

Mack Trading Company Limited

5-C, Sindhu House, 3rd Floor, Nanabhai Lane, Flora Fountain,
Fort, Mumbai - 400 001. CIN No. : L51900MH1980PLC022532
Tel.: 2204 7644 / 2204 7404 | Fax : 2288 5638
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3rd May, 2019

To,

BSE Limited.,
P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Dear Sir/Madam,

Sub: Submission of Minutes: Proceedings of declaration of the Results of Postal Ballet.
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In respect of declaration of results of Postal Ballet, we hereby submit the minutes of the proceedings of declaration of the results of Postal Ballet (including e-voting).

We request you to take the same on record and oblige.

Yours faithfully,

For MACK TRADING COMPANY LTD.



DIRECTOR



MACK TRADING COMPANY LIMITED

Regd. Office: 5-C Sindhu House, Nanabhai Lane, Flora Fountain, Fort, Mumbai 400 001
CIN: 51900MH1980PLCO2532,info@macktradingcompany.com

MINUTES OF ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT/E-VOTING BY MACK TRADING COMPANY LIMITED ON THURSDAY,25TH APRIL,2019 AT 5C, SINDHU HOUSE, NANABHAI LANE, FLORA FOUNTAIN, FORT, MUMBAI-400001.

The Following were Present: -

Mr. Vikas Pavankumar-Director
Mrs.Rita Pavankumar-Director
Mr. Sudhir Shankar Bandiwadekar-Director.
Mrs.Vidhi Agrawal-Chief Financial Officer(CFO).
Mr. Vidhi Pavankumar-Chief Executive-Officer(CEO).
Mrs. Pooja Garg-Company Secretary and Compliance officer.

Mr. Vikas Pavankumar, Director, Chaired the proceedings.

Mr. Vikas Pavankumar informed that the Company, at the Board Meeting held on 15th March,2019, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act,2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules,2014, in respect of the following matters:

- (A) To approve voluntary delisting of the Equity Shares of the Company from the BSE Limited through acquisition of 1,54,450 equity shares of the Company held by public shareholders.
- (B) To approve shifting the Registered Office of the Company to Madhav Square Building, Opp. Cricket Bungalow, Limda Lane Corner, Jamnagar 361006, Gujarat.

The company dispatched postal ballot forms alongwith postage prepaid business reply envelope to all its members whose name(s) appeared on the Register of Members / List of beneficiaries as on 15th March 2019 through permitted mode.

In compliance with the provisions of Section 108 and 110 of the Companies Act,2013 read with Rule 22 of the Companies (Management and Administration) Rules ,2014 and Regulation 44 of the SEBI (LODR) Regulations,2015, the Company has also made arrangement for voting by electronic means and availed the services of Central Depository Services Limited to provide the facility to the members for voting by electronic means.

The voting commences on Monday,25th March,2019 (9.00 AM) and ended on Tuesday,23rd April,2019 (5.00 PM).

The Members were requested to return the physical postal ballot forms duly completed along with the Assent (for) or Dissent (against), so as to reach the scrutinizer before 5 PM IST on Tuesday,23rd April, 2019.In case of electronic voting, Members were requested to cast their votes electronically upto 5 PM on Tuesday,23rd April,2019.



The Board of Directors at their meeting held on 15th March,2019, appointed Piyushkumar Parmar, Practicing Company Secretary, as Scrutinizer to receive and scrutinize the Completed ballot forms received from the members and for conducting the Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of postal ballot forms received physically and the votes polled electronically upto 23rd April,2019(5.00 PM).

1. A summary of the E-voting and Postal Ballot Process is given below:

Sr.No	Particulars	No.of Postal Ballot Forms/e-voting options	No.of shares
(a)	1.Total postal Ballot forms received	25	71818
	2.Total E-voting options received	16	273789
	Total (1 + 2)	41	345607
(b)	Less: Invalid postal Ballot Forms	1	5080
(c)	1.Net valid postal Ballot forms(As per register)	24	66738
	2.Net E-voting options	16	273789
	Total (1 + 2)	41	340527

2. The result of the e-voting is given below:

Sr. No	Particulars of Resolution	Type of Resolution	Votes in Favour(In Numbers)	Votes in Favour(In %)	Votes Casted Against (In No.)	Votes Casted Against (In %)
1	To approve voluntary delisting of the Equity Shares of the Company from the BSE Limited through acquisition of 1,54,450 equity shares of the Company held by public shareholders.	Special	273778	99.9960	11	0.0040
2	To approve shifting the Registered Office of the Company to Madhav	Special	273778	99.9960	11	0.0040



Square Building, Opp. Cricket Bungalow, Limda Lane Corner, Jamnagar 361006, Gujarat.					
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3.The result of the Physical Postal Ballot Process is given below:

Sr. No	Particulars of Resolution	Type of Resolution	Votes in Favour(In Numbers)	Votes in Favour(In %)	Votes Casted Against (In No.)	Votes Casted Against (In %)
1	To approve voluntary delisting of the Equity Shares of the Company from the BSE Limited through acquisition of 1,54,450 equity shares of the Company held by public shareholders.	Special	66738	100	0	0
2	To approve shifting the Registered Office of the Company to Madhav Square Building, Opp. Cricket Bungalow, Limda Lane Corner, Jamnagar 361006, Gujarat.	Special	66738	100	0	0

