

**MEENU G. & ASSOCIATES**

**(Company Secretaries)**

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

**Email: [acsmeenugupta@myyahoo.com](mailto:acsmeenugupta@myyahoo.com) , Mobile: +91-8920888492**

**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	<b>Durgesh Merchants Limited</b>
CIN	<b>L65923DL1984PLC248322</b>
Meeting	<b>41st Annual General Meeting</b>
Day, Date and Time	<b>Tuesday, 16<sup>th</sup> September, 2025 at 1:00 PM</b>
Venue	<b>Registered office situated at D-328, Basement Floor, Defence Colony, New Delhi- 110024</b>

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 13<sup>th</sup> September 2025, commenced from 09:00 A.M. to 15<sup>th</sup> September, 2025 till 05:00 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 41<sup>st</sup> Annual General Meeting (AGM) of the Members of Durgesh Merchants Limited held on Tuesday, 16<sup>th</sup> September, 2025 at 1:00 PM where following items were transacted:

<b>Resolution No.</b>	<b>Type of resolution</b>	<b>Particulars</b>
1.	Ordinary Resolution	To review, consider and adopt the Audited Financial Statements of the company for the financial year ended 31 <sup>st</sup> March 2025 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 Mr. Rohit Ahuja (DIN:07859817), Managing director who retires by rotation in terms of section

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		196, 152 of the companies act, 2013 and being eligible, offers himself for re-appointment.
3.	Ordinary Resolution	To appoint Mr. Kamall Ahuja (DIN: 00005195) as director of the company.

### I submit the report as under:-

The 41<sup>st</sup> AGM of the Company held on Tuesday, 16<sup>th</sup> September, 2025 at 1:00 PM at the registered office of the Company situated at D-328, 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.
- b) **Remote e-voting:** Remote e-voting platform was open from 09:00 A.M on Saturday, 13<sup>th</sup> September, 2025 to 05:00 P.M. on Monday, 15<sup>th</sup> September, 2025 and members were required to cast their votes electronically conveying their assent or dissent in

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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. 09<sup>th</sup> September 2025)

**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) Mr. Mahesh Gurav and 2) Mr. Uttkarsh Kumar (who are not in the employment of the Company) and downloaded the e-voting results.



Signature

**Mr. Mahesh Gurav**



Signature

**Ms. Uttkarsh Kumar**

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Thereafter, the details containing inter alia, 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 here with submit 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 2025 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.**

<b>Voted in favour of the resolution:</b>		
<b>Number of members present and voting (physical)</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>05</b>	<b>31,55,411</b>	<b>100</b>

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

<b>Invalid Votes</b>	
<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>0</b>	<b>0</b>

**b) Resolution No. 2**

**To appoint a director in place of Mr. Rohit Ahuja (DIN No. 07859817), Managing Director who retires by rotation in terms of section 196 and 152 of the Companies Act, 2013 and being eligible, offers for re-appointment.**

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<b>Voted in favour of the resolution:</b>		
Number of members present and voting (physical)	Number of votes cast by them	% of total number of valid votes cast
<b>05</b>	<b>31,55,411</b>	<b>100</b>

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

<b>Invalid Votes</b>	
Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>0</b>	<b>0</b>

**c) Resolution No. 3**

**To approve Regularization for the appointment of Mr. Kamall Ahuja (Appointment as Additional Director on 11<sup>th</sup> September, 2025) (DIN: 00005195) in terms of section 161(1) of Companies Act, 2013 and applicable provisions.**

<b>Voted in favour of the resolution:</b>		
Number of members present and voting (physical)	Number of votes cast by them	% of total number of valid votes cast
<b>02</b>	<b>2,91,004</b>	<b>100</b>

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

<b>Invalid Votes</b>	
Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>0</b>	<b>0</b>

**All the aforesaid resolutions were passed with the requisite majority.**

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I further report;

1. That 5 members were present at the 41<sup>st</sup> AGM held at the registered office of the Company as per the attendance sheet.
2. Votes were cast through Poll during the 41<sup>st</sup> 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.

