in person or proxy) | Number of votes cast by them (Shares) | % of total number of valid votes cast |
|---|---------------------------------------|---------------------------------------|
| 31  | 3336999                               | 100%                                  |



(II) Voted against the resolution:

| Number of Members present and voting (in person or proxy) | Number of votes cast by them (Shares) | % of total number of valid votes cast |
|---|---------------------------------------|---------------------------------------|
| 0   | 0                                     | 0                                     |

(III) Invalid Votes

| Total number of members present and voting (in person or proxy) whose votes were declared invalid | Total number of votes cast by them (Shares) |
|---|---|
| 0   | 0   |

(b) Resolution No. 2:

**TO CONSIDER WITH OR WITHOUT MODIFICATION TO DEAL WITH FRACTIONAL SHARE AND IMPLEMENTATION OF REDUCTION OF CAPITAL OF THE COMPANY, AS A SPECIAL RESOLUTION:**

(I) Voted in favour of the resolution :

| Number of Members present and voting (in person or proxy) | Number of votes cast by them (Shares) | % of total number of valid votes cast |
|---|---------------------------------------|---------------------------------------|
| 31  | 3336999                               | 100%                                  |

(II) Voted against the resolution:

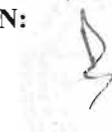
| Number of Members present and voting (in person or proxy) | Number of votes cast by them (Shares) | % of total number of valid votes cast |
|---|---------------------------------------|---------------------------------------|
| 0   | 0                                     | 0                                     |

(III) Invalid Votes

| Total number of members present and voting (in person or proxy) whose votes were declared invalid | Total number of votes cast by them (Shares) |
|---|---|
| 0   | 0   |

(c) Resolution No. 3:

**TO CONSIDER THE AMENDMENT TO CLAUSE-V OF THE MEMORANDUM OF ASSOCIATION (CAPITAL OF THE COMPANY), WITH OR WITHOUT MODIFICATION, AS A SPECIAL RESOLUTION:**



(I) Voted in favour of the resolution:

| Number of Members present and voting (in person or proxy) | Number of votes cast by them (Shares) | % of total number of valid votes cast |
|---|---------------------------------------|---------------------------------------|
| 31  | 3336999                               | 100%                                  |

(II) Voted against the resolution:

| Number of Members present and voting (in person or proxy) | Number of votes cast by them (Shares) | % of total number of valid votes cast |
|---|---------------------------------------|---------------------------------------|
| 0   | 0                                     | 0                                     |

(III) Invalid Votes

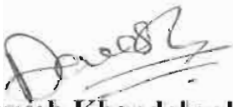
| Total number of members present and voting (in person or proxy) whose votes were declared invalid | Total number of votes cast by them (Shares) |
|---|---|
| 0   | 0   |

- A list of Equity Shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Executive Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

**For, Khandelwal Devesh & Associates**  
**Company Secretaries**

  
**Devesh Khandelwal**  
**Proprietor**  
**COP: 4202**  
**FCS: 6897**

**Place: Ahmedabad**  
**Dated: 14.02.2014**