

# PREMIUM MERCHANTS LIMITED

Registered office: Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre,  
Jasola, New Delhi-110025

CIN: L51909DL1985PLC021077, Tel: +91 11 61119661/371

Email Id: premiummerchants123@gmail.com, website:www.pmltd.in

Date: 10<sup>th</sup> June, 2024

To,  
**Metropolitan Stock Exchange of India Limited (MSEI)**  
205(A), 2<sup>nd</sup> Floor, Piramal Agastya Corporate Park,  
Kamani Junction, LBS Road,  
Kurla (West), Mumbai-400 070.  
Symbol: PML  
Series : BE

**Sub: Disclosure of voting results along with the Scrutinizer Report of the Postal Ballot by remote e-voting process in accordance with the Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") and Regulation 11(4) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (the "Delisting Regulations").**

Dear Sir/Madam,

This is in furtherance to our letter dated 8<sup>th</sup> May, 2024 regarding Notice of Postal Ballot ("Notice") dated 4<sup>th</sup> May, 2024, issued to the Members of the Company, seeking their approval by way of Special Resolution through Remote E-voting process and receipt of Postal Ballot Forms ("**Voting**") with respect to the following resolution as set out in the Notice:

“Approval for Voluntary Delisting of the Equity Shares of the Company from the Metropolitan Stock Exchange of India (MSEI), where presently the Equity Shares of the Company are listed, in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.”

We wish to inform you that the Voting commenced on Friday, 10<sup>th</sup> May, 2024; 9.00 a.m. IST and ended on Saturday, June 08, 2024; 05.00 p.m. IST.

In this regard, please find enclosed the following:

1. Voting Results as required under the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Annexure-1)
2. Voting Results as required under Regulation 11(4) of the SEBI (Delisting of Equity Shares) Regulations, 2021. (Annexure-2)
3. Scrutinizer's Report on voting results dated 10<sup>th</sup> June, 2024 submitted by M/s Vishal Arora & Associates, Practicing Company Secretary.

Thanking you  
Yours faithfully,  
For **Premium Merchants Limited**

*Jyoti Bharti*

**Jyoti Bharti**  
Company Secretary  
M.No : 36838



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## VOTING RESULTS

Postal Ballot Notice Date	4 <sup>th</sup> May 2024
Total number of shareholders on cut-off date (i.e. 6 <sup>th</sup> May, 2024)	121
Voting Commencement Date	Friday, May 10, 2024 at 9:00 a.m.
Voting End Date	Saturday, June 08, 2024 at 5:00 p.m.

### Particulars of Resolutions passed

Resolution No.	Description	Type of Resolution	Mode of Voting
1	Approval for Voluntary Delisting of the Equity Shares of the Company from the Metropolitan Stock Exchange of India Limited (MSEI) where presently the Equity Shares of the Company are listed, in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.	Special Resolution	E-Voting & Postal Ballot Forms



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(Annexure-1)

<b>Resolution 1 (Including Promoter and Public)</b>			Approval for Voluntary Delisting of the Equity Shares of the Company from the Metropolitan Stock Exchange of India Limited (MSEI) where presently the Equity Shares of the Company are listed, in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations,2021.					
<b>Resolution required: (Ordinary/Special)</b>			Special					
<b>Whether promoter or promoter group are interested in the agenda/resolution?</b>			Yes					
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/ ballot paper (Postal Ballot)	720000	720000	100	720000	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>720000</b>	<b>720000</b>	<b>100</b>	<b>720000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting/ballot paper (Postal Ballot)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-voting/ ballot paper (Postal Ballot)	278000	155591	55.97	155591	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>278000</b>	<b>155591</b>	<b>55.97</b>	<b>155591</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>998000</b>	<b>875591</b>	<b>87.73</b>	<b>875591</b>	<b>0</b>	<b>100</b>	<b>0</b>



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(Annexure-2)

<b>Resolution 1 (Excluding Promoter and Promoter group)</b>			Approval for Voluntary Delisting of the Equity Shares of the Company from the Metropolitan Stock Exchange of India Limited (MSEI) where presently the Equity Shares of the Company are listed, in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.					
<b>Resolution required: (Ordinary/Special)</b>			Special					
<b>Whether promoter or promoter group are interested in the agenda/resolution?</b>			Yes					
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/ ballot paper (Postal Ballot)	720000	0	0	0	0	0	0
	Poll							
	<b>Total</b>	<b>720000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Institutions	E-voting/ ballot paper (Postal Ballot)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-voting/ ballot paper (Postal Ballot)	278000	155591	55.97	155591	0	100	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>278000</b>	<b>155591</b>	<b>55.97</b>	<b>155591</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>998000</b>	<b>155591</b>	<b>55.97</b>	<b>155591</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Note: Accordingly, the above resolution is declared as passed with requisite majority in terms of Regulation 11(4) of the SEBI (Delisting of Equity Shares) Regulations, 2021.**

**For Premium Merchants Limited**

Jyoti Bharti

**Jyoti Bharti  
Company Secretary**



# VISHAL ARORA & ASSOCIATES

## Company Secretaries

### Scrutinizer Report on Remote E-Voting & Postal Ballot Forms in Respect of Resolution Proposed through Postal Ballot

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairperson  
PREMIUM MERCHANTS LIMITED  
CIN: L51909DL1985PLC021077  
Omaxe Square, Plot No.14, 3rd Floor,  
Jasola District Centre, New Delhi-110025

Dear Sir/ Ma'am,

**Subject: Report of Scrutinizer on passing of resolution through Postal Ballot by way of Remote E-voting and Postal Ballot Forms of Premium Merchants Limited ("the Company").**

