

Date: 17/03/2022

To  
Star Trading House recognised by Govt. of India  
Bombay Stock Exchange Limited  
Department of Corporate Affairs  
Floor 25, PhirozeJeeJeebhoy Towers,  
Dalal Street, Mumbai - 400001  
Scrip Code - 532038

Dear Sir,

Subject: Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)

Reference: 28<sup>th</sup> Annual General Meeting ("AGM") of Emmsons International Limited held on Wednesday, 16<sup>th</sup> March, 2022

This is to inform you that the 28<sup>th</sup> Annual General Meeting of Emmsons International Limited was held on Wednesday, 16<sup>th</sup> March, 2022 through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. In this regard please find enclosed the following:-

1. Summary of proceedings as required under Regulation 30, Part A of Schedule III of the SEBI LODR as **Annexure A**.
2. Voting results as required under Regulation 44 of the SEBI LODR accompanied with scrutinizer's Report as **Annexure B**.

The Voting Results along with the Scrutinizer's Report is made available on the Company's website at [www.emmsons.com](http://www.emmsons.com).

Kindly take the same on your records.

Thanking you

Your Faithfully

For EMMSONS INTERNATIONAL LIMITED



*Bhaleendra Pal Singh*

Name: BHALENDRA PAL SINGH

Designation: Chief Financial Officer

Encl:- As mentioned above



2001-2002/2009-2010

Registered & Admn. Office : 301/12, Community Centre, Zamrudpur, New Delhi -1100 48. India

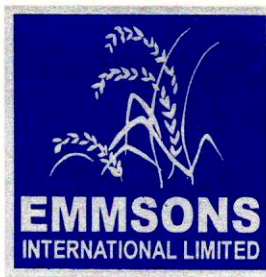
Tel. : 2924 7721-25 Fax : 91 11 2924 7730

e-mail : [corporate@emmsons.com](mailto:corporate@emmsons.com) Visit us : [www.emmsons.com](http://www.emmsons.com)

CIN No. : L74899DL1993PLC053060



1998-1999



Star Trading House recognised by Govt. of India

## Gist of proceedings of 28<sup>th</sup> Annual General Meeting of Emmsons International Limited

### **1. Date, time and venue of the Annual General Meeting (Meeting):**

The Twenty-Eight Annual General Meeting ("AGM") of **Emmsons International Limited** ("the Company") was held on Wednesday, 16<sup>th</sup> March, 2022 at 04:00 p.m. (IST), through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"). The deemed venue of the AGM was the Registered Office of the Company, i.e., Flat No. 301, Plot No. 12 Zamrudpur Community Centre, Kailash Colony Delhi - 110048.

The meeting commenced at 04.04 p.m. (IST) and concluded at 04:29 p.m. (IST) [including time allowed for e-voting at the AGM].

### **2. Proceedings in brief:**

- Mr. Anil Kumar Monga, Chairman & Managing Director, chaired the Meeting.
- The Chairman welcomed the Members and other attendees for the meeting. He briefed the Members regarding the arrangements made for the meeting.
- The Chairman informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. The Company had also provided live webcast of the proceedings of Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order.
- Thereafter, the Chairman mentioned that the Notice of the 28th AGM along with the Annual Report for FY 2021 had been sent through electronic mode to those members, who were holding shares of the Company as on cut-off date i.e. 9th March, 2022 and whose e-mail IDs were registered with the Company/ Depositories.
- The Company in compliance with provision of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided members the facility to cast vote electronically and e-voting commenced at 09:00 a.m. (IST) on Sunday, 13<sup>th</sup> March, 2022 and concluded at 05:00 p.m. (IST) on Tuesday, 15<sup>th</sup> March, 2022.