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 Gupta  
Proprietor  
Membership No. A52702  
COP No. 26274  
UDIN: A052702G001266409  
PRN: 2443/2022**

**Place: New Delhi  
Date: 17/09/2025**

**MEENU G. & ASSOCIATES****(Company Secretaries)****Corporate Office: 9089/2, Multani Dhanda, Pahar Ganj, New Delhi-110055****Email: [acsmeenugupta@myyahoo.com](mailto:acsmeenugupta@myyahoo.com) , Mobile: +91-8920888492****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	<b>Durgesh Merchants Limited</b>
2.	CIN	<b>L65923DL1984PLC248322</b>
3.	Date & Day of Annual General Meeting	<b>16<sup>th</sup> September, 2025 &amp; Tuesday</b>
4.	Total No. of Shareholders on Record date/Book Closure Date	<b>467</b>
5.	No. of shareholders present in Meeting either in person or through proxy: - Promoters and Promoters Group - Public	<b>03</b> <b>02</b>

1. To review, consider and adopt the Audited Financial Statements of the company for the financial year ended 31st March 2025 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 (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	28,64,407	0	0	0	0	0	0
	Poll		28,64,407	100	28,64,407	0	100	0
	<b>Total</b>	<b>28,64,407</b>	<b>28,64,407</b>	<b>100</b>	<b>28,64,407</b>	<b>0</b>	<b>100</b>	<b>0</b>

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Public – Institutional	Remote e-voting	5,69,985	0	0	0	0	0	0
	Poll		2,90,000	50.87	2,90,000	0	100	0
	<b>Total</b>		<b>2,90,000</b>	<b>50.87</b>	<b>2,90,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public – Non Institutional	Remote-voting (Individual)	18,12,171	0	0	0	0	0	0
	Poll		1,004	0.05	1,004	0	100	0
	<b>Total</b>		<b>1,004</b>	<b>0.05</b>	<b>1,004</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Grand Total</b>		<b>52,46,563</b>	<b>31,55,411</b>	<b>60.14</b>	<b>31,55,411</b>	<b>0</b>	<b>100</b>	<b>0</b>

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

- To re-appoint a director in place of Mr. Rohit Ahuja (DIN No. 07859817), Managing Director who retires by rotation in terms of section 196 and 152 of the Companies Act, 2013 and being eligible, offers for re-appointment.

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) = [(2)/(1) * 100]	(4)	(5)	(6) = [(4)/(2) * 100]	(7) = [(5)/(2) * 100]
Promoter & promoter Group	Remote e-voting	28,64,407	0	0	0	0	0	0
	Poll		28,64,407	100	28,64,407	0	100	0
	<b>Total</b>		<b>28,64,407</b>	<b>28,64,407</b>	<b>100</b>	<b>28,64,407</b>	<b>0</b>	<b>100</b>
Public – Institutional	Remote e-voting	5,69,985	0	0	0	0	0	0
	Poll		2,90,000	50.87	2,90,000	0	100	0
	<b>Total</b>		<b>2,90,000</b>	<b>50.87</b>	<b>2,90,000</b>	<b>0</b>	<b>100</b>	<b>0</b>

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Public – Non Institutions	Remote-voting (Individual)	18,12,171	0	0	0	0	0	0
	Poll		1,004	0.05	1,004	0	100	0
	<b>Total</b>		<b>1,004</b>	<b>0.05</b>	<b>1,004</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Grand Total</b>		<b>52,46,563</b>	<b>31,55,411</b>	<b>60.14</b>	<b>31,55,411</b>	<b>0</b>	<b>100</b>	<b>0</b>

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

3. To approve Regularization for the appointment of Mr. Kamall Ahuja (Appointment as Additional Director on 11<sup>th</sup> September, 2025) (DIN: 00005195) in terms of section 161(1) of Companies Act, 2013 and applicable provisions.

Resolution Required:			ORDINARY					
Whether Promoter/ promoter group are interested in resolution:			Yes					
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	28,64,407	0	0	0	0	0	0
	Poll	07	0	0	0	0	0	0
	<b>Total</b>	<b>28,64,407</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public – Institutional	Remote e-voting	5,69,985	0	0	0	0	0	0
	Poll	5	2,90,000	50.87	2,90,000	0	100	0
	<b>Total</b>		<b>2,90,000</b>	<b>50.87</b>	<b>2,90,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public – Non Institutions	Remote-voting (Individual)	18,12,171	0	0	0	0	0	0
	Poll	71	1,004	0.05	1,004	0	100	0
	<b>Total</b>		<b>1,004</b>	<b>0.05</b>	<b>1,004</b>	<b>0</b>	<b>100</b>	<b>0</b>

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Grand Total	52,46,563	2,91,004	5.54	2,91,004	0	100	0
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\*The aforesaid ordinary resolution was passed with the requisite majority.

For Meenu G. & Associates  
Company Secretaries

Meenu Gupta  
Proprietor  
Membership No. A52702  
COP No. 26274  
UDIN: A052702G001266409  
PRN: 2443/2022

Place: New Delhi  
Date: 17/09/2025

Countersigned on behalf of Durgesh Merchants Limited

*Deepak*  
**For Durgesh Merchants Limited**  
Deepak Kumar  
(Company Secretary & Compliance Officer)  
Address: D-328, Basement, Defence  
Colony, New Delhi- 110024