

**MODISON
LIMITED**

33 - Nariman Bhavan, 227 - Nariman Point,
Mumbai - 400021 India
T: +91-22-2202 6437 F: +91-22-2204 8009
E: sales@modison.com W: www.modison.com
Cin No.: L51900MH1983PLC029783

(Formerly known as MODISON METALS LIMITED)



Date: 13th August, 2024

To,

The Manager,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai 400 001
Scip Code: **506261**

The Manager – Listing Department,
National Stock Exchange of India Limited.
Exchange Plaza, 5th floor, G Block,
Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE SYMBOL: **MODISONLTD**

Dear Sir / Madam,

Sub: Outcome of the Board Meeting of the Company held today i.e. 13th August, 2024.

Ref: Disclosure pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform you that pursuant to the provisions of Regulations 30 and 33(3) read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held today i.e. Tuesday, 13th August, 2024, *inter alia*, considered the following matters:

1. Approved the Un-audited Standalone and Consolidated Financial Results for the quarter ended 30th June, 2024.

A copy of Un-audited Standalone and Consolidated Financial Results of the Company for the quarter ended 30th June, 2024, along with the Limited Review Reports received from the Statutory Auditors of the Company on the said results are enclosed herewith for your records.

2. Re-appointed M/s. Ragini Chokshi & Co, Company Secretaries, Mumbai as Secretarial Auditors of the Company for conducting the Secretarial Audit for the financial year 2024-25 under Section 204(1) of the Companies Act, 2013 and issuing Secretarial Compliance Report as required under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Based on the recommendation of the Nomination and Remuneration Committee, re-appointed Mr. Rajkumar Modi (DIN: 00027449), Joint Managing Director of the Company for further period of 3 consecutive years w.e.f. 1st April, 2025 to 31st March, 2028, subject to approval of shareholders of the Company.

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4. Based on the recommendation of the Nomination and Remuneration Committee, re-appointed Mr. Kumar Jay Modi (DIN: 00059396), Joint Managing Director of the Company for further period of 3 consecutive years w.e.f. 1st April, 2025 to 31st March, 2028, subject to approval of shareholders of the Company.
5. Based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Preeti Shah (DIN: 00020287), as Additional Director designated as Non-executive Independent Director of the Company for the period of 5 consecutive years w.e.f. 13th August, 2024 to 12th August, 2029, subject to approval of shareholders of the Company.

Further, in accordance with the Circular dated 20th June, 2018 bearing No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 issued by the Stock exchanges, we hereby affirmed that Mr. Rajkumar Modi, Mr. Kumar Jay Modi and Ms. Preeti Shah are not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority. Also, affirmed that the Directors being appointed are not disqualified from holding office of Director pursuant to the provisions of Section 164 of the Companies Act, 2013.

The detailed disclosure as required under Regulation 30 of the Listing Regulations read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is enclosed as Annexure-A w.r.t. items 2 & 5 above.

The meeting of the Board of Directors commenced at 11.30 a.m. and concluded at 2.00 p.m.

The above information is also available on the website of the Company.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For **Modison Limited**
(Formerly Known as Modison Metals Limited)

Reema Solanki
Company Secretary & Compliance Officer

Encl: As stated above

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ANNEXURE - A

Disclosure of information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 w.r.t. Change in Directors and Auditors

Item No. 2: Re-appointed M/s. Ragini Chokshi & Co, Company Secretaries, Mumbai as Secretarial Auditors of the Company