2001-2002/2009-2010

Registered & Admn. Office : 301/12, Community Centre, Zamrudpur, New Delhi -1100 48, India

Tel. : 2924 7721-25 Fax : 91 11 2924 7730

e-mail : corporate@emmsons.com Visit us : www.emmsons.com

CIN No. : L74899DL1993PLC053060



1998-1999



- It was also informed that the statutory documents including the Register of Director's & their shareholding, Annual Certificate and Memorandum & Articles of Association of the Company were available for inspection by the Members.
- The Chairman also informed the members that Mr. Saurabh Agrawal, a Practising Company Secretary, Partner, Saurabh Agrawal & Co. Company Secretaries, was appointed as the scrutiniser to scrutinise the voting through electronic means (i.e. remote e-voting and voting at the meeting through electronic voting system) and submit a consolidated report thereon. The Consolidated Scrutinizer's Report in prescribed format along with the details of the voting results (remote e-voting & e-voting at AGM) on all the resolutions as set out in the Notice of AGM, pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, will be submitted to the Stock Exchanges within prescribed timelines.
- The queries raised by the Shareholders at the AGM were answered/clarified by the Chairman.
- The following items of business as set out in the Notice convening the 28th Annual General Meeting were commended for members' consideration and approval.

The following items of business as set out in the Notice of the 28th AGM, were transacted:

S No	Resolution	Type of Resolution
Ordinary Business		
1	To Receive, consider adopt: (a) To receive, consider and the audited financial statement of the Company for the financial year ended March 31, 2021 along with the report of Board of Directors and Auditor's thereon and (b) To receive, consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2021	Ordinary
2.	To appoint a Director in place of Mr.	Ordinary



*Bhatendrasingh Singh*



	Rajesh Monga (DIN: 00249642), who retires by rotation and being eligible offers himself for re-appointment.	
3.	To re-appoint M/s. B. B. Chaudhary & co., Chartered Accountant (FRN: 001784N) as the Statutory Auditor of the Company for a term of five years commencing from the conclusion of 28th Annual General Meeting till the conclusion of 32nd Annual General Meeting to be held in the year 2026	Ordinary

The Chairman authorized the Company Secretary/Directors to receive the Scrutinizer's Report & related documents, declare the result and submit the same to the Stock Exchanges. These reports will also be uploaded on the website of the Company and on the website of Stock Exchange.

**3. Voting by members:**

- After the vote of thanks was delivered by the Chairman, The Company had provided remote e-voting facility to its members to cast votes electronically on all 3 items of business set out in the Notice.
- The facility to vote at the meeting, on all 3 items of business set out in the Notice, through electronic voting system (InstaPoll), was also made available to the members who participated in the meeting and had not cast their votes through remote e-voting.
- The Chairman informed the members that the Voting results of AGM pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted to the Stock Exchanges within the prescribed time limit and also posted on the Company's website.
- The voting lines were kept open for 15 minutes for the members to vote. Thereafter, informed the members that the meeting was concluded.

**4. Result of voting (remote e-voting and voting at the meeting through electronic voting system)**

- Based on the Report received from Mr. Saurabh Agrawal, Partner of Saurabh



*Bholaendra Lal Singh*



Agrawal & Co. Scrutinizer the aforesaid business items were approved by requisite majority.

**Notes:**

- i. The Company will separately intimate the voting result (remote e-voting and voting at the meeting through electronic voting system) to the stock exchanges.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Thanking you.

Yours faithfully,

For EMMSONS INTERNATIONAL LIMITED



*Bhaleendra Pal Singh*

Name: BHALENDRA PAL SINGH

Designation: Chief Financial Officer

EMMSONS INTERNATIONAL LIMITED	
Date of the AGM/EGM	16 <sup>th</sup> March, 2022
Total number of shareholders on record date	11 <sup>th</sup> February, 2022
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	6
Public:	43



*Bhalendra Pal Singh,*



## Emmsons International Ltd – AGM 2020-21

Resolution Required : (Ordinary)			1 - To receive, consider and adopt: a) the audited financial statement of the Company for the financial year ended March 31, 2021 along with the report of Board of Directors and Auditor's thereon and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	6051230	2179940	36.0247	2179940	0	100.0000	0.0000
	Poll		3426710	56.6283	3426710	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5606650	92.6530	5606650	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5944810	458851	7.7185	458851	0	100.0000	0.0000
	Poll		820801	13.8070	820801	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1279652	21.5255	1279652	0	100.0000	0.0000
Total		11996040	6886302	57.4048	6886302	0	100.0000	0.0000



