



EMERALD COMMERCIAL LIMITED

18, Rabindra Sarani, Poddar Court, Gate No. 4, 4th Floor, Room No. 4, Kolkata - 700 001
Phone : 033 2249 5083, E-mail : emerald.com@gmail.com, emeraldcommercialtd@gmail.com
Website : www.emeraldcommercial.in, CIN No.: L29299WB1983PLC036040

Date: 23th September, 2023

To,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata- 700 001
Scrip Code: **015082**

To,
Compliance Department
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex,
Bandra(E), Mumbai – 400 098
Scrip Code: **EMRALD**

Sub: Declaration of Voting Result under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 41st Annual General Meeting of the Company held on 22nd September, 2023.

Dear Sir,

In compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we now attach herewith in the prescribed format, the details regarding the voting results of the business transacted at 41st Annual General Meeting of the Members of **M/s. Emerald Commercial Limited** held on Friday, 22nd September, 2023 at 3:30 P.M at the 18, Rabindra Sarani, Poddar Court, Gate No.4, 4th Floor, Room No.4, Kolkata-700 001.

We also enclosed herewith: -

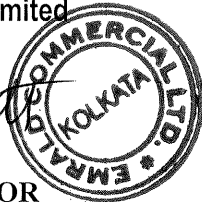
1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.
2. Scrutinizer Report on E-Voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rule, 2014.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.
Yours Faithfully,

For Emerald Commercial Limited


INDRAJIT SETT
WHOLE-TIME DIRECTOR
DIN NO: 03581182

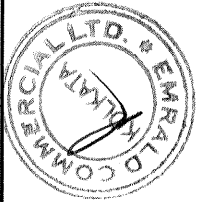


EMERALD COMMERCIAL LIMITED

Disclosures in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

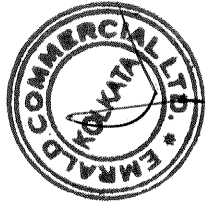
Date of the AGM	22.09.2023
Total Number of shareholders on record date	4846
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and promoter Group:	3
Public:	65
No. of shareholders attended the meeting through video conferencing:	
Promoter and promoter Group:	NIL
Public:	NIL

Resolution No.1									
To receive, consider and adopt the Directors Report, the Audited Statement of Profit & Loss for the financial year ended 31st March, 2023 and the Balance Sheet as at that date and the Auditor's Report thereon.									
Resolution Required: (Ordinary / Special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	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 favour	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100	Ordinary
Promoter and promoter group	E-voting		900000	86.12	900000	0	94.73	0	No
	Poll	1045100	50100	4.79	50100	0	5.27	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total			950100	90.91	950100	0	100.00	0
Public Institutions	E-voting		0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.	
	Total			0	0	0	0	0	
Public- Non Institutions	E-voting		1293844	3.04	1293844	0	93.61	0.00	
	Poll	42553737	88261	0.21	88261	0	6.39	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total			1382105	3.25	1382105	0	100.00	0.00
Total		43598837	2332205	5.35	2332205	0	100.00	0.00	



To appoint a director in place of Mr. Indrajit Sett, Whole time Director, who retires by rotation and being eligible, offers himself for re - appointment.

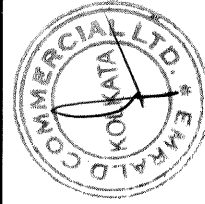
Resolution No.2	Resolution Required: (Ordinary / Special)										Ordinary
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes in favour on polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100	Whether promoter/ promoter group are interested in the agenda/ resolution?		
Promoter and promoter group	E-voting		900000	86.12	900000	0	94.73	0			
	Poll	1045100	50100	4.79	50100	0	5.27	0			
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		950100	90.91	950100	0	100.00	0			
Public Institutions	E-voting		0	0	0	0	0	0			
	Poll	0	0	0	0	0	0	0			
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.			
	Total		0	0	0	0	0	0			
Public- Non Institutions	E-voting		1293844	3.04	1293844	0	93.61	0.00			
	Poll	42553737	88261	0.21	88261	0	6.39	0			
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		1382105	3.25	1382105	0	100.00	0.00			
Total			2332205	5.35	2332205	0	100.00	0.00			