Sr. No.	Particulars	Details of Change
1.	Reason for Change Viz., appointment, re-appointment, resignation, removal, death or otherwise; re-appointment,	Re-appointment
2.	Date of Appointment / re-appointment / cessation (as applicable) & terms of Appointment / re-appointment	M/s. Ragini Chokshi & Co, Company Secretaries, Mumbai re-appointed as Secretarial Auditors of the Company for the financial year 2024-25, pursuant to the provisions of Section 204(1) of the Companies Act, 2013 and issuing Secretarial Compliance Report as required under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by Board in it's meeting held on 13 th August, 2024.
3.	Brief Profile (In case of Appointment)	The firm, M/s. Ragini Chokshi & Co. was started in the year 1991 in a prime location of Mumbai in the Fountain area and easily accessible for clients. The firm has more than 35 years of experience having its branch offices in Delhi, Kolkata, Kerala, Madhya Pradesh. The firm provides professional corporate law services to companies incorporated in India and Abroad. Since our inception, our aim has been to achieve client satisfaction in all respects, be it time, money or efforts. The firm always strives to provide cost effective single window solutions in the areas of corporate laws, legal compliance management and other areas of business operations. The firm has a team of qualified professionals who strive continuously to achieve our goals keeping in mind our clients and their requirements.
4.	Disclosure of relationship between directors (in case of appointment of Director)	Not Applicable

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Item No. 3 & 4: Appointment of Mr. Rajkumar Modi and Mr. Kumar Jay Modi as Joint Managing Director of the Company

Sr. No.	Particulars	Details of Change	Details of Change
1.	Name	Mr. Rajkumar Modi	Mr. Kumar Jay Modi
2.	Reason for Change Viz., appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment	Re-appointment
3.	Date of Appointment / re-appointment / cessation (as applicable) & terms of Appointment	Date of re-appointment: w.e.f. 1st April, 2025 Mr. Rajkumar Modi is re-appointed as Joint Managing Director of the Company for further period of 3 consecutive years w.e.f. 1 st April, 2025 to 31 st March, 2028, subject to approval of shareholders of the Company.	Date of re-appointment: w.e.f. 1st April, 2025 Mr. Kumar Jay Modi is re-appointed as Joint Managing Director of the Company for further period of 3 consecutive years w.e.f. 1 st April, 2025 to 31 st March, 2028, subject to approval of shareholders of the Company.
4.	Brief Profile (In case of Appointment)	Mr. Rajkumar Modi Joint Managing Director has completed MBA and having more than 34 years of experience in marketing and administration. He has sharp business acumen, stronghold in export market and excellent administrative skills.	He has more than 23 years of experience in Sales and Marketing. He has sharp business acumen, stronghold in international sales and marketing skills.
5.	Disclosure of relationship between directors (in case of appointment of Director)	None	He is not related to any of the directors of the Company except his father Mr. Girdhari Lal Modi, who is Managing Director of the Company.

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Item No. 5: Appointment of Ms. Preeti Shah as Additional Director designated as Non-executive Independent Director of the Company

Sr. No.	Particulars	Details of Change
1.	Name	Ms. Preeti Shah
2.	Reason for Change Viz., appointment, re-appointment, resignation, removal, death or otherwise;	Appointment
3.	Date of Appointment / re-appointment / cessation (as applicable) & terms of Appointment	Date of appointment: w.e.f. 13th August, 2024 Ms. Preeti Shah, aged 69 years, is appointed as additional Director designated as Non-executive Independent Director of the Company for period of 5 consecutive years w.e.f. 13 th August, 2024 to 12 th August, 2029, subject to approval of shareholders of the Company.
4.	Brief Profile (In case of Appointment)	Ms. Preeti Shah is B.sc graduated and enrolled as an Advocate on the Roll of the Bar Council of Maharashtra and Goa on 26 th May, 1980. She is doing practice in Law for more than 44 years, having vast experience in matters relating to Civil laws. Actively practicing in the Hon'ble Bombay High Court and Citi civil court in Mumbai. Also appear before other courts, Tribunals, Directorates, Arbitrators and other Fora in and outside Mumbai. She is founder member of Maharashtra Federation of Women Lawyers and Founder member and past precedent of All India Federation of Women Lawyers and so many other associations.
5.	Disclosure of relationship between directors (in case of appointment of Director)	None