

**MODISON**  
**METALS 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



25.02.2022

The Market Operations Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001  
Scip 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: MODISNME

Dear Sir/Madam,

Sub: **Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015- Notice of Postal Ballot**

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and section 110 of the Companies Act, 2013 read with rules made thereunder, the Board of Directors at its meeting held on February 12, 2022 had approved the Notice of Postal Ballot seeking approval of members of the Company by way of Postal Ballot by electronic means (remote e-voting) in respect of following resolutions:

Sr. No.	Description
1.	Special Resolution for re-appointment of Mr. Rajkumar Modi (DIN: 00027449) as a Joint Managing Director of the Company for a period of three consecutive years from 1st April 2022 to 31st March 2025 and Payment of Remuneration.
2.	Special Resolution for re-appointment of Mr. Kumar Jay Modi (DIN: 00059396) as a Whole time Director of the Company for a period of three consecutive years from 1st April 2022 to 31st March 2025 and Payment of Remuneration.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and 20/2021 dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020, 23rd June 2021 and 8<sup>th</sup> December 2021 respectively, this Postal Ballot notice is being sent only through electronic mode to those members whose e-mail address are registered with the Company/ Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut- off date **18.02.2022**.

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The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide remote e-voting facility to its Members. The remote e-voting period commences from (9:00 a.m. IST) on Monday, February 28, 2022 and ends at (5:00 p.m. IST) on Tuesday, March 29, 2022. The remote e- Voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-of date. Communication of assent or dissent of the Members would only take place through the remote e- Voting system.

The Postal Ballot Notice will also be available on the Company’s website and on the website of NSDL [www. eVoting.nsd.com](http://www.eVoting.nsd.com).

This is for your information and record.

Thanking you,

Yours faithfully,

For MODISON METALS LIMITED

A handwritten signature in blue ink, appearing to read 'Manika'.

MANIKA ARORA  
COMPANY SECRETARY

Encl: Notice of Postal Ballot

Cc:

1. National Securities Depository Limited
2. Central Depository Services (India) Limited
3. Freedom Registry Limited



**Regd. Office:** 33, Nariman Bhavan,  
227, Nariman Point, Mumbai-400 021.  
Phone: 022-22026437. Email: [shareholder@modison.com](mailto:shareholder@modison.com)  
Website: [www.modison.com](http://www.modison.com)  
**CIN NO.:** L51900MH1983PLC029783

## POSTAL BALLOT NOTICE

To,

The Member(s),

NOTICE is hereby given to the Members of Modison Metals Limited (hereinafter referred to as the "Company") pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Ministry of Corporate Affairs ("MCA") General Circular nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and 20/2021 dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020, 23rd June 2021 and 8<sup>th</sup> December 2021 respectively (collectively referred to as "MCA Circulars") and subject to other applicable laws and regulations, that the Resolutions appended below are proposed to be passed by the Members by way of Postal Ballot through remote e-voting.

In view of the COVID-19 pandemic, the MCA has vide the above referred MCA Circulars advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, by way of postal ballot through remote e-voting mechanism in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting requiring physical presence of members at a common venue. MCA has clarified that the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis for Companies that are required to provide e-voting facility under the Act while they are transacting any business(es) by way of Postal Ballot up to 30<sup>th</sup> June, 2022. In compliance with the said MCA Circulars, notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Physical copy of notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only. Members may note that the notice will also be available on the Company's website and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited, respectively and also on website of National Securities Depository Ltd (NSDL). The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the resolutions setting out the material facts and

the reasons thereof are annexed hereto. In compliance with the provisions of Section 108 of the said Act read with Rules 20 and 22 of the above referred Rules as amended and Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company is providing e-voting to its members to cast their vote on the resolutions proposed in the Notice of Postal Ballot. For this purpose, the Company has engaged the services of NSDL to provide the e-voting facility to the Members. Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions under the Section 'Voting through Electronic Means' in this Notice of Postal Ballot. The Board of Directors of the Company at their meeting held on 12<sup>th</sup> February, 2022 have appointed Ragini Chokshi & Co, Practicing Company Secretaries having Membership No 2390 & CP No. 1436, as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner.

The Scrutinizer will submit their report to the Chairman of the Company or to any other person authorised by the Chairman after the completion of the scrutiny of the remote e-voting. The result shall be announced on or before 31<sup>st</sup> March, 2022. The said results will be intimated to the Stock Exchanges where the shares of the Company are listed and displayed on the Company's website [www.modison.com/in](http://www.modison.com/in) and also on the website of NSDL. As required by Rule 20 and 22 of the above referred Rules read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Marathi daily newspaper circulating in Mumbai (in vernacular language, i.e. Marathi).

