



GCM COMMODITY & DERIVATIVES LTD.

Sir R. N. M. House, 3B, Lal Bazar (5th Floor, Block-2) Kolkata - 700 001, West Bengal

Tel. : (+91) 33 2248 1053 / 9908 | Fax. (+91) 33 3028 5807

September 25, 2023

The Deputy Manager
Dept. of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

Ref: Scrip Code 535917(SME)

Sub: Submission of Scrutinizer Report

Respected Sir/Madam,

With reference to the above, we are enclosing along with this letter, Scrutinizer Report for the E-Voting and Ballot; issued & certified by M/s. Kriti Daga, Practicing Company Secretaries, who was appointed as Scrutinizer for both e-voting and voting by Ballot for transacting the businesses at the 18th Annual General Meeting of the Company held on 25th September 2023 at 1.00 PM.

Kindly take the same on your record & oblige.

Thanking You,

Yours Faithfully,
For **GCM COMMODITY & DERIVATIVES LIMITED**

AMALESH SADHU
DIN: 00235198
MANAGING DIRECTOR

Enclosed: a/a



Kriti Daga

Company Secretaries

4, Ho Chi Minh Sarani, KBR Complex, Flat No. 3C, Kolkata – 700 071

Mobile: +91 98361 62295, Email: kritisdaga@gmail.com

Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management & Administration) Rules, 2014 as amended]

To
The Managing Director
GCM Commodity & Derivatives Limited
Mumbai, Maharashtra

Dear Sir,

I, Kriti Daga, Practicing Company Secretary, Kolkata, appointed as Scrutinizer for the purpose of scrutinizing the e-voting and e-voting process of **GCM Commodity & Derivatives Limited** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the AGM Notice of August 18, 2023, results of which have been declared on Monday, 25th September 2023.

The management of the Company is responsible to ensure the Compliances with the requirements of Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the AGM Notice dated August 18, 2023. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizers' Report of the votes cast "FOR" or "AGAINST". The Resolutions are based on the reports generated from the process of remote e-voting and ballot paper.

Further to the above, I submit my Report as under:-

1. The remote e-voting period commenced on Friday 22nd September 2023 at 9.00 A.M. and concluded on Sunday, 24th September 2023 at 5.00 P.M. The e-voting services were provided by National Securities Depository Ltd. (NSDL)
2. The Shareholders holding shares as on "cut-off date" i.e. September 18, 2023 were entitled to vote on the proposed resolutions stated in the Notice dated August 18, 2023.
3. The Result of remote e-voting/Ballot/Poll along with the list of Shareholders who voted "For" and "Against" the below Resolutions were downloaded from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>
4. I did not receive any physical ballot from any of the Members of the Company within the time stated in the AGM Notice August 18, 2023. Further, no vote was being casted by way of Poll Ballot Form during the course of 18th Annual General Meeting.

Part "A" Details of Attendance at AGM

| | |
|---|---|
| Name of the Company | GCM Commodity & Derivatives Limited |
| Date of Annual General Meeting | 25 th September 2023 |
| Total No. of Shareholders as on Record date | 296 |
| No. of Shareholders present in the meeting | Since the meeting was conducted by way of Video |



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| | |
|--|---|
| either in person or through Proxy Promoter & Promoter Group Public | Conferencing (VC) / Other Audio Visual Means (OAVM), there was no physical presence of any of Members of the Company. |
| No. of Shareholders attended through Video Conferencing | 9 |

Part "B" Details of E-voting/Poll for all items proposed in AGM

| Item No. | Type of Resolution | Gist of Resolution Passed | Mode of Voting |
|---|---------------------|--|----------------|
| 1. | Ordinary Resolution | Adoption of audited financial statements of the Company for the financial year ended March 31, 2023 along with the reports of the Board of Directors and the Auditors thereon. | E-voting |
| 2. | Ordinary Resolution | Re-appointment of Mr. Inder Chand Baid (DIN: 00235263) who was retired by rotation and was eligible for re-appointment. | E-voting |
| 3. | Ordinary Resolution | Re-appointment of Statutory Auditors on expiry of terms of services for current Auditors | E-voting |
| 4. | Special Resolution | To Borrow funds in excess of the limits provided under section 180 (1)(c) of the Companies Act, 2013 | E-voting |
| 5. | Special Resolution | To mortgage / create charge on the assets of the Company as a security towards borrowings | E-voting |
| 6. | Special Resolution | To approve transactions under Section 185 of the Companies Act, 2013 | E-voting |
| 7. | Special Resolution | Approval for investments/ Loans/ Guarantees/ Securities under section 186 of the Companies Act, 2013 | E-voting |
| Results: All the resolutions were passed with requisite majority | | | |

