

KAPAHI AND ASSOCIATES

(COMPANY SECRETARIES)

FLAT NO. 7C, EVERSHINE APARTMENTS, VIKAS PURI, NEW DELHI - 110018

E-Mail : kapahiassociates@yahoo.com

CONSOLIDATED SCRUTINIZER'S REPORT

To,

The Chairman of 39th Annual General Meeting (AGM) of the Equity Shareholders of Premium Merchants Limited held on Monday, the 30th September, 2024 at 02:00 P.M. at Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre, Jasola, New Delhi- 110025.

Dear Sir,

1. I, Surrinder Kishore Kapahi, Proprietor of Kapahi And Associates, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of Premium Merchants Limited (the Company) for the purpose of:
 - (a) Scrutinizing the Remote e-voting process under the Provisions of Section 108 of the Companies Act, 2013 (ACT) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and
 - (b) Poll through ballot papers under the Provisions of Section 109 of the Act read with Rule 21 of the Rules, on the Resolutions contained in the Notice of the AGM of the Equity Shareholders of the Company held on 30th September, 2024 at 02:00 P.M. at Omaxe Square, Plot No. 14, 3rd Floor, Jasola District Centre, Jasola, New Delhi- 110025.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and Poll on the resolutions contained in the Notice of the 39th Annual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer for the remote e- voting process and for poll is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or " against" on the resolutions contained in the Notice of the 39th Annual General Meeting (AGM), based on the reports generated from remote e- voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide remote e-voting facilities, engaged by the Company and also at the time of poll based on the records provided by the Registrar and Share Transfer Agents of the Company.
3. In accordance with the Notice of 39th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 4th September, 2024, the remote e- voting commenced on 26th September, 2024 at 9.00 A.M and ended on 29th September, 2024 at 5.00 p.m. The Equity Shareholders holding shares as on 23rd September, 2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of 39th Annual General Meeting of the Company.

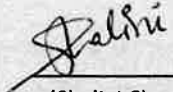
Regarding voting by poll, after the time fixed for closing of the Poll by the Chairman, the Ballot Box kept for polling was locked in my presence with due identification marks placed by me. The Locked ballot box was subsequently opened in my presence. 8 members voted through Ballot.

There were no ballot papers which were incomplete or found defective.




The e-voting results of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited (NSDL).

The votes were unblocked on 30.09.2024 at 3:04 P.M. in the presence of two independent Witnesses i.e. Ms. Shalini Chauhan and Ms. Jyoti Kumari, who are not in employment of the company. They have signed below in confirmation of the event being unblocked in their presence:



 (Shalini Chauhan)



 (Jyoti Kumari)

4. I, submit herewith my consolidated Scrutinizer's Report on the Results of voting by remote E-voting and poll conducted at the venue of the AGM as follows:

Resolution No. and Heading of the Resolution	Number of members present and voting (in person or by proxy)	Votes in favour of the Resolution		Number of votes against the Resolution		Invalid Ballot Papers
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast	
(1) To Consider and adopt the Audited financial statements of the Company for the Financial Year ended March 31, 2024 along with the Reports of the Board of Directors and Auditors thereon. -Ordinary Resolution	10	875593	100	0	0	0
(2) To appoint a director in place of Ms. Babita Gupta (DIN: 07135430) who retires by rotation and being eligible, offers herself for re-appointment. -Ordinary Resolution.	10	875593	100	0	0	0
(3) To appoint M/s. Kumar Chopra & Associates, Chartered Accountants (Firm Registration No. 000131N), as the Statutory Auditor of the company in place of retiring auditor M/s. R. C Agarwal & Co. for a term of Five years and to fix their remuneration. -Ordinary Resolution.	10	875593	100	0	0	0
(4) To appoint Mr. Rajesh Nair (DIN: 05183411), as Independent director, not liable to retire by rotation, of	10	875593	100	0	0	0



the company, in place of Mr. Balbir Singh, to hold office for a term of five consecutive years i.e. upto the conclusion of the 44 th AGM of the company to be held in calendar year 2029. -Special Resolution.						
(5) To consider and approve the continuation of Directorship of Mr. Balbir Singh (DIN: 00027438), as Non- Executive, Non-Independent Director (liable to retire by rotation) of the Company w.e.f. 30th September, 2024. - Special Resolution.	10	875593	100	0	0	0