#### **ITEM OF SPECIAL BUSINESS**

##### **1. Re-appointment of Mr. Rajkumar Modi (DIN: 00027449) as a Joint Managing Director of the Company for a period of three consecutive years from 1st April 2022 to 31st March 2025 and Payment of Remuneration.**

To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**“RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment(s), statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Rajkumar Modi (DIN: 00027449) as a Joint Managing Director of the Company and to his receiving remuneration, benefits and amenities as a Joint Managing Director for a term of three consecutive years from 1st April 2022 to 31st March 2025, liable to retire by rotation, upon the terms, conditions and stipulations contained in the Agreement to be entered into between the Company and Mr. Rajkumar Modi;

**RESOLVED FURTHER THAT** based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company be and are hereby authorised to vary the terms and conditions of re-appointment, including the remuneration payable to Mr. Rajkumar Modi, provided, however, that the remuneration payable to Mr. Rajkumar Modi shall be in accordance

with the provisions specified in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any other applicable amendments thereto as may be made from time to time;

**RESOLVED FURTHER THAT** where, in any financial year, during the period 1st April 2022 to 31st March 2025, the Company has no profits or its profits are inadequate, the Company shall pay remuneration, benefits and amenities to Mr. Rajkumar Modi as specified in the draft Agreement referred to above, based on the approval of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to obtaining necessary approvals, as may be required in accordance with the provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendments thereto as may be made from time to time In that event, the following perquisites shall, however, not be included in the computation of the ceiling on remuneration specified hereinabove:

(a) Contribution to provident fund, superannuation fund / allowance or annuity fund and benefits under the Company's Pension Scheme, to the extent these, either singly or put together are not taxable under the Income Tax Act, 1961;

(b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and

(c) Encashment of leave at the end of the tenure;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company for the purpose of giving effect to the above resolution."

**2. Re-appointment of Mr. Kumar Jay Modi (DIN: 00059396) as a Whole time Director of the Company for a period of three consecutive years from 1st April 2022 to 31st March 2025 and Payment of Remuneration.**

To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment(s), statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Kumar Jay Modi (DIN: 00059396) as Whole time Director of the Company and to his receiving remuneration, benefits and amenities as a Whole time Director for a term of three consecutive years from 1st April 2022 to 31st March 2025, liable to retire by rotation, upon the terms, conditions and stipulations contained in the Agreement to be entered into between the Company and Mr. Kumar Jay Modi;

**RESOLVED FURTHER THAT** based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company be and are hereby authorised to vary the terms

and conditions of appointment, including the remuneration payable to Mr. Kumar Jay Modi, provided, however, that the remuneration payable to Mr. Kumar Jay Modi shall be in accordance with the provisions specified in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any other applicable amendments thereto as may be made from time to time;

**RESOLVED FURTHER THAT** where, in any financial year, during the period 1st April 2022 to 31st March 2025, the Company has no profits or its profits are inadequate, the Company shall pay remuneration, benefits and amenities to Mr. Kumar Jay Modi as specified in the draft Agreement referred to above, based on the approval of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to obtaining necessary approvals, as may be required in accordance with the provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendments thereto as may be made from time to time In that event, the following perquisites shall, however, not be included in the computation of the ceiling on remuneration specified hereinabove:

(a) Contribution to provident fund, superannuation fund / allowance or annuity fund and benefits under the Company's Pension Scheme, to the extent these, either singly or put together are not taxable under the Income Tax Act, 1961;

(b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and

(c) Encashment of leave at the end of the tenure;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company for the purpose of giving effect to the above resolution."

By Order of the Board of Directors

For Modison Metals Limited  
Sd/-  
Manika Arora  
Company Secretary

Registered office:  
33 - NARIMAN BHAVAN,  
227-NARIMAN POINT,  
MUMBAI 400021  
CIN: L51900MH1983PLC029783