*Blagendro Paul Singh*



## Emmsons International Ltd – AGM 2020-21

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Rajesh Monga (DIN: 00249642), who retires by rotation and being eligible offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	6051230	2179940	36.0247	2179940	0	100.0000	0.0000
	Poll		3426710	56.6283	3426710	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5606650</b>	<b>92.6530</b>	<b>5606650</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	5944810	458851	7.7185	458851	0	100.0000	0.0000
	Poll		820801	13.8070	820801	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1279652</b>	<b>21.5255</b>	<b>1279652</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>11996040</b>	<b>6886302</b>	<b>57.4048</b>	<b>6886302</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



*Handwritten signature: Rajesh Monga*



## Emmsons International Ltd – AGM 2020-21

Resolution Required : (Ordinary)			3 - Appointment of Statutory Auditors for a term of five years commencing from the conclusion of 28th Annual General Meeting till the conclusion of 32nd Annual General Meeting to be held in the year 2026					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	6051230	2179940	36.0247	2179940	0	100.0000	0.0000
	Poll		3426710	56.6283	3426710	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5606650</b>	<b>92.6530</b>	<b>5606650</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	5944810	458851	7.7185	458851	0	100.0000	0.0000
	Poll		820801	13.8070	820801	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1279652</b>	<b>21.5255</b>	<b>1279652</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>11996040</b>	<b>6886302</b>	<b>57.4048</b>	<b>6886302</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



*Attested by Mr. S. S. Singh*



FORM NO. MGT-13

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

To

The Chairperson

28<sup>th</sup> Annual General Meeting of the Equity Shareholders of

Emmsons International Limited

**(CIN: L74899DL1993PLC053060)**

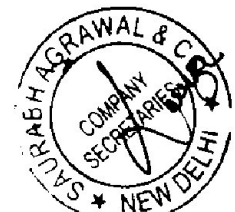
held on Wednesday, 16<sup>th</sup> March, 2022 at 04:00 P.M

through Video Conferencing/Other Audio Visual Means (VC/OAVM),

**Sub:** Combined Scrutinizer's Report on e-voting conducted pursuant to the provision of section 180 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 for the 28<sup>th</sup> Annual General Meeting of the Equity Shareholders of Emmsons International Limited held on Wednesday, 16<sup>th</sup> March, 2022 at 04:00 P.M

Dear Sir,

1. I, Saurabh Agrawal, Company Secretary in Practice, Partner M/s. Saurabh Agrawal & Co., Company Secretaries, having office at 403, Nirmal Tower, 26 Barakhamba Road, Connaught Place, New Delhi-110001 have been appointed as the Scrutinizer for the voting through electronic mean (e-voting) on the resolutions contained in the notice dated 2<sup>nd</sup> February, 2022 ("Notice") issued in accordance with General Circular No. 14/ 2020, 17 / 2020, 20/2020 and 2/2021 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020 and 13<sup>th</sup> January 2021 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the 28<sup>th</sup> Annual General Meeting of its Equity Shareholders ("the Meeting"/ "AGM") through VC / OAVM. The AGM was convened on Wednesday, 16<sup>th</sup> March, 2022 at 04:00 p.m.
2. The said appointment as Scrutinizer is under 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 ("the Rules"). As the Scrutinizer, I have to scrutinize:
  - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
  - (ii) process of e-voting at the AGM through electronic voting system ("Insta Poll").





### **3. Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of:

- the Act and the Rules made thereunder;
- the MCA Circulars; and
- the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.
- The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **4. Scrutinizer's Responsibility**

Our responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the evoting system provided by Link Intime India Private Limited, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or Link Intime for my verification.

### **5. Cut-off date**

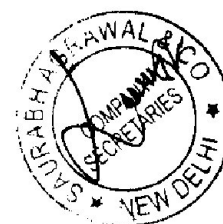
The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Sunday, 9<sup>th</sup> February, 2022 were entitled to vote on the resolutions (item nos. 1 to 3 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

### **6. Insta Poll process at the AGM**

- After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by Link Intime under my instructions.
- The e-votes cast at the meeting were unblocked on Wednesday, 16<sup>th</sup> March, 2022 after the conclusion of the AGM.
- The e-votes were reconciled with the records maintained by the Company/ Link Intime and the authorizations lodged with the Company/ Link Intime on test check basis.

### **7. Remote e-voting process**

- The remote e-voting period remained open from Sunday 13<sup>th</sup> March, 2022 (09:00 a.m. 1ST) to Tuesday, 15<sup>th</sup> March, 2022 (05:00 p.m. 1ST).



