

RAHUL MERCHANDISING LIMITED

Regd. Office: 204, Siddhartha Building, 96, Nehru Place, New Delhi-110019
Email id: rahulmerchandising@gmail.com, Website: www.rahulmerchandising.com
CIN: L74899DL1993PLC052461, Ph: 011-26212295

Date: 01.10.2019

To,

**The Manager-Listing
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street,
Fort Mumbai- 400001

Security Code:531887

Sub: Submission of documents of Annual General Meeting as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

Please find attached herewith the following documents in respect of **Annual General Meeting** of the Company held on **Monday, 30th September, 2019 (commenced at 09:30 A.M.)** at the **Registered office** of the Company situated at 204, Siddhartha Building, 96, Nehru Place, New Delhi-110019.

1. Voting Results of Annual General Meeting as per the provisions of Regulation 44 of SEBI(Listing Obligations and Disclosure Requirements), Regulations, 2015 as **Annexure-I**.
2. Scrutinizer's Report obtained from the Scrutinizer of the Company pertaining to the voting for Annual General Meeting as **Annexure-II**.

Submitted for your information and records.

Yours Sincerely,
For Rahul Merchandising Limited

SUNNY KUMAR Digitally signed
by SUNNY KUMAR
Date: 2019.10.01
18:10:55 +05'30'

(Sunny Kumar)
Whole-Time Director
DIN: 07648718

Place: New Delhi

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Annexure I

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of Voting Results

Date of the AGM	30th September, 2019
Total number of Shareholders as on Cut-Off Date for the purpose of E Voting	1114
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	0
Public	19
No. of Shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group	
Public	

Resolution No. 1- Considered and adopted the “Audited Financial Statements” of the Company for the year ended on 31st March, 2019 together with the Report of the Directors’ and Auditors’ thereon.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	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 favour (4)	No. of Votes Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	1013800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Institutions	E Voting	700	0	0	0	0	0	0
	Poll		0	0	0	0	0	0

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	Postal Ballot		0	0	0	0	0	0
Public Non-Institutions	E Voting	2497750	212	0.01	211	1	99.53	0.47
	Poll		534066	21.38	534066	0	100	0
	Postal Ballot		0	0	0	0	0	0
Total		3512250	534278	15.21	534277	1	99.9998	0.0002

Resolution No. 2:-Appointed Mr. Sunny Kumar (DIN: 07648718) as Director, who shall be liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for Re-appointment.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	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 favour (4)	No. of Votes Against (5)	% of Votes in favour on votes polled (6)=[(4)/2]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	1013800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Institutions	E Voting	700	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Non-Institutions	E Voting	2497750	212	0.01	211	1	99.53	0.47
	Poll		534066	21.38	534066	0	100	0
	Postal Ballot		0	0	0	0	0	0
Total		3512250	534278	15.21	534277	1	99.9998	0.0001

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Resolution No. 3: Appointed M/s VSSA & Associates, Chartered Accountant, (Firm Registration No. 012421N), for a term of five years as Statutory Auditor of the Company and fixed their remuneration.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	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 favour (4)	No. of Votes Against (5)	% of Votes in favour on votes polled (6)=[(4)/2]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	1013800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Institutions	E Voting	700	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Non-Institutions	E Voting	2497750	212	0.01	211	1	99.53	0.47
	Poll		534066	21.38	534066	0	100	0
	Postal Ballot		0	0	0	0	0	0
Total		3512250	534278	15.21	534277	1	99.9998	0.0001

Resolution No. 4: Re-appointment of Ms. Snehlata Kaim (DIN: 06882968) as Independent Director for Second Term of 5 Years

Resolution required: (Ordinary/ Special)		Special Resolution	
Whether promoter/ promoter group are interested in the agenda/resolution		No	

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Category	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 favour (4)	No. of Votes Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	1013800	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Institutions	E Voting	700	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
Public Non-Institutions	E Voting	2497750	212	0.01	211	1	99.53	0.47
	Poll		534066	21.38	534066	0	100	0
	Postal Ballot		0	0	0	0	0	0
Total		3512250	534278	15.21	534277	1	99.9998	0.0001