Since the requisite number of votes cast in favour exceeded the number of votes cast against in respect of Ordinary Resolutions at Serial No. 1 to 3, and the number of votes cast in favour were not less than three times the votes cast against in respect of special resolutions at Serial No 4 and 5. I hereby report that the above resolutions were passed with requisite majority.

All the related records of Electronic voting and voting by Ballots will remain in my safe custody until the Chairman considers, approve and sign the Minutes of Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

Yours faithfully,
For KAPAHI AND ASSOCIATES
COMPANY SECRETARIES




(Surrinder Kishore Kapahi)
FCS- 1407, CP No.- 1118
SCRUTINIZER
UDIN: F001407F001383854

Place: New Delhi
Date: 30.09.2024

Premium Merchants Limited

Registered office: Omaxe Square, Plot No. 14, 3rd Floor

Jasola District Centre, Jasola, New Delhi-110025

CIN: L51909DL1985PLC021077, Tel: +91 11 61119661/61119371

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

Format for Voting Results Annexure I							
Date of the AGM				30 09 2024			
Total number of shareholders on record date				114			
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:				10 (including shareholders who voted through e-voting)			
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public				0			
Agenda: Item No. 1				To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon.			
Resolution required: (Ordinary/ Special)		Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?		No					
Category	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	875585	875585	87.73	875585	0	100	0
Public-Institutions	0	0	0	0	0	0	0
Public-Non Institutions	122415	8	0.00	8	0	100	0
Total	998000	875593	87.73	875593	0	100	0
Agenda: Item No. 2				To appoint a Director in place of Ms. Babita Gupta (DIN: 07135430) who retires by rotation and being eligible, offers herself for re-appointment.			
Resolution required: (Ordinary/ Special)		Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?		No					
Category	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	875585	875585	87.73	875585	0	100	0
Public-Institutions	0	0	0	0	0	0	0
Public-Non Institutions	122415	8	0.00	8	0	100	0
Total	998000	875593	87.73	875593	0	100	0
Agenda: Item No. 3				To appoint M/s Kumar Chopra & Associates, Chartered Accountants (Firm Registration No. 000131N), as the Statutory Auditors of the Company in place of retiring Statutory Auditor M/s. R.C Agarwal & Co. for a term of five years			
Resolution required: (Ordinary/ Special)		Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?		No					
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding (3)	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	875585	875585	87.73	875585	0	100	0
Public-Institutions	0	0	0	0	0	0	0
Public-Non Institutions	122415	8	0.00	8	0	100	0
Total	998000	875593	87.73	875593	0	100	0
Agenda: Item No. 4				To appoint Mr. Rajesh Nair (DIN: 05183411) as an Independent Director on the Board of Company for a term of 5 consecutive years upto the conclusion of the 44th AGM of the Company to be held in the calendar year 2029 in place of Mr. Balbir Singh,			
Resolution required: (Ordinary/ Special)		Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?		No					
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding	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	875585	875585	87.73	875585	0	100	0
Public-Institutions	0	0	0	0	0	0	0
Public-Non Institutions	122415	8	0.00	8	0	100	0
Total	998000	875593	87.73	875593	0	100	0
Agenda: Item No. 5				Continuation of appointment of Mr. Balbir Singh (DIN:00027438) as a Non-Executive director of the Company on completion of his tenure as an Independent Director.			
Resolution required: (Ordinary/ Special)		Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?		No					
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding	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	875585	875585	87.73	875585	0	100	0
Public-Institutions	0	0	0	0	0	0	0
Public-Non Institutions	122415	8	0.00	8	0	100	0
Total	998000	875593	87.73	875593	0	100	0

For Premium Merchants Limited


Balbir Singh
Director
DIN: 00027438