1. The Board of Directors of the Company by Resolution passed on May 04, 2024, has appointed us as Scrutinizer for conducting the postal ballot (E-voting & Ballot Paper process) for passing the resolution as set out in the Notice of Postal Ballot dated May 04, 2024.
2. In terms of the General Circular No. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 02/2021, 10/2021, 20/2021, 3/2022, 11/2022 dated April 08th 2020, April 13th, 2020, May 05th, 2020, June 15th, 2020, September 28th, 2020, December 31st, 2020, January 13th, 2021, June 23rd 2021, December 08th 2021, May 05th, 2022 and December 28, 2022 (collectively referred to as the "MCA Circulars"), the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("Delisting Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, the Company had sent the postal ballot notice in electronic form and physical copy to the shareholders who have physical shares as on the Cut-Off date. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system and receipt of valid Postal Ballot forms ("Voting"). To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had

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Tel: +91 0120 4398 950

e-mail: [info@legumamicuss.com](mailto:info@legumamicuss.com); Website : [www.legumamicuss.com](http://www.legumamicuss.com)



also been placed on website of the Company at [www.pmltd.in](http://www.pmltd.in) and e-voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and was also available on the website of stock exchange at [www.msei.in](http://www.msei.in).

3. The Notice of postal ballot dated 04<sup>th</sup> May, 2024, along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, was sent electronically by email and physically by way of post to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) as on the cut-off date i.e. May 06, 2024.
4. For the members who had not registered their e-mail address in the records of Company/Depositories, the Postal Ballot Notice was made available on the Company's website [www.pmltd.in](http://www.pmltd.in), on the Stock Exchange website [www.msei.in](http://www.msei.in) and on the e-voting website of National Securities Depository Limited (NSDL) at ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
5. The Company has issued a public notice by way of newspaper advertisement on May 09, 2024, in "Financial Express" (all editions) in English and "Jansatta" in Hindi regarding dispatch of Notice of Postal Ballot along with Voting information pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.
6. The Company has offered E-voting through National Securities Depository Limited (NSDL) and the facility of remote e-voting commenced on Friday, May 10, 2024, at 09:00 A.M. (IST) and ended on Saturday, June 08, 2024, at 5:00 P.M. (IST).
7. Equity shareholders of the Company holding shares as on May 06, 2024 ("cut-off date") were entitled to vote on the resolution as set out in the Notice.
8. Details of Equity Shareholders who have casted votes through remote e-voting were downloaded from the e-voting website of National Securities Depository Limited (NSDL) at ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
9. Votes casted through remote e-voting were unblocked on June 10, 2024 at 11:38 a.m. in the presence of two witnesses, Ms. Ayushi Kesarwani and Ms. Bhavna Goel, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
10. No Postal Ballot Forms have been received by us or by the Company from the Shareholders holding shares in physical form.
11. Result of Voting through Postal Ballot with respect to the proposed resolution as set out in the Notice is as under:



**Resolution-1: Special Resolution**

**Approval of Voluntary Delisting of the Equity Shares of the Company from the Metropolitan Stock Exchange of India ("MSE"), where the Equity Shares of the Company are presently listed, in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021:**

**A) Details of voting in terms of Companies Act, 2013 (Including Promoter & Public):**

**Valid Votes**

Particulars	Number of members casted votes/Receipt of Postal Ballot Forms	Number of votes casted/ Receipt of Postal Ballot Forms	(%)
Assent	15	875591	100.00
Dissent	0	0	0
<b>Total</b>	<b>15</b>	<b>875591</b>	<b>100.00</b>

**Invalid/Abstained votes**

Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

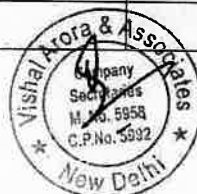
**Result:**

In accordance with the Companies Act, 2013, as the number of votes cast in favour of the resolution was not less than **three times** the number of votes cast against the resolution, we report that the special resolution as set out in the Notice of Postal ballot is passed in favour of the resolution with requisite majority.

**B) Details of voting in terms of Regulation 11(4) of the SEBI Delisting Regulations (Excluding Promoter):**

**Valid Votes**

Particulars	Number of members casted votes/Receipt of Postal Ballot Forms	Number of votes casted/ Receipt of Postal Ballot Forms	(%)
Assent	14	155591	100.00
Dissent	0	0	0
<b>Total</b>	<b>14</b>	<b>155591</b>	<b>100.00</b>



Invalid/Abstained votes

Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Result:**

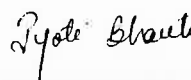

In accordance with Regulation 11(4) of the SEBI (Delisting of Equity Shares), Regulations, 2021, as the number of votes cast in the favour of the resolution by the Public Shareholders is more than **two times** the number of votes cast by the Public Shareholders against it, we report that the special resolution as set out in the notice of Postal Ballot is passed in favour of the resolution with requisite majority.

12. Registers, Evidence of Voting and all other relevant records relating to Postal Ballot Process shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.


Thanking you  



**Vishal Arora**  
**Vishal Arora & Associates**  
**Company Secretaries**  
**M. No.: F5958, CP No. 5992**  
**UDIN: F005958F000553120**  
**Noida, June 10, 2024**

**Countersigned by**  
**For M/s Premium Merchants Limited**

  
**Jyoti Bharti**  
**Company Secretary & Compliance Officer**  
**M.No.: 36838**  


We, the undersigned witnesseth that the votes casted through remote e-voting under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence at 11:38 A.M. on June 10, 2024.

  
**Ayushi Kesarwani**  
**B-29, 4<sup>th</sup> Floor, Sector-1, Noida-201301**  
**Noida, June 10 2024**

  
**Bhavna Goel**  
**B-29, 4<sup>th</sup> Floor, Sector-1, Noida-201301**  
**Noida, June 10, 2024**