

MODERN INDIA LTD.



MODERN[®]INDIA
E N T E R P R I S E

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09.12.2014

To,

Asstt. General Manager,
Bombay Stock Exchange Limited,
Corporate Relationship Department,
1st Floor, P.J. Towers, Dalal Street,
Mumbai - 400 023

Scrip Code 503015

Sub: Form MGT-13- Report of Scrutinizer(s) on e- voting and physical ballot form received from the shareholders.

Dear Sir,

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find attached herewith Form No MGT-13 Scrutinizer's Report on e-voting and Physical ballot form received from the shareholders in respect of resolutions passed at the Extra-Ordinary General Meeting of the Company held on 09TH December, 2014.

Yours faithfully,
For **MODERN INDIA LIMITED**

(Parind Badshah)
Company Secretary
Modern Centre,
Sane Guruji Marg,
Mahalaxmi, Mumbai-400011
FCS No: 5414

Encl: As above

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
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To,
The Chairman
MODERN INDIA LIMITED
Modern Centre, Sane Guruji Marg,
Mahalaxmi, Mumbai - 400 011

Dear Sir,

Sub: Scrutinizer's Report on 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 and scrutinizing the physical ballot forms received from the shareholders who do not avail of e-voting.

I, Jigyasa N. Ved, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Modern India Limited vide resolution dated October 18, 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting (e-voting) process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Extra Ordinary General Meeting (EOGM) of the Company to be held on December 09, 2014.

The Notice dated October 18, 2014 convening the EOGM of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said EOGM of the Company.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not avail of e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of November 07, 2014, were entitled to vote on the proposed resolutions as set out at Item nos. 1 and 2 in the Notice of the EOGM of the Company.

The voting period for e-voting commenced on Wednesday, December 03, 2014 at 09.30 a.m. IST and ended on Friday, December 05, 2014 at 05:30 p.m. IST and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms received upto December 05, 2014 were considered.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received, respectively.

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I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

I. Resolution No. 1 :-

Consent of the company to Shri Sidhant Jatia to hold and continue to hold an office or place of profit in the Company as President of the Company for a period of 3 years with effect from 1st October, 2014

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system and through physical Ballots	Number of Votes cast (Shares)	% of total number of valid votes cast
21	4513114	99.96

(ii) Voted against the resolution:

Number of Members voted through e-voting system and through physical Ballots	Number of Votes cast (Shares)	% of total number of valid votes cast
3	1600	0.04

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

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II. Resolution No. 2 :-

Consent of the company to Shri Mudit Jatia to hold and continue to hold an office or place of profit in the Company as President of the Company for a period of 3 years with effect from 1st October, 2014

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system and through physical Ballots	Number of Votes cast (Shares)	% of total number of valid votes cast
21	4513114	99.96

(ii) Voted against the resolution:

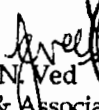
Number of Members voted through e-voting system and through physical Ballots	Number of Votes cast (Shares)	% of total number of valid votes cast
3	1600	0.04

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

The Register, all other papers and relevant records relating to e-voting and physical Ballot shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the said EOGM and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,


Jigyasa N. Ved
Parikh & Associates
Practising Company Secretary

FCS: 6488 CP: 6018

Place: Mumbai Dated: December 9, 2014

