



10.08.2018

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 84th Annual General Meeting of the Company held on 10.08.2018.

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

Based on the voting results and the scrutinizers report all the resolutions as set out in the Notice of the 84th 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, 2015 and voting through Polling Paper at the 84th Annual General Meeting of Modern India Limited held at Kamalnayan Bajaj Hall, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400021 on Friday, August 10, 2018 at 4.00 p.m.

I, Mitesh Dhabliwala, of M/s. 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 84th Annual General Meeting (AGM) of Modern India Limited on Friday, August 10, 2018 at 4.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 10, 2018.

The notice dated May 24, 2018 along with statement setting out material facts under Section 102 of the Act confirmed 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 Polling 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 August 03, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on August 06, 2018 at 09:30hrs and ended on August 09, 2018 at 17:00 hrs and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through Polling Paper at the meeting was generated in my presence and the voting was diligently scrutinized.

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 votes 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 Polling 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 Polling 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 and voting through Polling Paper at the AGM 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, 2018 alongwith the reports of the Boardand 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
33	3,35,63,024	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	102	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

To declare dividend on Equity shares for the year ended 31st March, 2018

(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
33	3,35,63,024	100.00(Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	102	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 Smt. GauriJatia (DIN: 0096766) who retires by rotation, and being eligible, offers herself 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
33	3,35,63,024	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	102	0.00

(iii) **Invalid** votes:

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



Resolution 4: Special Resolution

Re-appointment of Shri Vijay Kumar Jatia as Managing Director for a period of three years w.e.f August 01, 2018 to July 31, 2021.

(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
33	3,35,63,024	100.00(Rounded Off)

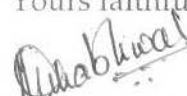
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	102	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 Dhhabliwala
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: August 10, 2018

MODERN INDIA LTD.	
1,Mittal Chambers,228,Nariman Point,Mumbai-400 021	
Polling Summary	

MODERN INDIA LTD

POLLING SUMMARY

Date of the AGM	10.08.2018
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Total number of shareholders on record date i.e 03.08.2018	2145
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No. of shareholders present in the meeting either in person or through proxy:	12
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Promoters and Promoter Group:	15
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Public:	
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No. of shareholders attended the meeting through Video Conferencing:	N.A
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Promoters and Promoter Group:	N.A
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Public:	N.A
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Resolution required: Ordinary	1 TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE YEAR ENDED 31ST MARCH, 2018, ALONG WITH THE REPORTS OF THE BOARD AND THE AUDITORS THEREON
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Whether promoter/promoter group are interested in the agenda/resolution	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	polled on outstap.	of votes - in favr	of votes - agas in favour on vot	of votes against on votes polle	
		1	2	3	4	5	6	7
Promoter and Promoter Group	E-VOTING			$(3) = [(2)/(1)] * 100$			$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	PHYSICAL	28157062	28157062	100	28157062	0	100	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
Promoter and Promoter Group	Total	28157062	28157062	100	28157062	0	100	0
Public-Institutions	E-VOTING	6448235	4461519	69.19	4461519	0	100	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
Public-Institutions	Total	6448235	4461519	69.19	4461519	0	100	0
Public-Non-institutions	E-VOTING	2937453	944499	32.15	944397	102	99.99	0.01
Public-Non-institutions	PHYSICAL		46	0	46	0	100	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
Public-Non-institutions	Total	2937453	944443	32.16	944443	102	99.99	0.01
Total		37542750	33563126	89.4	33563024	102	100	0



Resolution required: Ordinary		2 TO DECLARE DIVIDEND ON EQUITY SHARES FOR THE YEAR ENDED 31ST MARCH,2018.						
Whether promoter/promoter group are interested in the agenda/resolution	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	polled on outstap.	of votes - in favo	of votes - agas	in favour on vot	of votes against ON votes polled
		1	2	3	4	5	6	7
Promoter and Promoter Group	E-VOTING			$(3) = \frac{[(2)/(1)] \times 100}{100}$			$6 = \frac{[(4)/(2)] \times 100}{100}$	$7 = \frac{[(5)/(2)] \times 100}{100}$
Promoter and Promoter Group	PHYSICAL	28157062	28157062	100	28157062	0	100	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	Total	28157062	28157062	100	28157062	0	100	0
Public-Institutions	E-VOTING			69.19	4461519	0	100	0
Public-Institutions	PHYSICAL	6448235	4461519	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
	Total	6448235	4461519	69.19	4461519	0	100	0
Public-Non-institutions	E-VOTING			32.15	944397	102	99.99	0.01
Public-Non-institutions	PHYSICAL	2937453	944499	0	46	0	100	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	Total	2937453	944545	32.16	944443	102	99.99	0.01
Total		37542750	33563126	89.4	33563024	102	100	0



3 TO APPOINT A DIRECTOR IN PLACE OF SMT GAURI JATIA (DIN:0096766) WHO RETIRES BY ROTATION ,AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

Resolution required: Ordinary

Whether promoter/promoter group are interested in the agenda/resolution

Category		Mode of Voting	No. of shares held	No. of votes polled	polled on outstap.	of votes - In favo	of votes - agas in favour on vot	of votes against on votes polled	
			1	2	3	4	5	6	7
					(3)=[(2)/(1)]*100			6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	E-VOTING		28157062	28157062	100	28157062	0	100	0
Promoter and Promoter Group	PHYSICAL			0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any			0	0	0	0	0	0
	Total		28157062	28157062	100	28157062	0	100	0
Public-Institutions	E-VOTING		6448235	4461519	69.19	4461519	0	100	0
Public-Institutions	PHYSICAL			0	0	0	0	0	0
Public-Institutions	Postal ballot if any			0	0	0	0	0	0
	Total		6448235	4461519	69.19	4461519	0	100	0
Public-Non-institutions	E-VOTING		2937453	94499	32.15	944397	102	99.99	0.01
Public-Non-institutions	PHYSICAL			46	0	46	0	100	0
Public-Non-institutions	Postal ballot if any			0	0	0	0	0	0
	Total		2937453	944545	32.16	944443	102	99.99	0.01
Total			37542750	33563126	89.4	33563024	102	100	0



4 RE-APPOINTMENT OF SHRI VIJAY KUMAR JATIA AS MANAGING DIRECTOR FOR A PERIOD OF THREE YEARS W.E.F 01ST AUGUST, 2018 TO 31ST JULY, 2021.

Resolution required: Special									
Whether promoter/promoter group are interested in the agenda/resolution	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	Polled on outstap.	of votes - in favd of votes -	agais in favour on vot	of votes against ON votes polled		
		1	2	3	4	5	6	7	
Promoter and Promoter Group	E-VOTING	28157062	28157062	$(3) = \frac{[(2)/(1)] * 100}{100}$	28157062	0	$6 = \frac{[(4)/(2)] * 100}{100}$	$7 = \frac{[(5)/(2)] * 100}{100}$	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0	0
	Total	28157062	28157062	100	28157062	0	100	100	0
Public-Institutions	E-VOTING	6448235	4461519	69.19	4461519	0	100	100	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0	0
	Total	6448235	4461519	69.19	4461519	0	100	100	0
Public-Non-institutions	E-VOTING	2937453	944499	32.15	944397	102	99.99	100	0.01
Public-Non-institutions	PHYSICAL		46	0	46	0	100	100	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0	0
	Total	2937453	944545	32.16	944443	102	99.99	100	0.01
Total		37542750	33563126	89.4	33563024	102	99.99	100	0

