

September 26, 2018

To,
**The Singapore Exchange Securities Trading
limited**
2, Shenton Way,
#19-00, SGX Centre 1,
Singapore – 068804

Re: USD 16,000,000 4.75% Convertible Bond due 2019 ("The Bonds")

SUB.: PROCEEDINGS OF 34th ANNUAL GENERAL MEETING (AGM)

Dear Sir,

We enclose herewith Proceedings of 34th Annual General Meeting held on September 26, 2018.

Please acknowledge.

Thanking you,

Yours faithfully,

For **MERCATOR LIMITED**


Sangeetha Pednekar
Company Secretary



Encl.: as above

Proceeding of the 34th Annual General Meeting

The 34th Annual General Meeting (AGM) of the Members of the Company was held on September 26, 2018 at 3:30 PM at 4th Floor, Walchand Hirachand Hall, IMC Building, IMC Marg, Churchgate, Mumbai - 400020.

Mr. Shalabh Mittal- Chief Executive Officer, greeted all the members present at the meeting and introduced the persons sitting on the dais.

Mr. H. K. Mittal (DIN: 00007690), Executive Chairman and Chairman of the Board of Directors of the Company, presided over the meeting. With the presence of necessary quorum, Mr. H. K. Mittal, Chairman announced that the meeting was in order.

The Chairman delivered his speech. Thereafter Mr. Shalabh Mittal, CEO gave presentation on the Company appraising its business performance.

Mr. H. K. Mittal informed about the availability of facility of remote e-voting and the facility of voting through Physical Ballot to those shareholders who could not vote through remote e-voting and were attending the meeting.

The Chairman conducted all the items as per the AGM Notice except Item No. 2 in which he was considered to be interested where Mr. Chetan Desai (DIN: 03595319) took over the Chair. The following items was transacted at the meeting

Sr. No.	Resolution	Resolution Type
1	a) Audited Standalone Financial Statements, Reports of the Board of Directors and Auditors. b) Audited Consolidated Financial Statements.	Ordinary
2	Re-appointment of Mr. H. K. Mittal (DIN: 00007690), Director retiring by rotation.	Ordinary
3	Regularization of Appointment of Mr. Anil Khanna (DIN: 00199924) as Independent Director.	Special
4	Regularization of Appointment of Mr. Chetan Desai (DIN: 03595319) as Independent Director.	Special
5	Regularization of Appointment of Mr. Paritosh Kakkad (DIN: 02558443) as Independent Director.	Special

The Chairman then handed over the voting process to the Scrutinizer and requested the volunteers to assist the members to cast their votes. The empty ballot box was shown to the members, and thereafter the same was sealed. The eligible members were then requested to cast their votes, and deposit the poll papers in the ballot box.

On completion of ballot voting, the ballot box was taken by the Scrutinizer in his custody.

Thereafter, the Chairman informed the members that results of the voting along with the Consolidated Scrutinizer Report would be declared within the stipulated time. The results would be intimated to the stock exchanges, NSDL/CDSL and the same will also be placed on the website of the Company.

Mr. Shalabh Mittal- Chief Executive Officer proposed vote of thanks to the Chairman.

The meeting was then terminated.