Dated: 12<sup>th</sup> February, 2022

**NOTES:**

1. The Postal Ballot Notice is being sent to those Members whose name appears in the Company's Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of business hours on 18<sup>th</sup> February 2022.
2. Members whose names appear in the Company's Register of Members / List of Beneficial Owners as on the close of business hours on Friday, 18<sup>th</sup> February 2022 will be considered for the purpose of e-voting. The voting rights of Members shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on the close of business hours on Friday, 18<sup>th</sup> February 2022. A person who is not a Member as on Friday, 18<sup>th</sup> February 2022 should treat this Notice for information purposes only.
3. Corporate Members are entitled to appoint their authorised representatives to vote through e-voting on their behalf, pursuant to the provisions of Section 113 of the Companies Act, 2013.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted is annexed hereto and forms part of this Notice.
5. The documents referred to in the Notice are available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of announcement of results of postal ballot. Members seeking to inspect such documents can send an email to [shareholder@modison.com](mailto:shareholder@modison.com).
6. Every client ID no./folio no. will have one vote, irrespective of number of joint holders.
7. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's STA /their Depository Participants, in respect of shares held in physical/electronic mode respectively.
8. Members are requested to notify any change in their communication address or bank mandate to: (a) their respective Depository Participants in case of shares held in electronic form; or (b) the Company's Share Transfer Agent (STA) at the following address at FREEDOM REGISTRY LIMITED Plot No. 101/102 MIDC, 19th Street, Satpur, Nasik – 422 007 Tel: 95-253-2354032 Fax: 95-253-2351126 Email: [support@freedomregistry.co.in](mailto:support@freedomregistry.co.in), in case of shares held in physical form.
9. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant ('DP') and holdings should be verified from time to time.
10. As per Regulation 40 of the SEBI Listing Regulations, securities of the listed companies can only be transferred in demat form with effect from 1st April 2019, except in case of request for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holding to demat form. Members can contact the Company or STA for assistance in this regard.
11. Members may please note that SEBI has made Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of the

amount of such transactions. Members may please note that SEBI has also made it mandatory for submission of PAN in the following cases: (i) Deletion of name of the deceased member(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares.

Further, the Members are requested to kindly note that as per SEBI circular bearing no SEBI/HO/MIRSSD\_RTAMB/PCIR/2021/655 dated 3rd November 2021, it is mandatory for Members holding shares in physical form to register their PAN, KYC details, Bank Particulars and Nomination against their folio no. PAN is also required to be linked to Aadhar No. by the Members to be considered as Valid PAN.

Members are requested to provide hard copy of the following self-attested documents to Share Transfer Agent (STA) for registration against their respective folio(s):

**Identity Proof:** Copy of PAN card/ Aadhar Card

**Address Proof:** Copy of Aadhar Card/ Passport/ client Master List/ utility Bill not over 3 months old

**Bank Details:** Copy of the cancelled cheque stating the name of the Member as account holder

**Contact Details:** Mobile no., email id

**Nomination:** Please provide Form SH13 duly filled and signed to Share Transfer Agent (STA)

In absence of any of the above information registered against your folio no., your folio no. will be frozen for any updation/ dividend payment in direction with the aforesaid Circular.

12. The Postal Ballot Notice is uploaded on the website of the Company, i.e., [www.modison.com](http://www.modison.com) and on the website of NSDL, i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

13. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.

14. The e-voting period commences on Monday, 28th February, 2022 (9.00 a.m. IST) and ends on Tuesday, 29th March, 2022 (5.00 p.m. IST).

15. The resolution, if passed by the requisite majority shall be deemed to have been passed on i.e., the last date specified for receipt of votes through the remote e-voting process.

16. In order to increase the efficiency of the e-voting process, SEBI vide its circular SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December 2020, had decided to enable e-voting to all the demat account holders by way of a single login credential through their demat accounts/ websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process. Therefore, to support the above initiative undertaken by SEBI, Members are requested to intimate/ update changes, if any, pertaining to their email address & mobile numbers with the respective Depositories/ Depository Participants. Members holding shares in physical form and who want to avail the above initiatives of SEBI are requested to convert their physical holdings into Demat form. Members can contact the Company or Share Transfer Agent (STA) for any assistance in this regard.



## **INSTRUCTIONS FOR REMOTE E-VOTING**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

### **Step 1: Access to NSDL e-Voting system**

#### **A) Login method for e-Voting for Individual members holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual members holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open.</li></ol>

You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Members holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for

	the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
Individual Members (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for members other than Individual members holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 119378 then user ID is 119378001***

5. Password details for members other than Individual members are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the

- system will force you to change your password.
- c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those members whose email ids are not registered**
  6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
    - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**Process for those members whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to shareholder@modison.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to shareholder@modison.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**General Guidelines for members**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mail@csraginichokshi.com with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Sarita Mote at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## **EXPLANATORY STATEMENT**

### **Pursuant to Section 102 of the Companies Act, 2013.**

The following explanatory statement sets out all material facts relating to the special business mentioned in this notice:

#### **Item No. 1:**

The Members of the Company, at AGM, held on 06<sup>th</sup> August, 2019 approved the appointment and terms of remuneration of Mr. Rajkumar Modi as a Joint Managing Director of the Company for the period of three years from 1st April 2019 to 31st March 2022.

