

**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: 25.07.2023

The Market Operations Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001  
Scrip Code: 506261

The Assistant Manager – Listing  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5th floor  
Plot No.C/1, G Block  
Bandra – Kurla Complex  
Bandra (East), Mumbai – 400 051  
NSE SCRIP CODE: MODISONLTD

**Name of the Company: Modison Limited**

Dear Sir/Madam,

**SUB: PROCEEDING OF 40TH ANNUAL GENERAL MEETING HELD ON 25.07.2023**

We wish to inform you that the 40th Annual General Meeting (AGM) of the Company was held on Tuesday, 25th July 2023 at 11:30 a.m. through Video Conferencing/ Other Audio-Visual Means. In compliance with the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Proceedings of the 40th AGM.

Please take the above outcome on record and acknowledge receipt of the same

Thanking you,

Yours faithfully

For MODISON LIMITED

MANIKA ARORA  
Digitally signed by  
MANIKA ARORA  
Date: 2023.07.25  
17:55:48 +05'30'

Manika Arora  
Company Secretary

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### 40th ANNUAL GENERAL MEETING OF THE COMPANY

1. (a) CIN (b) GLN	<b>L51900MH1983PLC029783</b>
2. (a) Name of the Company  (b) Registered office address  (c) E-mail id	<b>MODISON LIMITED</b>  <b>33- NARIMAN BHAVAN, 227-NARIMAN POINT, MUMBAI 400021</b>  <b>rkothari@modison.com</b>
3. Details of the meeting: (i) Day, date, hour of the Annual General Meeting  (ii) Venue of the Annual General Meeting:    (iii) Whether chairman of the meeting appointed   (iv) Number of members attended the meeting   (v) Whether the requisite quorum was present   (vi) Particulars with respect to any adjournment of meeting and change in venue   (vii) Particulars with respect of postponement of meeting and change in venue; and	<b>Tuesday, 25th July 2023 at 11:30 a.m.</b>  Since the Annual General Meeting was held through Video Conferencing/ Other Audio Visual Means, the deemed venue for the Annual General Meeting was the Registered Office of the Company at 33- Nariman Bhavan, 227- Nariman Point, Mumbai-400021  Mr. Jayant Kulkarni is chairman of the meeting  55  <b>Yes</b>  <b>N.A.</b>  <b>N.A.</b>

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### Summary of the proceedings of the 40th Annual General Meeting (AGM)

The 40<sup>th</sup> AGM of the Members of the Company was held on Tuesday, 25th July 2023 at 11.30 a.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OA'V'M").

Mr. Jayant Kulkarni, Chairman of the Company chaired the meeting. He welcomed the Members to the AGM. The requisite quorum of the Members being present, the meeting was called to order. The Chairman informed that meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. The Chairman further informed that the facility of Proxies by Members was not extended as the meeting was being held via Video Conferencing. The Chairman introduced all the Directors present at the Meeting and also informed that the Statutory Auditors, Internal Auditors and the Secretarial Auditors were also present at the Meeting. With the consent of the Members present, the Notice conveying the AGM was taken as read and the following items of business as set out in the Notice were transacted.

Sr. No.	Item No.
<b>Ordinary Business</b>	
1.	Adoption of Audited Financial Statements (including the Consolidated Financial Statements) for the year ended 31 <sup>st</sup> March, 2023.
2.	To declare final dividend of Rs.1 / per equity share i.e., 100% for the financial year ended 31st March 2023.
3.	To appoint a Director in place of Mr. Rajkumar Modi (DIN: 00027449), who retires by rotation and being eligible, offers himself for re-appointment.
<b>Special Business</b>	
4.	Ratification of the remuneration payable to M/s N. Ritesh & Associates, Cost Accountant (N. Ritesh, Proprietor) (Certificate of Practice No. R100675) for the financial year ending March 31, 2024.
5.	To approve existing as well as new material related party transaction
6.	Appointment of Mr. Vijay Kumar Modi, as Director of the Company.
7.	To approve the appointment of Mr. Vijay kumar Modi (DIN: 10042572), as Whole time Director designated as "Sales and Technical, Executive Director" of the Company for a period of 3 (Three) consecutive years.
8.	Change in designation of Mr. Kumar Jay Modi (DIN No:00059396) from Whole time Director to Joint Managing Director.

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The Chairman informed the shareholders that the Auditor's Report did not have any qualification on the financial transactions of the Company. He also sought the permission of the shareholders to take the Auditor's Report dated **May 25, 2023** as being read.

The Chairman informed the shareholders that the necessary registers were available for inspection electronically by any shareholder of the Company at the website of the Company.

Mr. Jayant Kulkarni, Chairman then requested Mr. Murli Nikam, CEO to make a presentation to the shareholders of the Company.

Mr. Murli Nikam made a presentation to the shareholders on the financial performance and other matters pertaining to the Company. Thereafter, chairman requested the shareholders who have registered themselves as speakers to comment on the observations / questions on the Annual Report. The shareholders put forth their suggestions / observations / questions which were duly clarified / answered by Mr. Murli Nikam. Thereafter Mr. Murli Nikam, CEO requested Chairman Mr. Jayant Kulkarni to proceed further. The Chairman stated that the Company has provided remote e-voting facility under the provisions of the Companies Act, 2013, to its shareholders to cast their votes on the resolutions proposed to be passed at this meeting from Friday 21<sup>st</sup> July 2023 at 9:00 A.M. to Monday, 24<sup>th</sup> July, 2023 till 5:00 P.M. He also informed that for the benefit of those shareholders who had participated in the meeting and had not exercised their votes through remote e-voting, the facility of e-voting had also been provided at the AGM.

For this purpose M/s Ragini Chokshi & Co, Practicing Company Secretaries appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting process. Thereafter, Chairman requested Ms. Manika Arora, Company Secretary to explain the procedure for e-voting at the AGM to enable the shareholders to cast their votes. Mr. Jayant Kulkarni, Chairman again requested the shareholders to cast their votes immediately and announced that the Scrutinizer report and the results of voting through Remote e-voting on the above resolutions will be forwarded separately and uploaded on the Company's website [www.modison.com](http://www.modison.com) and on the website of National Securities Depository Limited. Thereafter, Mr. Jayant Kulkarni, Chairman declared that the e-voting period be kept open for 15 minutes to facilitate voting by the shareholders of the Company who have not casted their votes on the resolutions and thereafter Meeting would conclude.

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Mr. Girdharilal Modi, Managing Director of the Company thanked all the employees, shareholders and stakeholders for their cooperation in the growth of the Company. Thereafter, Ms. Manika Arora thanked all the shareholders for their participation at the 40th Annual General Meeting and there being no other business, the meeting ended at 12:25 p.m.

Kindly take the same on your records.

For **MODISON LIMITED**

MANIKA ARORA  Digitally signed by  
MANIKA ARORA  
Date: 2023.07.25  
17:56:26 +05'30'

**Manika Arora**  
**Company Secretary**