

MODERN INDIA LTD.



MODERN[®]INDIA
E N T E R P R I S E

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27.09.2019

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: Consolidated Scrutinizer's Report

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, as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation & Disclosure requirement) Regulation, 2015 as amended.

Attached please find the consolidated results of remote e-voting and voting at the Annual General Meeting of the Company in respect of the Resolutions passed at the 85th Annual General Meeting of the Company held on 27.09.2019.

Also please find attached herewith Consolidated Scrutinizer's Report on Remote e-voting.

Based on the voting results and the scrutinizers report all the resolutions as set out in the Notice of the 85th Annual General Meeting have been passed with requisite majority.

Yours faithfully,

For **MODERN INDIA LIMITED**

(Parind Badshah)

Vice President and Company Secretary

Address: 1, Mittal Chambers, 228, Nariman Point-400 021

FCS No: 5414

Encl:a/a

To,
The Chairman
Modern India Limited
1, Mittal Chambers, 228, Nariman Point,
Mumbai- 400021

Dear Sir,

Sub:Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015and voting through Ballot Paperat the 85th Annual General Meeting of Modern India Limitedheld at Kamalnayan Bajaj Hall, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400021on Friday, September 27, 2019 at 4.00 p.m.

I,Mitesh Dhabliwala, of Parikh& Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Modern India Limited pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 85thAnnual General Meeting (AGM) of Modern India Limited on Friday, September 27, 2019 at 4.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting processat the said AGM held onSeptember 27, 2019.

The Notice dated August 13, 2019 along with statement setting out material facts under Section 102 of the Actconfirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through Ballot Paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 20, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on September 23, 2019 at 09:30hrs and ended on September 26, 2019 at 17:00 hrs and the CDSL e-voting platform was blocked thereafter.

None of the shareholders cast their votes through ballot paper at the AGM.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and vote tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through Ballot Paper at the venue of the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through Ballot Paper at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my Consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.



Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended 31st March, 2019, along with the reports of the Board and the Auditors thereon

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,90,81,262	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	100	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 2: Ordinary Resolution**Declaration of Dividend on the Equity Shares for the year ended 31st March, 2019**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,90,81,262	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	100	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 3: Ordinary Resolution

To appoint a Director in place of Shri Pradip Kumar Bubna (DIN: 00135014) who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,90,81,262	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	100	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

Mitesh Dhabliwala
Parikh & Associates
Practising Company Secretaries
FCS: 8331 CP No.: 9511
111, 11th Floor, SaiDwar CHS Ltd,
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053.



For MODERN INDIA LTD.

VIJAY KUMAR JATIA
Chairman & Managing Director

Place: Mumbai

Dated: September 27, 2019

MODERN INDIA LTD

POLLING SUMMARY

Date of the AGM	27.09.2019
Total number of shareholders on record date	2024
CUT OF DATE	20.09.2019
No. of shareholders present in the meeting either in person or through proxy:	12
Promoters and Promoter Group:	7
Public:	
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	N.A
Public:	N.A

Polling Summary

1 TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE YEAR ENDED 31ST MARCH, 2019, ALONG WITH THE R

Whether promoter/promoter group are interested in the agenda/resolution	No	No. of shares held	No. of votes 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
Category					$(3) = \frac{(2)}{(1)} \times 100$			$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group		28157062	28157062	28142062	99.95	28142062	0	100	0
Promoter and Promoter Group				0	0	0	0	0	0
Promoter and Promoter Group				0	0	0	0	0	0
Total		28157062	28142062	28142062	99.95	28142062	0	100	0
Public-Institutions		6577192	6577192	0	0	0	0	0	0
Public-Institutions				0	0	0	0	0	0
Public-Institutions				0	0	0	0	0	0
Total		6577192	6577192	0	0	0	0	0	0
Public-Non-institutions		2808496	2808496	939300	33.44	939200	100	99.99	0.01
Public-Non-institutions				0	0	0	0	0	0
Public-Non-institutions				0	0	0	0	0	0
Total		2808496	2808496	939300	33.44	939200	100	99.99	0.01
Total		37542750	37542750	29081362	77.46	29081262	100	100	0

2 TO DECLARE DIVIDEND ON EQUITY SHARES FOR THE YEAR ENDED 31ST MARCH, 2019

Whether promoter/promoter group are interested in the agenda/resolution	No	No. of shares held	No. of votes 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
Category					$(3) = \frac{(2)}{(1)} \times 100$			$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group		28157062	28157062	28142062	99.95	28142062	0	100	0
Promoter and Promoter Group				0	0	0	0	0	0
Promoter and Promoter Group				0	0	0	0	0	0
Total		28157062	28142062	28142062	99.95	28142062	0	100	0
Public-Institutions		6577192	6577192	0	0	0	0	0	0
Public-Institutions				0	0	0	0	0	0
Public-Institutions				0	0	0	0	0	0
Total		6577192	6577192	0	0	0	0	0	0
Public-Non-institutions		2808496	2808496	939300	33.44	939200	100	99.99	0.01
Public-Non-institutions				0	0	0	0	0	0
Public-Non-institutions				0	0	0	0	0	0
Total		2808496	2808496	939300	33.44	939200	100	99.99	0.01
Total		37542750	37542750	29081362	77.46	29081262	100	100	0

3 TO APPOINT A DIRECTOR IN PLACE OF SHRI PRADIP KUMAR SUBNA (DIN:00135014) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

Whether promoter/promoter group are interested in the agenda/resolution	No	No. of shares held	No. of votes 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
Category					$(3) = \frac{(2)}{(1)} \times 100$			$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group		28157062	28157062	28142062	99.95	28142062	0	100	0
Promoter and Promoter Group				0	0	0	0	0	0
Promoter and Promoter Group				0	0	0	0	0	0
Total		28157062	28142062	28142062	99.95	28142062	0	100	0
Public-Institutions		6577192	6577192	0	0	0	0	0	0
Public-Institutions				0	0	0	0	0	0
Public-Institutions				0	0	0	0	0	0
Total		6577192	6577192	0	0	0	0	0	0
Public-Non-institutions		2808496	2808496	939300	33.44	939200	100	99.99	0.01
Public-Non-institutions				0	0	0	0	0	0
Public-Non-institutions				0	0	0	0	0	0
Total		2808496	2808496	939300	33.44	939200	100	99.99	0.01
Total		37542750	37542750	29081362	77.46	29081262	100	100	0