The Board of Directors of the Company at their meeting held on 12<sup>th</sup> February, 2022, based on the recommendation of the Nomination & Remuneration Committee, have re-appointed Mr. Rajkumar Modi as a Joint Managing Director of the Company for a period of three consecutive years from 1st April 2022 to 31st March 2025, subject to the approval of the Members of the Company, upon the terms, conditions and stipulations contained detailed below.

Salary: (i) Basic Salary: Rs.5,85,000 /- per month in the scale of Rs. 5,85,000 ~ Rs. 11,71,000 per month with such increase within the scale as the Board may sanction from time to time.

#### **2. Perquisites and Allowances:**

In addition to the salary payable, the Joint Managing Director shall also be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, cash allowances, allowances for utilities such as gas, electricity, water etc., medical reimbursement, club fees, leave travel concession for himself and his family, personal accident insurance and such other perquisites and allowances in accordance with the rules of the company or as may be agreed to by the Board of Directors and Mr. Raj Kumar Modi; such perquisites and allowances will be subject to a maximum of 100% of annual salary.

ii) Company's contribution to Provident Fund to the extent to which it is not taxable under the Income Tax Act, Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure shall not be included in the computation of limits for the salary or perquisites aforesaid.

iii) The provision of a car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and the use of the car for private purposes shall be billed by the Company to the individual appointee concerned.

3. The above salary & perquisites may be increased from time to time as decided by the Committee/ Board, but shall not exceed Rs.300 Lac per annum.

4. The Joint Managing Director agrees to give an undertaking to the Company that he shall not so long as he functions as Joint Managing Director of the Company be interested or otherwise concerned directly or through his wife and/or minor children in any selling agency of the Company in future.

5. Subject to the provisions of the Companies Act, 2013, and any other laws for the time being in force, the Joint Managing Director shall not be liable to the acts, receipts, neglects or defaults of any Director, Officer or employee of the Company or for any other loss, damage or misfortune whatever which shall happen in execution of the duties of his office or in relation thereto, unless the same happens through his own wilful default or otherwise.

6. The remuneration shall be paid in accordance with the provisions of Part II of the Schedule V of The Companies Act, 2013.

7. In case of no profits or inadequate profits, he shall be paid the above remuneration as minimum remuneration.

8. The terms as herein contained are without prejudice to any changes in the Government Policy or any action that may be taken by the Government in pursuance of the provisions of The Companies Act, 2013 or any amendment thereto that may be enacted by parliament from time to time. The Agreement between the Company and the Joint Managing Director is available for inspection by the Members at the Company's Registered Office between 10.00 a.m. and 12.00 noon on any working day up to the date of announcement of results of this postal ballot.

None of the Directors/Key Managerial Personnel of the Company/their relatives except Mr. Rajkumar Modi for whom the resolution relates, are concerned or interested in the resolution.

The Board recommends this Resolution for your approval.

## **Item No.2:**

The Members of the Company, at AGM, held on 06<sup>th</sup> August, 2019 approved the appointment and terms of remuneration of Mr. Kumar Jay Modi as a Whole time Director of the Company for the period of three years from 1st April 2019 to 31st March 2022.

The Board of Directors of the Company at their meeting held on 12<sup>th</sup> February, 2022, based on the recommendation of the Nomination & Remuneration Committee, have re-appointed Mr. Kumar Jay Modi as a Whole time Director for a period of three consecutive years from 1st April 2022 to 31st March 2025, subject to the approval of the Members of the Company, upon the terms, conditions and stipulations contained detailed below.

Salary: (i) Basic Salary: Rs.5,46,000/- per month in the scale of Rs. 5,46,000 ~ Rs.11,71,000 per month with such increase within the scale as the Board may sanction from time to time.

### **2. Perquisites and Allowances:**

In addition to the salary payable, the Whole time Director shall also be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, cash allowances, allowances for utilities such as gas, electricity, water etc., medical reimbursement, club fees, leave travel concession for himself and his family, personal accident insurance and such other perquisites and allowances in accordance with the rules of the company or as may be agreed to by the Board of Directors and Mr. Kumar Jay Modi; such perquisites and allowances will be subject to a maximum of 100 % of annual salary.



ii) Company's contribution to Provident Fund to the extent to which it is not taxable under the Income Tax Act, Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure shall not be included in the computation of limits for the salary or perquisites aforesaid.

iii) The provision of a car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and the use of the car for private purposes shall be billed by the Company to the individual appointee concerned.

