

DUKE COMMERCE LIMITED

CIN : L51909WB1982PLC035425

Regd. Office : 9/1, R. N. Mukherjee Road, Birla Building, Kolkata-700 001

Dated: 28.12.2021

Calcutta Stock Exchange Limited

7, Lyons Range
Kolkata - 700 001

Scrip Code: 14121

Kind Attn: The Manager,
Listing Department

Sub: Proceedings of Extra-Ordinary General Meeting (EGM) of Duke Commerce Limited ("the Company")

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find the enclosed herewith the proceedings of an Extra-Ordinary General Meeting (EGM) of the Company held on 28th December, 2021.

This is for your information and record.

Thanking you,
Yours Truly,

For Duke Commerce Limited

Nisha Rathi
Nisha Rathi
Company Secretary

NISHA RATHI
COMPANY SECRETARY
MEM NO. 64218
ACS

Encl: Copy as above

Contact No. : (033) 2243 0497 / 98

Email ID : duke.commerce@yahoo.com, Website : www.dukecommerce.org

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PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF THE DUKE COMMERCE LIMITED HELD ON TUESDAY, THE 28TH DAY OF DECEMBER 2021 AT THE REGISTERED OFFICE OF THE COMPANY AT 9/1 R N MUKHERJEE ROAD, BIRLA BUILDING, KOLKATA-700001

Time of Commencement of Meeting : 11 A.M.

Time of Conclusion of Meeting : 12.15 P.M.

An Extra-ordinary General Meeting ("EGM") of Duke Commerce Limited ("the Company") was held on Tuesday, 28th December, 2021 at 11. a.m. (IST) through physical mode. The Venue of EGM was the Registered Office of the Company at 9/1, R.N. Mukherjee Road, Birla Building, Kolkata-700 001.

The Meeting was concluded at 12 Noon.

The Following directors were present:

Sl No.	Name of the Director	Designation
1	Mrs Shradha Agarwala	Non-Executive Non-Independent Director
2	Mr. Bihari Lal Kanoongo	Non-Executive Independent Director
3	Mr. Vijayan Komath	Non-Executive Independent Director
4	Mr. Gaurav Agarwala	Non-Executive Director

In attendance:

1	Mr. Atul Kumar Labh	Scrutinizer
2	Ms. Nisha Rathi	Company Secretary & Compliance officer

Proceedings:

1. Ms. Nisha Rathi, Company Secretary welcomed the Members and the Directors.
2. The Company Secretary informed that the Register of Directors' shareholding under Section 170 of the Companies Act, 2013 and other statutory registers are kept open for discussion. And requested Mrs. Shradha Agarwala, Non-Executive Non-Independent Director to preside over the Chair.
3. The Chairman welcomed all the members, Directors and others to the EGM of the Company.
4. Arrangements for AGM were made properly as per needs to ensure safety and health care of members in the time of pandemic of COVID-19. Venue was properly sanitized before start of the AGM. Temperature of each person was checked by the staff before the entry and proper wearing of masks and gloves along with the use of sanitizers throughout the meeting was made mandatory for everyone. The chairs were placed at a distance of 1 metre and other safety measures were also followed by everyone.

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5. As per attendance records, in aggregate 10 members were present at the EGM
Number of members present in person: 5
Number of members present through authorised representatives: 5
Number of individual proxies received: 0

The quorum being present the Chairman announced that the meeting was to order.

6. Thereafter, the Notice of EGM dated 01.12.2021 was taken as read with the permission of the members present at the meeting.
7. The Chairman informed the members that the Company had provided remote E-voting facility to all the members entitled to cast their vote (i.e. persons who were members on 21st December, 2021 being the cut-off date) on the Resolution as sets out in the Notice of EGM during the period from Thursday, 23rd December (9 a.m.) to Monday, 27th December, 2021(5 p.m.) as per the provisions of the Companies Act, 2013.
8. Further, in terms of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 members attending the EGM who had not already cast their vote by Remote-E-Voting were also provided the option to exercise their right to vote at the venue by Physical ballot on the resolution as set out in the EGM Notice.
9. She also informed that the Board has appointed Mr. Atul Kumar Labh, Practicing Company Secretary, proprietor of A.K. Labh & Co., as scrutinizer to scrutinize the E-Voting process as well as Voting at the EGM in a fair and transparent manner.
10. The Chairman authorized the Company Secretary to receive the Scrutinizer Report & related documents, declare the result and submit the same to the Stock Exchanges.
11. These reports will be uploaded on the website of the Company.
12. The Chairman explained the objective and implications of the Resolution before putting them to vote at the EGM.
13. The Company Secretary read out the highlight of the following resolution proposed in the Notice of the meeting for the information of the members as under:
- a) Renunciation of Shares offered by Texmaco Rail & Engineering Limited in Favour of Zuari Investments Limited
14. Before ordering the Poll the Chairman invited the members for their queries and observations. After answering the queries of the members she ordered the Poll and requested the members present to cast their voting using ballot papers.
15. The Chairman requested the Company secretary to explain to the shareholders the procedure of voting at the meeting and authorised her to conduct the voting procedure through ballot.

16. After completing the Voting process, the Chairman thanked the shareholders present at the meeting and concluded the meeting. She also informed that the results of the voting will be declared within 48 hours after considering the remote e-voting and voting through ballot by the members at the venue of EGM, by placing the same on the website of the Company and would be submitted the same to the Stock Exchange.

Place: Kolkata
Date: 28.12.2021

For DUKE COMMERCE LIMITED

Nisha Rathi

Nisha Rathi

Company Secretary and Compliance Officer

NISHA RATHI
COMPANY SECRETARY
MEM NO. 64218
ACS