



MODERN INDIA LIMITED

CIN: L17120MH1933PLC002031

Email: info@moderindia.co.in, Website: www.moderindia.co.in

Registered Office: 1, Mittal Chambers, 228 Nariman Point, Mumbai - 400021, India

Tel: +91 22 67444200; Fax: +91 22 67444300

Last date for receipt of this Postal Ballot Form is Wednesday, July 10, 2019

POSTAL BALLOT FORM

(For Equity Shareholder)

(Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)

Sr. No.:-

1. Name(s) and Registered Address of the sole /:
first named Shareholder(s) including
Joint Holders, if any.
2. Registered Folio No./DP ID No.* / :
Client ID No.*
(*applicable only to shareholders
holding Shares in dematerialized form) :
3. Number of shares held :

I/ We hereby exercise my/ our vote in respect of the Resolutions as per Sections 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013 enumerated below by sending my/our assent (For) or dissent (Against) to the said resolutions by placing the tick mark (✓) at the appropriate box below:

Item No.	Brief particulars of the Resolution proposed	No. of Shares	Please (✓) in the appropriate box below	
			I/We assent to the resolution ('FOR')	I/We dissent to the resolution ('AGAINST')
1.	Re-appointment of Shri. Anand Badriprasad Didwania (DIN 00022120), as an Independent Director of the Company, not liable to retire by rotation and who will be completing 75 years of age during the term			
2.	Re-appointment of Shri. Shivkumar Dhalumal Israni (DIN 00125532), as an Independent Director of the Company, not liable to retire by rotation			
3.	Re-appointment of Shri. Kaiwan Dossabhoy Kalyaniwalla (DIN 00060776) as an Independent Director of the Company, not liable to retire by rotation:			

Place:

Date:

(Signature of the Sole / First / Joint Shareholder(s))



ELECTRONIC VOTING PARTICULARS

The e-voting facility is available at the link <https://www.evotingindia.com>. The electronic voting particulars are set out as follows:

EVSN (E-Voting Sequence Number)	User ID	Password
190605002	refer e-Voting instruction no. IV of page no. 11 of Postal Ballot Notice	refer e-Voting instruction no. VI of page no. 11 of Postal Ballot Notice

Notes:

1. Please read the instructions printed overleaf carefully before filling this Form and for e-voting. Please refer to the instructions for voting through electronic voting means provided in the notice.
2. The last date for the receipt of Postal Ballot Form by the Scrutinizer is Wednesday, 10th July, 2019 at 5:00 p.m. (Indian Standard Time).

Instructions:

1. Pursuant to Sections 108, 110 and other applicable provisions of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and as amended, assent or dissent of the Equity Shareholders in respect of the resolution detailed in the Notice dated Thursday, 30th May, 2019 is being additionally sought through Postal Ballot process/remote e-voting.
2. **E-VOTING:** The Company is pleased to provide remote e-voting facility as an alternative for the Equity Shareholders to enable them to cast their votes electronically instead of Postal Ballot. E-voting is optional. In case an Equity Shareholder has voted through remote e-voting facility, he/she need not send a physical Postal Ballot Form.
3. A Shareholder can opt for only one mode of voting, i.e. either through e-voting or by Postal Ballot. If a Shareholder casts vote by both modes, then voting done through e-voting shall prevail and Postal Ballot shall be treated as invalid.
4. For detailed instructions on remote e-voting, please refer to the instructions for voting through electronic voting means provided in the notice.
5. The voting period for Postal Ballot and remote e-voting shall commence on and from **Tuesday, 11th June, 2019 at 9.00 a.m. (IST) and shall end on Wednesday, 10th July, 2019 at 5.00 p.m. (IST).**
6. A Shareholder desirous to exercise vote by physical Postal Ballot may complete and sign this Postal Ballot Form and send it so as to reach the Scrutinizer, Mr. P. N. Parikh and/or Mr. Mitesh Dhaliwala of M/s. Parikh & Associates, Practising Company Secretaries, at 1, Mittal Chambers, 228, Nariman Point, Mumbai-400021, in the enclosed postage prepaid self-addressed envelope which shall be properly sealed with adhesive or adhesive tape not later than 5:00 P.M. (IST) on Wednesday, 10th July, 2019. Postal Ballot Form received after this date will be strictly treated as if the reply from such Shareholder has not been received. Envelope containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Shareholder will also be accepted. Equity Shareholders are requested to convey their assent or dissent in this Postal Ballot Form only.
7. The self-addressed envelope bears the name and address of the Scrutinizer appointed.
8. Please convey your assent in column "FOR" or dissent in the column "AGAINST" by placing a tick (✓) mark in the appropriate column in the Postal Ballot Form only. The assent or dissent received in any other form or manner shall be considered as invalid.
9. The Postal Ballot Form should be completed and signed by the Shareholder, as per the specimen signature registered with the Company/ Registrar or furnished by National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL), in respect of shares held in physical form or dematerialized form

respectively. In case of joint holding, this Form must be completed and signed by the first named Shareholder and in his/her absence, by any next named Shareholder. Holders of Power of Attorney (“POA”) on behalf of Equity Shareholder may vote on the Postal Ballot mentioning the registration no. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected.

10. In the case of shares held by Institutions, Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the board resolution/authorization together with the specimen signature(s) of the duly authorised signatories giving requisite authority to the person voting on the Postal Ballot Form. A Shareholder may sign the Postal Ballot Form through an Attorney, in which case a copy of the Power of Attorney should be attached to the Postal Ballot Form.
 11. Equity shareholders who have received the postal ballot form by e-mail and who wish to vote through postal ballot form can download the postal ballot form from the Company's website www.modernindia.co.in. A Shareholder seeking duplicate Postal Ballot Form may send an e-mail to info@modernindia.co.in. The Company or Registrar and Share Transfer Agent viz. Satellite Corporate Services Private Limited shall forward the same along with self-addressed postage pre-paid Business Reply Envelope to the Shareholder. However, the duly filled Postal Ballot Form should reach the Scrutinizer not later than 5:00 P.M. (IST) on Wednesday, 10th July, 2019.
 12. Voting by Postal Ballot, in physical form or e-voting, can be exercised only by the equity shareholder or his/ her duly constituted attorney or in case of bodies corporate, the duly authorised person. The exercise of vote through Postal Ballot Form is not permitted through a proxy.
 13. Voting rights shall be reckoned on the paid up value of the shares registered in the name(s) of the Shareholder (s)/ list of beneficial owners as received from NSDL/CDSL/Registrar and Share Transfer Agent as on the cut-off date i.e. Friday, 07th June, 2019.
 14. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid self-addressed envelope. If any other papers are found the same will be destroyed by the scrutinizer.
 15. There will be only one Postal Ballot Form for every folio/client ID irrespective of the number of Joint Equity Shareholder(s). An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, overwritten, wrongly signed Postal Ballot Form will be rejected.
 16. The proposed re-appointment of Independent Directors, if assented by majority of Equity Shareholders representing three-fourth majority of Equity Shareholders who have voted either by Postal Ballot or remote e-voting, shall be considered as passed. The result of the voting on the resolution will be declared on or before 5.00 p.m. on Thursday, July 11, 2019 at the Registered Office of the Company.
 17. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final and binding.
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