Part "C" Item wise details of E-voting/Poll by Shareholders

Resolution No. 1 – Ordinary Resolution

Adoption of audited financial statements of the Company for the financial year ended March 31, 2023 along with the reports of the Board of Directors and the Auditors thereon.

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| E-voting | 10 | 4222500 | 100.00 |
| Physical Ballot | Nil | Nil | - |



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| | | | |
|--------------|-----------|----------------|---------------|
| Total | 10 | 4222500 | 100.00 |
|--------------|-----------|----------------|---------------|

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |

Resolution No. 2 – Ordinary Resolution

Re-appointment of Mr. Inder Chand Baid (DIN: 00235263) who was retired by rotation and was eligible for re-appointment

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| E-voting | 5 | 522000 | 100.00 |
| Physical Ballot | Nil | Nil | - |
| Total | 5 | 522000 | 100.00 |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |



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Resolution No. 3 – Ordinary Resolution

Re-appointment of Statutory Auditors on expiry of terms of services for current Auditors

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| E-voting | 10 | 4222500 | 100.00 |
| Physical Ballot | Nil | Nil | - |
| Total | 10 | 4222500 | 100.00 |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |

Resolution No. 4 – Special Resolution

To Borrow funds in excess of the limits provided under section 180 (1)(c) of the Companies Act, 2013

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| E-voting | 10 | 4222500 | 100.00 |
| Physical Ballot | Nil | Nil | - |
| Total | 10 | 4222500 | 100.00 |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|----------------|--|--|---------------------------------------|
|----------------|--|--|---------------------------------------|



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| | | | |
|-----------------|------------|------------|----------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |

Resolution No. 5 – Special Resolution

To mortgage / create charge on the assets of the Company as a security towards borrowings

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| E-voting | 10 | 4222500 | 100.00 |
| Physical Ballot | Nil | Nil | - |
| Total | 10 | 4222500 | 100.00 |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |

Resolution No. 6 – Special Resolution

To approve transactions under Section 185 of the Companies Act, 2013

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|----------------|--|---|---------------------------------------|
|----------------|--|---|---------------------------------------|



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| | and physical ballot | | |
|-----------------|---------------------|----------------|---------------|
| E-voting | 10 | 4222500 | 100.00 |
| Physical Ballot | Nil | Nil | - |
| Total | 10 | 4222500 | 100.00 |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |

Resolution No. 7 – Special Resolution

Approval for investments/ Loans/ Guarantees/ Securities under section 186 of the Companies Act, 2013

Voted For Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted in favour of Resolution | % of total number of valid votes cast |
|-----------------|--|---|---------------------------------------|
| E-voting | 10 | 4222500 | 100.00 |
| Physical Ballot | Nil | Nil | - |
| Total | 10 | 4222500 | 100.00 |

Voted against of Resolution

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted against Resolution | % of total number of valid votes cast |
|-----------------|--|--|---------------------------------------|
| E-voting | Nil | Nil | - |
| Physical Ballot | Nil | Nil | - |
| Total | Nil | Nil | - |

Invalid votes

| Mode of Voting | Number of Members participated in the e-voting and physical ballot | No. of votes casted by them |
|----------------|--|-----------------------------|
| E-voting | Nil | Nil |



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| | | |
|---------------|-----|-----|
| Ballot at AGM | Nil | Nil |
| Total | Nil | Nil |

The relevant records relating to electronic voting shall remain in our safe custody until the Chairman & Managing Director considers, approves and signs the minutes of AGM Notice dated August 18, 2023. Thereafter, the same shall be handed over to the Company Secretary or Managing Director for safe keeping.

KRITI DAGA

Practicing Company Secretaries

ACS No. 26425, C.P. No. 14023

PRC No. 2380/2022

UDIN: A026425E001041945

Place: Kolkata

Date: September 25, 2023