



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: 27th September, 2024

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: EMERALD

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 42nd Annual General Meeting of the Company held on 26th September, 2024.

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 42nd Annual General Meeting of the Members of **M/s. Emerald Commercial Limited** held on Thursday, 26th September, 2024 at 3:00 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

Sandeep Verma
Company Secretary & Compliance Officer
M. No. 046612



EMERALD COMMERCIAL LIMITED

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

Date of the AGM	26.09.2024
Total Number of shareholders on record date	4838
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and promoter Group:	5
Public:	72
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 Audited Balance Sheet as on March 31, 2024, 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									
Resolution Required:	(Ordinary / Special)									
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		0	0.00	0	0	0.00	0		0
	Poll	1045100	995200	95.23	995200	0	100.00	0		0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		N.A.
	Total		995200	95.23	995200	0	100.00	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		1864327	4.38	1775227	89100	51.30	4.78		4.78
	Poll	42553737	1596063	3.75	1596063	0	46.12	0		0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		N.A.
	Total		3460390	8.13	3371290	89100	97.43	2.57		2.57
Total			4455590	10.22	4366490	89100	98.00	2.00		2.00



Resolution No.2 To appoint a director in place of Mr. Arun Singh, Executive Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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		0	0.00	0	0	0.00	0	
	Poll	1045100	995200	95.23	995200	0	100.00	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		995200	95.23	995200	0	100.00	0	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	0
Public- Non Institutions	E-voting		1864327	4.38	1864327	0	53.88	0.00	
	Poll	42553737	1596063	3.75	1596063	0	46.12	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		3460390	8.13	3460390	0	100.00	0.00	0.00
Total		43598837	4455590	10.22	4455590	0	100.00	0.00	0.00

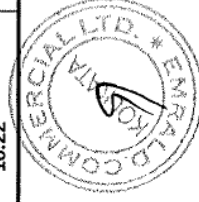


Approval for Regularisation of Mr. Indrajit Sett (DIN No: 03581182) as Managing Director of the Company.

Resolution No.3	Approval for Regularisation of Mr. Indrajit Sett (DIN No: 03581182) as Managing Director of the Company.									
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		0	0.00	0	0	0.000	0	0	
	Poll	1045100	995200	95.23	995200	0	100.000	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		995200	95.23	995200	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		1864327	4.38	1775227	89100	51.30	4.78	4.78	
	Poll	42553737	1596063	3.75	1596063	0	46.12	0	0	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		3460390	8.13	3371290	89100	97.43	2.57	2.57	
Total		43598837	4455590	10.22	4366490	89100	98.00	2.00	2.00	



Approval for Re-appointment of Mr. Tarak Chakraborty (Din No: 08397149) as an Independent Director of the Company for second term of 5 (five) consecutive years.										
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	Special No	
Promoter and promoter group	E-voting		0	0.00	0	0	0.000	0		
	Poll	1045100	995200	95.23	995200	0	100.000	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		995200	95.23	995200	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		1864327	4.38	1864327	0	53.88	0.00		
	Poll	42553737	1596063	3.75	1596063	0	46.12	0		
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3460390	8.13	3460390	0	100.00	0.00		
Total		43598837	4455590	10.22	4455590	0	100.00	0.00		



Approval for Re-appointment of Mrs. Indu Verma (Din No: 08528515) as an Independent Director of the Company for second term of 5 (five) consecutive years

Resolution No.5	Resolution Required: (Ordinary / Special)										Special No
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			
Promoter and promoter group	E-voting		0	0.00	0	0	0.000	0			
	Poll	1045100	995200	95.23	995200	0	100.000	0			
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		995200	95.23	995200	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		1864327	4.38	1585327	279000	45.81	14.97			
	Poll	42553737	1596063	3.75	1596063	0	46.12	0			
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		3460390	8.13	3181390	279000	91.94	8.06			
Total		43598837	4455590	10.22	4176590	279000	93.74	6.26			





AKHIL AGARWAL

Practising Company Secretary

Akhil Agarwal, B.Com, ACS
506/1, Grand Trunk Road, 2nd Floor,
Howrah (South) - 711 101, INDIA

To,
The Chairman,
EMERALD COMMERCIAL LIMITED
18, Rabindra Sarani, Poddar Court,
Gate No.4, 4th Floor, Room No.4,
Kolkata – 700001, West Bengal

Dear Sir,

Sub: Scrutinizer's report on remote e-voting/ physical ballot forms and 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 at the Annual General Meeting (AGM) of M/s. Emerald Commercial Limited held on Thursday, 26th September, 2024 at 03:00 P.M. at 18, Rabindra Sarani, Poddar Court, Gate No.4, 4th Floor, Room No.4, Kolkata – 700001, West Bengal.

