MODERN INDIA LIMITED

Regd. Off: Modern Centre, Sane Guruji Marg, Mahalaxmi, Mumbai-400011 Corp.Off: 1,Mittal Chambers, 228,Nariman point, Mumbai-400021. CIN:L17120MH1933PLC002031

Tel No.: 022-67444200, Fax No.: 022-67444300

Email ID: info@modernindia.co.in, Website: www.modernindia.co.in

Sequence No: Ballot Form

1. Name and Registered address

of the sole/first named shareholder

2. Names of joint holders

if any (in block letters) :

3. Registered folio No./DP ID No.

& Client ID No.*

(*Applicable to investors holding

shares in dematerialized form)

4. Number of equity shares held

5. EVOTING details

EVSN	PAN	DOB	DIVIDEND BANK DETAILS
			Refer Evoting instruction no. (vii) pg.no.9 of Annual Report

I/We hereby exercise my/our vote(s) in respect of the following Ordinary/Special Resolutions to be passed at the Annual General Meeting as per the business stated in the Notice dated 11th May, 2015 by sending my/our assent(FOR) or dissent(AGAINST) to the said Ordinary Resolution /Special Resolutions, by placing the tick ($\sqrt{}$) mark at the appropriate box below.

Sr. No.	Description	Type of Resolution	No. of equity shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE YEAR ENDED 31ST MARCH, 2015 AND THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON.	Ordinary Resolution			
2	TO DECLARE DIVIDEND ON THE EQUITY SHARES FOR THE YEAR ENDED 31ST MARCH, 2015, IF ANY.	Ordinary Resolution			
3	TO APPOINT A DIRECTOR IN PLACE OF SHRI PRADIP KUMAR BUBNA (DIN 00135014), LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.	Ordinary Resolution			
4	TO APPOINT STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FROM THE CONCLUSION OF THIS MEETING UNTIL THE CONCLUSION OF THE 83RD ANNUAL GENERAL MEETING OF THE COMPANY, AND TO FIX THEIR REMUNERATION	Ordinary Resolution			
5	APPROVAL TO THE REAPPOINTMENT OF SHRI VIJAY KUMAR JATIA AS THE MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 3 YEARS WITH EFFECT FROM 1ST AUGUST 2015 AND PAYMENT OF REMUNERATION TO HIM.	Special Resolution			
6	APPROVAL OF PAYMENT OF COMMISSION TO NON EXECUTIVE DIRECTORS AND INDPENDENT DIRECTORS FOR A FURTHER PERIOD OF FIVE YEARS	Special Resolution			

Place: Tel No.
Date: Email ID:

Please read the following instructions before exercising your vote:

Instructions:

- 1. A member desiring to exercise vote by physical Ballot may complete this Ballot Form and send it to the Scrutinizer. Duly completed Ballot Form(s) should reach the scrutinizer not later than 5:00 p.m. on 7th August, 2015. Ballot Form(s) received after this date will be strictly treated as if the reply from the member has not been received.
- 2. This form should be completed and signed by the member. In case of joint holding, this form should be completed and signed (as per the specimen signature(s) registered with the company) by the first named member and in his absence, by the next named member. Unsigned Ballot Form will be rejected.
- 3. The vote may be accorded by recording the assent in column 'FOR' or dissent in Column 'AGAINST' by placing a tick ($\sqrt{}$) mark in the appropriate column.
- 4. In case of shares held by companies, trusts, societies etc. the duly completed Ballot Form should be accompanied by a certified true copy of Board Resolution / Authority.
- 5. Members are requested not to send any other paper along with the Ballot Form in the enclosed postage pre-paid self addressed envelope.
- 6. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members as on cut-off date being, Friday, 24th July, 2015 a person whose name is recorded in the Register of Members or in the register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM through Ballot Paper. The Scrutinizer's decision on the validity of the Ballot Form shall be final.
- 7. The Company is also offering e-Voting facility as an alternate, for all the members to enable them to cast their vote electronically instead of dispatching physical Ballot Form. The detailed procedure is enumerated in the Notes to the AGM Notice.

INSTRUCTIONS FOR REMOTE E-VOTIONG:

The Company has made arrangement for Remote E-voting through CDSL and the Remote E-Voting facility will be available from :

Commencement of E-voting: 5th August, 2015 from 0930 hours onwards

End of E-voting: 7th August, 2015 till 1700 hours.

The Cut off date for the purpose of evoting is 24th July, 2015.

For detailed instructions on procedure for casting the votes through e-voting please refer to page 9 of the Annual Report for the year 2014-15.