Re-appointment of the Statutory Auditors of the Company, and to fix their remuneration and to pass the following resolution as an Ordinary Resolution									
Resolution No.3	(Ordinary / Special)								
Resolution Required:	Whether promoter/ promoter group are interested in the agenda/ resolution?								
Category	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 favour	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100	Ordinary No
Promoter and promoter group	E-voting		900000	86.12	900000	0	94.727	0	
	Poll	1045100	50100	4.79	50100	0	5.273	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		950100	90.91	950100	0	100	0	
Public Institutions	E-voting		0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.	
	Total		0	0	0	0	0	0	
Public- Non Institutions	E-voting		1293844	3.04	1293844	0	93.61	0.00	
	Poll	42553737	88261	0.21	88261	0	6.39	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1382105	3.25	1382105	0	100.00	0.00	
Total		43598837	2332205	5.35	2332205	0	100.00	0.00	



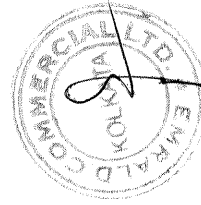
Appointment of Mr. Arun Singh (DIN: 10237089) as an Executive Director of the Company									
Resolution No.4	Resolution Required: (Ordinary / Special)								
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100	Ordinary
Promoter and promoter group	E-voting		900000	86.12	900000	0	94.727	0	No
	Poll	1045100	50100	4.79	50100	0	5.273	0	No
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		950100	90.91	950100	0	100	0	0
Public Institutions	E-voting		0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.	N.A.
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-voting		1293844	3.04	1293844	0	93.61	0.00	0.00
	Poll	42553737	88261	0.21	88261	0	6.39	0	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1382105	3.25	1382105	0	100.00	0.00	0.00
Total		43598837	2332205	5.35	2332205	0	100.00	0.00	0.00



Re-appointment of Mr. Girish Agarwal (DIN: 08234212) as Independent Director of the Company

Resolution No.5

Resolution Required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/ resolution?										
Category	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 favour	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100	Special No	
Promoter and promoter group	E-voting	1045100	900000	86.12	900000	0	94.727	0		
	Poll		50100	4.79	50100	0	5.273	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		950100	90.91	950100	0	100	0	0	
Public Institutions	E-voting	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.	N.A.	
	Total		0	0	0	0	0	0	0	
Public- Non Institutions	E-voting	42553737	1293844	3.04	1293844	0	93.61	0.00		
	Poll		88261	0.21	88261	0	6.39	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1382105	3.25	1382105	0	100.00	0.00	0.00	
Total		43598837	2332205	5.35	2332205	0	100.00	0.00		



Akhil Agarwal, B.Com, ACS

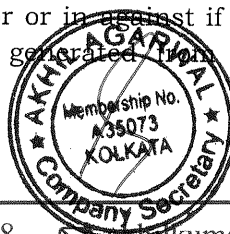
506/1, Grand Trunk Road, 2nd Floor
Howrah (South) - 711 101, INDIA

To,
The Chairman,
Emrald Commercial Limited
18, Rabindra Sarani, Poddar Court, Gate No.4, 4th Floor,
Room No.4, Kolkata-700001

Dear Sir,

Sub: Scrutinizer's report on remote e-voting conducted pursuant to 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 by Companies (Management and Administration) Amendment Rules,2015 and the Poll taken at the Annual General Meeting (AGM) of the Equity Shareholders of Emrald Commercial Limited held on Friday, the 22nd September, 2023 at 3:30 P.M. at 18, Rabindra Sarani, Poddar Court, Gate No. 4, 4th Floor, Room no. 4, Kolkata, 700001