Date: 01.10.2019
Place: New Delhi

Yours Sincerely,
For Rahul Merchandising Limited

SUNNY
KUMAR

Digitally signed by SUNNY
KUMAR
Date: 2019.10.01 18:12:32
+05'30'

(Sunny Kumar)
Whole-Time Director
DIN: 07648718



OJHA & ASSOCIATES

Company Secretaries

473, Patel Nagar, P.O. Harjinder Nagar, Kanpur-208007

E-Mail: cstanayojha@gmail.com, Ph: +91-9198069316

MGT-13

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Rahul Merchandising Limited
Add:204, Siddhartha Building, 96,
Nehru Place, New Delhi-110019

Dear Sir,

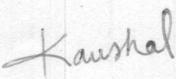
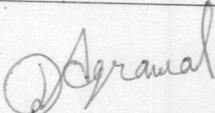
I, Tanay Ojha, **Practicing Company Secretary**, on behalf of **M/s. Ojha & Associates, Company Secretaries**, having my office at 473, Patel Nagar, P.O Harjinder Nagar, Kanpur - 208007, was appointed as Scrutinizer by the Board of Directors, for the purpose of scrutinizing the remote e-Voting and voting through ballot paper (Poll) process at Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice for AGM of the members of the Company held on **Monday, 30th Day of September, 2019 at 09:30 A.M** at their Registered office of the Company at **204, Siddhartha Building, 96, Nehru Place, New Delhi-110019**.

I submit my report as under:-

1. The remote e-voting period commenced on **Friday, 27th September, 2019** at **09:00 AM** and ended on **Sunday, 29th September, 2019** at **05:00 P.M.** on the designated website via NSDL Voting Platform.
2. The Shareholders of the Company as on the "cut off" date i.e. **Tuesday, 24.09.2019** were entitled to avail the facility of remote e-voting as well as voting through polling papers at the Annual General Meeting on the proposed resolutions as set out in the Notice.
3. The total paid up Equity Share Capital of the Company as on the cut of date was **Rs. 3,51,22,500/- (Rupees Three Crores Fifty One Lacs Twenty Two Thousand and Five Hundred Only)** divided into 32,12,250 equity shares of Rs.10/- (Rupees Ten Only) each.
4. The Chairperson ordered for poll at meetings per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.

Tanay Ojha

5. After the time fixed for closing of the poll by the Chairman, **One** ballot box was kept for polling locked in my presence with due identification marks placed by me.
6. After completion of Poll at the meeting at **09:45 A.M.** the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at the meeting.
7. We did not find any ballots, which were incomplete and/or which were otherwise found defective.
8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the meeting in the presence of two witnesses, named **Mr. Kaushal Kashyap, R/o 32/236 Trilokpuri, New Delhi 110091** and **Mr. Diwakar Agarwal R/o C13, Sector 35, Noida – 201301** who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

 Witness 1	 Witness 2
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10. The consolidated summary of results of remote e-voting and poll at the meeting are as under:

Resolution No. 1:

Considered and adopted the "**Audited Financial Statements**" of the Company for the year ended on **31st March, 2019** together with the Report of the Directors' and Auditors' thereon.

- (i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	534066	100

- (ii) Voted in **against** of the resolution:

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




(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Therefore, the aboveresolution has been approved with requisite majority.Details of poll at the meeting&remote e-voting are given in Annexure- A.

Resolution No. 2:

Appointed Mr. Sunny Kumar (DIN: 07648718) as Director, who shall be liable to retire by rotation. at the ensuing Annual General Meeting and being eligible, offers himself for Re-appointment

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	534066	100

(ii) Voted in against of the resolution:

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

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Therefore, the above resolution has been approved with requisite majority.Details of poll at the meeting& remote e-voting are given in Annexure- B.