1. I, Akhil Agarwal, Company Secretary in Practice, having CP No. 16313 and Peer Review No. 4237/2023, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 30th August, 2024, 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 conducting remote e-voting process in a fair and transparent manner and to scrutinize the physical ballot forms cast by the shareholders in respect of the below mentioned resolution(s), contained in the notice convening the 42nd Annual General Meeting of the Company held on **26th day of September, 2024 at 03:00 P.M. at 18, Rabindra Sarani, Poddar Court, Gate No.4, 4th Floor, Room No.4, Kolkata – 700001, West Bengal.**
2. The Management of the Company is responsible to ensure Compliance with the requirements of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) on the resolutions proposed in the Notice of 42nd Annual General Meeting of the members of the Company. My responsibility as Scrutinizer is to ensure that the voting process through electronic means at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes casted in favour or in against if any, to the Chairman of the Company on the resolution, based on the reports generated from the electronic voting system provided by **Central Depository Services Limited (CDSL)** and the votes casted at the meeting by use of ballot paper.
3. The Chairman of AGM allowed poll by Polling papers for all those Members who are present at the general meeting and have not cast their votes by availing the remote E-voting facility.
4. The remote e-voting period remained opened from 9:00 A.M. on Monday, 23rd September, 2024 to 5:00 P.M. on Wednesday, 25th September, 2024.



5. The Members of the Company as on “**cut-off date**“, i.e., 19th September, 2024 were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company.
6. The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.
7. As per the Information given by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who attended meeting and had not voted through remote e-voting, were allowed to cast their vote during the AGM by use of poll conducted by the Chairman of the Company.
8. The locked ballot box was subsequently opened in my presence and polling papers were diligently scrutinized. Thereafter, votes casted at the meeting were unblocked on 26th September, 2024 in the presence of two witnesses, Ms. Twinkle Sharma and Ms. Muskan Rathi, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

Twinkle Sharma

Name: Twinkle Sharma

Muskan Rathi

Name: Muskan Rathi

9. The details containing, inter-alia, list of Equity Shareholders who have voted “for” or “against” were downloaded from e-voting website of **Central Depository Services Limited (CDSL)** i.e., <https://www.evotingindia.com>.
10. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system and the ballot forms cast at the meeting.
11. The combined results of remote e-voting and voting by ballot at the AGM stands as under:



a) **Resolution -1: Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet as on March 31, 2024, 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	35	1775227	39.84
Voting by poll	54	2591263	58.16
Total	89	4366490	98.00

(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	1	89100	2.00
Voting by poll	Nil	Nil	Nil
Total	1	89100	2.00

(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. Arun Singh, Executive Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 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	36	1864327	41.84
Voting by poll	54	2591263	58.16
Total	90	4455590	100

(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: Special Resolution**

Approval for Regularisation of Mr. Indrajit Sett (DIN No: 03581182) as Managing 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	35	1775227	39.84
Voting by poll	54	2591263	58.16
Total	89	4366490	98.00

(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	1	89100	2.00
Voting by poll	Nil	Nil	Nil
Total	1	89100	2.00

(iii) **Invalid** votes :

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



d) **Resolution-4: Special Resolution**

Approval for Re-appointment of Mr. Tarak Chakraborty (Din No: 08397149) as an Independent Director of the Company for second term of 5 (five) consecutive years.

(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	36	1864327	41.84
Voting by poll	54	2591263	58.16
Total	90	4455590	100

(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**

Approval for Re-appointment of Mrs. Indu Verma (Din No: 08528515) as an Independent Director of the Company for second term of 5 (five) consecutive years.

(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	35	1585327	35.58
Voting by poll	54	2591263	58.16
Total	89	4176590	93.74

(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	1	279000	6.26
Voting by poll	Nil	Nil	Nil
Total	1	279000	6.26

(iii) **Invalid** votes :

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



12. RESULTS:

- a. My report includes the result of votes cast through e-voting process as well as votes tendered during the AGM.
 - b. The particulars of all the votes casted by the members through remote e-voting process and by use of ballot paper have been recorded in a register separately maintained for the purpose.
13. 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.

14. RECOMMENDATION:

- a. 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

Digitally signed by AKHIL AGARWAL
DN: cn=AKHIL AGARWAL, o=AKHIL AGARWAL,
2.5.4.20=fbaab548c3ca20629a2713b3
74b235959a1011828d5d4c2ef4d7650
bc3100c3, postalCode=711101,
st=West Bengal,
serialNumber=475af300cdf1a09673ff
94664549111d38406785e66e4b28d72
030a33a7752, c=IN, ou=AKHIL AGARWAL
Date: 2024.09.27 18:00:43 +05'30'

Akhil Agarwal
Practicing Company Secretary
Membership No. ACS35073
CP NO.16313
Peer Review No. 4237/2023
UDIN: A035073F001333689

Place: Kolkata

ssDate: 26.09.2024