1. The Board of Directors of Emrald Commercial Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting through physical paper at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 & (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the Annual General Meeting of the Equity Shareholders of the Company held on Friday, the 22nd September, 2023 at 3:30 P.M. at 18, Rabindra Sarani, Poddar Court, Gate No. 4, 4th Floor, Room no. 4, Kolkata, 700001, India in addition to physical Ballot at the venue of AGM, for determining the result of voting on resolutions.
2. I, Akhil Agarwal Company Secretary in Practice, having PCS No. 16313, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 28th August, 2023, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 41st Annual General Meeting of the Company held on **22nd September, 2023**.
3. The Compliance with the Provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the Annual General meeting of the Company is the responsibility of the management. My responsibility as Scrutinizer is to ensure that the voting process both through electronic means and by use of physical paper at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or in against if any, to the Chairman on the resolution, based on the reports generated from the electronic voting system



provided by **Central Depository Services Limited (CDSL)** and the report generated electronically for voting by use of physical paper at the meeting.

4. The notice dated August 28, 2023 along with statement setting out material facts under section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the company and e-voting opened at 09.00 a.m. on Tuesday 19th day of September, 2023 and will end at 5.00 p.m. on Thursday 21st day of September, 2023.
5. The Equity Shareholders holding shares as on September 15, 2023, "Cutoff date", were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company
6. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by me. The ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R & TA) of the Company and the authorizations / proxies lodged with the company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e., on remote e-voting through **Central Depository Services Limited (CDSL)** facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
7. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
8. After the conclusion of voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
9. The electronic votes cast at the meeting were thereafter unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of **Central Depository Services Limited (CDSL)** (<https://www.cdslindia.com>) and the same are being handed over to the chairman.
10. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting and the voting through physical paper at the meeting on the resolutions contained in the notice of the AGM.



11. My responsibility as scrutinizer for the e- voting and voting through physical paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

12. I now submit my consolidated Report as under on the result of the e-voting and voting by poll at the AGM in respect of the said resolutions:

a) Resolution -1 : Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

(i) Voted **in favor** of the resolution:

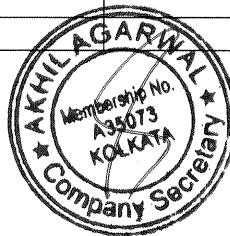
Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	26	2193844	94.07
Voting by poll	52	138361	5.93
Total	78	2332205	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



b) Resolution-2: Ordinary Resolution

To appoint a director in place of Mr. Indrajit Sett who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	26	2193844	94.07
Voting by poll	52	138361	5.93
Total	78	2332205	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



c) Resolution-3: Ordinary Resolution

Re-appointment of the Statutory Auditors of the Company, and to fix their remuneration .

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	26	2193844	94.07
Voting by poll	52	138361	5.93
Total	78	2332205	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



d) Resolution-4: Ordinary Resolution

Appointment of Mr. Arun Singh (DIN: 10237089) as an Executive Director of the Company.

(i) Voted **in favor** of the resolution:

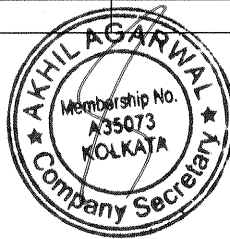
Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	26	2193844	94.07
Voting by poll	52	138361	5.93
Total	78	2332205	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



e) **Resolution-5: Special Resolution**

Re-appointment of Mr. Girish Agarwal (DIN: 08234212) as an Independent Director of the Company.

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	26	2193844	94.07
Voting by poll	52	138361	5.93
Total	78	2332205	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



13. RESULTS:

- My report includes the result of voting through the physical poll papers in addition to votes cast through e-voting.
- I have scrutinized the votes cast through electronic means and also through physical poll papers for the purpose of this report.
- The particulars of all the electronic votes cast by the members through remote e-voting process and votes cast by the members through physical poll papers have been recorded in a register separately maintained for the purpose.

14. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

15. RECOMMENDATION:

- All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking You,

Yours Truly,




Akhil Agarwal
Practicing Company Secretary
Membership No. ACS35073
CP NO.16313
UDIN: A035073E001067687

Place: Kolkata

Date: 23.09.2023