- The votes cast during the remote e-voting were unblocked on Wednesday, 16<sup>th</sup> March, 2022 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Pooja Jain and Ms. Twinkle Gupta, who are not in the employment of the Company and/ or Link Intime. They have signed below in confirmation of the same.

  
Signature  
Pooja Jain

  
Signature  
Twinkle Gupta

- Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of Link Intime i.e., <https://instavote.linkintime.co.in>. Based on the report generated by Link Intime and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by Link Intime, scrutinized on test check basis and relied upon by me as under:-

**ORDINARY BUSINESS:**

**RESOLUTION NO. 1**

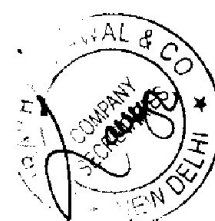
**ORDINARY RESOLUTION: PASSED**

To receive, consider and adopt:

- the audited financial statements of the Company for the year ended March 31<sup>st</sup>, 2021, the report of Board of Directors and Auditor's thereon and
- the audited consolidated financial statements of the Company for the financial year ended March 31, 2021:

**VALID VOTES**

Particulars	Remote E-voting	E-Voting at the AGM (instapoll)	Total
Number of Members voting	40	17	57
Number of votes cast by them	2638791	4247506	6886297
% of Total Number valid votes cast	38.32%	61.68%	100%





- Total 49 members attended the Annual General Meeting.
- Further Total 40 members casted their votes through Remote e-voting. Total 18 members at E-Voting at the AGM (instapoll) out of which 1 member having 5 shares casted their vote at Remote e-voting also, hence we have not considered the voting done in instapoll (at AGM).

**INVALID VOTES: NIL**

**AGAINST VOTES: NIL**

## **RESOLUTION NO. 2**

### **ORDINARY RESOLUTION: PASSED**

To appoint a Director in place of Mr. Rajesh Monga (DIN: 00249642), who retires by rotation and, being , eligible, offers himself for reappointment.

#### **VALID VOTES**

<b>Particulars</b>	<b>Remote Evoting</b>	<b>E-Voting at the AGM (instapoll)</b>	<b>Total</b>
Number of Members voting	40	17	57
Number of votes cast by them	2638791	4247506	6886297
% of Total Number valid votes cast	38.32%	61.68%	100%

- Total 49 members attended the Annual General Meeting.
- Further Total 40 members casted their votes through Remote e-voting. Total 18 members at E-Voting at the AGM (instapoll) out of which 1 member having 5 shares casted their vote at Remote e-voting also, hence we have not considered the voting done in instapoll (at AGM).

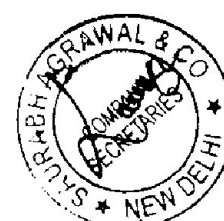
**INVALID VOTES: NIL**

**AGAINST VOTES: NIL**

## **RESOLUTION NO. 3**

### **ORDINARY RESOLUTION: PASSED**

To reappoint M/s B. Chaudhary & co., Chartered Accountant (FRN: 001784N) as the Statutory Auditor of the Company for a term of five years commencing from the conclusion of 28th Annual General Meeting till the conclusion of 32nd Annual General Meeting to be held in the year 2026



## VALID VOTES

Particulars	Remote Evoting	E-Voting at the AGM (instapoll)	Total
Number of Members voting	40	17	57
Number of votes cast by them	2638791	4247506	6886297
% of Total Number valid votes cast	38.32%	61.68%	100%

- Total 49 members attended the Annual General Meeting.
- Further Total 40 members casted their votes through Remote e-voting. Total 18 members at E-Voting at the AGM (instapoll) out of which 1 member having 5 shares casted their vote at Remote e-voting also, hence we have not considered the voting done in instapoll (at AGM).

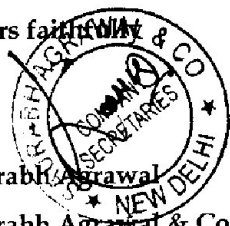
INVALID VOTES: NIL

AGAINST VOTES: NIL

9. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
10. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

  
Saurabh Agrawal  
Saurabh Agrawal & Co.

Scrutinizer

C.P No. 4868

Place: New Delhi

Date: 17/03/2022

UDIN:F005430C002964826