Resolution No. 3:

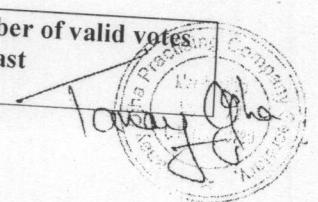
Appointed M/s VSSA & Associates, Chartered Accountant, (Firm Registration No. 012421N), for a term of five years as Statutory Auditor of the Company and fixed their remuneration.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	534066	100

(ii) Voted in against of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast



0	0	0
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(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Therefore, the above resolution has been approved with requisite majority. Details of poll at the meeting & remote e-voting are given in Annexure- C.

Resolution No. 4 :

Re-appointment of **Ms. Snehlata Kaim (DIN: 06882968)** as **Independent Director** for Second Term of 5 Years

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	534066	100

(ii) Voted in **against** of the resolution:

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

(iii) Invalid Votes:

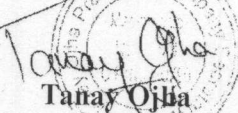
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Therefore, the above resolution has been approved with requisite majority. Details of poll at the meeting & remote e-voting are given in Annexure-D.

11. The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairperson considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the company.

The image shows a handwritten signature in blue ink that reads "Tanya Gha". Below the signature is a circular official stamp. The text around the perimeter of the stamp is partially legible and appears to include "Scrutinizer" and "Company".

For Ojha & Associates,
Company Secretaries


Tanay Ojha
Scrutinizer

Memb. No.: A29658
C.O.P. No.: 10790

Date: 30.09.2019
Place: Kanpur

Countersigned by
For Rahul Merchandising Limited



Snehlata Kaim
Chairperson
DIN: 06882968

Annexure - A

Details of poll at the meeting & remote e-voting for **Resolution No.-1** are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares of Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
a) Total votes received	12	534066	3512250	15.20
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	12	534066	3512250	15.20
d) Votes with assent	12	534066	3512250	15.20
e) Votes with dissent	0	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of E-voters	No. of Equity Shares of E-Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
(a) Net Valid Votes	7	212	3512250	0.01
(b) Votes with Assent	6	211	3512250	0.01
(c) Votes with dissent	1	1	3512250	0.00



Annexure - B

Details of poll at the meeting & remote e-voting for **Resolution No.-2** are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares of Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
a) Total votes received	12	534066	3512250	15.20
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	12	534066	3512250	15.20
d) Votes with assent	12	534066	3512250	15.20
e) Votes with dissent	0	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of E-voters	No. of Equity Shares of E-Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
(a) Net Valid Votes	7	212	3512250	0.01
(b) Votes with Assent	6	211	3512250	0.01
(c) Votes with dissent	1	1	3512250	0.00



Annexure - C

Details of poll at the meeting & remote e-voting for **Resolution No.-3** are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares of Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
a) Total votes received	12	534066	3512250	15.20
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	12	534066	3512250	15.20
d) Votes with assent	12	534066	3512250	15.20
e) Votes with dissent	0	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of E-voters	No. of Equity Shares of E-Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
(a) Net Valid Votes	7	212	3512250	0.01
(b) Votes with Assent	6	211	3512250	0.01
(c) Votes with dissent	1	1	3512250	0.00

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "Chartered Accountant" and "The Practising Company" around the perimeter. The signature appears to be "Tanay Ghe" or similar.

Details of poll at the meeting & remote e-voting for **Resolution No.-4** are as under

D1. VOTING THROUGH POLL:

Annexure - D

Particulars	No. of voters	No. of Equity Shares of Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
a) Total votes received	12	534066	3512250	15.20
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	12	534066	3512250	15.20
d) Votes with assent	12	534066	3512250	15.20
e) Votes with dissent	0	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of E-voters	No. of Equity Shares of E-Voters	Total Paid-up Equity Shares	% of Votes Against Total Paid-up Equity Capital
			(In No.)	(Approx.)
(a) Net Valid Votes	7	212	3512250	0.01
(b) Votes with Assent	6	211	3512250	0.01
(c) Votes with dissent	1	1	3512250	0.00