4.The Combined Result of e-voting and postal ballot process is given below:

Sr. No	Particulars of Resolution	Type of Resolution	Votes in Favour(In Numbers)	Votes in Favour(In %)	Votes Casted Against (In No.)	Votes Casted Against (In %)
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1	To approve voluntary delisting of the Equity Shares of the Company from the BSE Limited through acquisition of 1,54,450 equity shares of the Company held by public shareholders.	Special	340516	99.9968	11	0.0032
2	To approve shifting the Registered Office of the Company to Madhav Square Building, Opp. Cricket Bungalow, Limda Lane Corner, Jamnagar 361006, Gujarat.	Special	340516	99.9968	11	0.0032

Details of Voting in terms of provisions of Regulation 8(1)(b) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time are as follows:-

Particulars	No. of Postal Ballot Forms/e-voting options	No. of shares	% of Votes
Total Valid Postal Ballots and E-votes Received	40	340516	100
Less: Promoters Shareholding	5	188550	55.37
Public Shareholding through Postal Ballot and E-voting	35	151966	44.63
Assented to Resolution out of Public Shareholding	34	151955	99.99
Dissented to Resolution out of Public Shareholding	1	11	0.007

The number of votes cast by Postal Ballot by Public Shareholders in favour of Special Resolution being greater than two times of the number of votes cast by the Public Shareholders against the Special Resolution and therefore; the requirement of the provisions to Regulation 8(1)(b) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 is satisfied

Mr. Vikas Pavankumar, Chairman & Director, after receiving the Scrutinizers Report dated 25th April, 2019 announces the Special Resolution as specified in the Postal Ballot Notice dated 15th March, 2019, were duly passed by the requisite majority.

The Special Resolution duly approved by the members are as under:



Item No. 1

Voluntary Delisting of Equity Shares of the Company from BSE Limited ("BSE")

Special Resolution:

"RESOLVED THAT pursuant to intention letter dated February 19, 2019 received from Mrs. Rita Pavankumar, ("Acquirer"), expressing the intention to make an offer to voluntary delist the equity shares of the company from BSE Limited ('BSE'/ 'Stock Exchange'), approval of the Board of Directors of the Company granted in their meeting held on March 15, 2019 to delist the equity shares of the Company, all the applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Delisting of Securities) Regulations, 2009, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and subject to other applicable regulations and guidelines issued by Securities and Exchange Board of India and / Reserve Bank of India and subject to such permissions, sanctions and approvals as may be required from appropriate authorities in this regard and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors, consent of the Members of the Company be and is hereby accorded to the voluntary delisting of the Equity Shares of the Company from the BSE Limited through acquisition of the 1,54,450 equity shares of the Company held by public shareholders (representing 45.03% of the paid up equity capital of the Company) ("**Delisting Offer**") in accordance with the Delisting Regulations ("**Proposed Delisting**").

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer authorized by the Board to exercise the powers conferred on the Board under this resolution) be and is hereby authorized on behalf of the Company to appoint intermediaries as may be required for the purpose of the Proposed Delisting and to take all steps as may be necessary to give effect to the aforesaid resolution including but not limited to making application to the Stock Exchanges seeking their In-principal and Final approval for the proposed voluntary delisting of equity shares of the Company, file necessary returns, documents, applications with respective regulatory authorities, if any, to appear, represent discuss and respond to queries of any such regulatory authority and to give such directions as may be necessary to settle any question or difficulty which may arise in regard thereto in such manner and to do such other acts, things and deeds as may be considered to be necessary or expedient for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred upon it to any Committee of Directors, Director(s) or any other officers/authorized representatives of the Company to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

Item No.2

Shifting of the Registered Office of the Company



"RESOLVED THAT pursuant to the provisions of Section 12 of the Companies Act, 2013 and any other provisions applicable, if any, and the Rules framed thereunder and subject to the approval of the members and upon the confirmation by the Regional Director, the Registered Office of the Company be shifted from 5C, Sindhu House, 3rd Floor, Nanabhai Lane, Flora Fountain, Fort, Mumbai 400 001 to Madhav Square Building, Opp. Cricket Bungalow, Limda Lane Corner, Jamnagar 361006, Gujarat from the jurisdiction of Registrar of Companies, Mumbai to the jurisdiction of Registrar of Companies, Ahmedabad."

RESOLVED FURTHER THAT for the purpose of giving effect to the shifting of Registered Office, the consent of the Board of Directors of the Company (which term shall be deemed to include any person(s) or Committee authorized by the Board thereof) be and is hereby accorded to authorize Mr. Vikas Pavankumar, Director on behalf of the Company to take all necessary steps in this regard and to do all such acts, deeds, matters and things as it may deem necessary, proper or desirable including but not limited to file the necessary forms with the Registrar of Companies and other things which they may in their absolute discretion consider necessary, proper or expedient for giving effect to the above said resolution and to settle any question, difficulty or doubt that may arise in this regard as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

Mr. Vikas Pavankumar proposed a vote of thanks. Meeting was than concluded.

FOR MACK TRADING COMPANY LIMITED



CHAIRMAN AND DIRECTOR
VIKAS PAVANKUMAR



Place: Mumbai.

Date:3rd May,2019.