

# DUKE COMMERCE LIMITED

CIN : L51909WB1982PLC035425

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

**Dated: 29.12.2021**

**The Listing Department**

The Calcutta Stock Exchange Ltd  
7, Lyons Range  
Kolkata - 700 001

**Sub: Scrutinizer's Report Voting Results of the Extra-Ordinary General Meeting (EGM) of Duke Commerce Limited**

Dear Sir/Madam,

We are attaching herewith Scrutinizer's Report and Voting Results of remote e-voting for the EGM held on Tuesday, 28<sup>th</sup> December 2021 at the Registered Office of the Company at 9/1 R.N. Mukherjee Road, Birla Building, Kolkata-700001, pursuant to the provisions of Regulation 44 of the SEBI( Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Remote e-voting period started from 9.00 a. m, Thursday, 23rd December 2021 and ended on Monday, 27<sup>th</sup> December 2021 at 5 p.m.

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

# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

## **CONSOLIDATED SCRUTINIZER'S REPORT**

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

**The Chairman  
of the Extra Ordinary General Meeting of  
Duke Commerce Limited  
9/1, R. N. Mukherjee Road  
Birla Building  
Kolkata - 700001**

*Dear Sir,*

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extra Ordinary General Meeting (“EGM”) of the members of “**Duke Commerce Limited**” (“Company”) held on Tuesday, 28<sup>th</sup> December, 2021 at 9/1, R. N. Mukherjee Road, Birla Building, Kolkata - 700001 at 11:00 A.M. IST for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolution referred to in this report.

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 voting through physical ballot process on the resolution contained in the Notice of the EGM dated the 1<sup>st</sup> December, 2021. My responsibility as a scrutinizer for remote e-voting and voting through physical ballot process is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”) and of voting through physical ballots as provided by M/s Link Intime India Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.





# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

Website : [www.aklabh.com](http://www.aklabh.com)

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Thursday, the 23<sup>rd</sup> December, 2021 up to 5.00 P.M. IST on Monday, the 27<sup>th</sup> December, 2021.
2. The Shareholders holding shares as on the “cut off” date, i.e. 21<sup>st</sup> December, 2021 were entitled to vote on the proposed 1 (One) resolution as mentioned in the Notice of the EGM dated the 1<sup>st</sup> December, 2021.
3. The Company had also distributed the physical ballot forms at the venue of the EGM to enable the shareholders to cast the votes physically in case the same had not been cast by them through remote e-voting.
4. The locked ballot box was subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Tuesday, the 28<sup>th</sup> December, 2021 around 03:30 P.M. IST after the completion of the EGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVEN : 118936] and votes casted through physical ballot papers distributed at the EGM venue are as under:



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## SPECIAL BUSINESS:

### Special Resolution

*Renunciation of shares offered by Texmaco Rail & Engineering Limited in favour of Zuari Investments Limited*

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	17	364400	
Voting by ballot	1	200	
<b>Total</b>	<b>18</b>	<b>364600</b>	<b>100.00%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) *Invalid Votes:*

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



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

8. The resolution proposed herein above has been passed unanimously.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For **A. K. LABH & Co.**  
*Company Secretaries*



(CS A. K. LABH)  
*Practising Company Secretary*  
FCS – 4848 / CP No. – 3238  
UIN : S1999WB026800  
PRCN : 1038/2020  
UDIN : F004848C001986179

Place: Kolkata  
Dated: 29.12.2021





## A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



## A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

*Witness:*

1. N. C. Saha.

(Narayan Chandra Saha)  
108, Sarat Chatterjee Road  
Howrah - 711102



2. *Anushree Dasgupta*

(Anushree Dasgupta)  
28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060

Received the Report of the Scrutinizer  
For Duke Commerce Limited

*Nisha Rathi*

(Nisha Rathi)  
Company Secretary  
Memb. No. 64218

NISHA RATHI  
COMPANY SECRETARY  
MEM NO. 64218  
ACS



Extra-Ordinary General Meeting Voting Results

<b>Date of the Extra-Ordinary General Meeting</b>	December 28, 2021
Total number of shareholders on record date (December 21, 2021)	34
Holder of Fully paid Ordinary Shares	34
<b>No. of Shareholders present in the meeting either in person or through proxy/authorized representative</b>	
Promoter and Promoter Group	2
Public	8
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	<b>NIL</b>
Promoter and Promoter Group	-
Public	-

## Duke Commerce Limited

### 1 - RENOUNCIATION OF SHARES OFFERED BY TEXMACO RAIL & ENGINEERING LIMITED IN FAVOR OF ZUARI INVESTMENTS LIMITED

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	586500	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	370100	364400	98.4600	364400	0	100.0000	0.0000	0
	Poll		200	0.0540	200	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>364600</b>	<b>98.5100</b>	<b>364600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>		<b>956600</b>	<b>364600</b>	<b>38.1100</b>	<b>364600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>