3. The above salary & perquisites may be increased from time to time as decided by the Committee/ Board, but shall not exceed Rs. 300 Lac per annum.

4. The Whole time Director agrees to give an undertaking to the Company that he shall not so long as he functions as Whole time Director of the Company be interested or otherwise concerned directly or through his wife and/or minor children in any selling agency of the Company in future.

5. Subject to the provisions of the Companies Act, 2013, and any other laws for the time being in force, the Whole time Director shall not be liable to the acts, receipts, neglects or defaults of any Director, Officer or employee of the Company or for any other loss, damage or misfortune whatever which shall happen in execution of the duties of his office or in relation thereto, unless the same happens through his own wilful default or otherwise.

6. The remuneration shall be paid in accordance with the provisions of Part II of the Schedule V of The Companies Act, 2013.

7. In case of no profits or inadequate profits, he shall be paid the above remuneration as minimum remuneration.

8. The terms as herein contained are without prejudice to any changes in the Government Policy or any action that may be taken by the Government in pursuance of the provisions of The Companies Act, 2013 or any amendment thereto that may be enacted by parliament from time to time. The Agreement between the Company and the Whole time Director is available for inspection by the Members at the Company's Registered Office between 10.00 a.m. and 12.00 noon on any working day up to the date of announcement of results of this postal ballot.

None of the Directors/Key Managerial Personnel of the Company/their relatives except Mr. Kumar Jay Modi for whom the resolution relates and Mr. G.L. Modi (Father of Mr. Kumar Jay Modi), are concerned or interested in the resolution.

The Board recommends this Resolution for your approval.

By Order of the Board of Directors  
For Modison Metals Limited  
Sd/-  
Manika Arora  
Company Secretary

**ANNEXURE-A**

Appointment/Re-appointment of Directors: Additional Information of the Director seeking appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

<b>Particulars</b>	<b>Mr. Rajkumar Modi</b>	<b>Mr. Kumar Jay Modi</b>
Director Identification Number (DIN)	00027449	00059396
Date of Birth	08.03.1965	05.12.1978
Date of Appointment	09.06.1998	01.04.2012
Nationality	Indian	Indian
Qualifications	B.Com., MBA	B.Com
Experience and expertise in specific functional areas	He has sharp business acumen, stronghold in export market and excellent administrative skills.	International Sales & Marketing
Terms and Conditions of Reappointment	As mentioned in the resolution and Explanatory Statement	As mentioned in the resolution and Explanatory Statement
Remuneration last drawn (including sitting fees, if any)	117.67 Lakhs FY 2020-21	108.88 Lakhs FY 2020-21
Remuneration proposed to be paid	Proposed Rs.150 Lakhs p.a. subject to maximum Rs. 300 Lakhs p.a.	Proposed Rs.140 Lakhs p.a. subject to maximum Rs. 300 Lakhs p.a.
Number of Shares held in the Company	6747305	1774000
List of other public limited companies (in India) in which outside directorship held	Nil	Nil
Number of meetings of the Board attended during the current financial year	3 out of 3	3 out of 3
Committee position held in other companies (Chairmanship/ Membership of Audit & Stakeholders Relationship Committee of other Public Companies)	None	None
Relationship with other Directors/ Key Managerial Personnel	None	Son of Mr. G.L. Modi

**STATEMENT GIVING INFORMATION TO SHAREHOLDERS AS REQUIRED BY SCHEDULE V OF THE COMPANIES ACT, 2013 IN TERMS OF ITEM NO. 1 REGARDING RE-APPOINTMENT OF MR. RAJ KUMAR MODI AS JOINT MANAGING DIRECTOR AND PAYMENT OF REMUNERATION.**

**1. General Information:**

- (i) Nature of Industry – Manufacturing (Electrical Contact Industry)  
(ii) Date of commencement of commercial production – 21st October, 1985  
(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable  
(iv) Financial performance based on given indicators: Rs. In Lakhs

	<b>2020-21</b>	<b>2019-20</b>	<b>2018-19</b>
Total Revenue	29,363.76	22,217.38	22,098.81
Profit before Tax	2,980.22	1,885.49	2,445.39
Export	5,133.02	4,544.82	4,435.25

- (v) Foreign investments or collaborations, if any: No Foreign investments or collaborations.  
Not Applicable

**2. Information about the Appointee:**

(i) Mr. Rajkumar Modi, aged 57 years holds Bachelor’s Degree in Commerce and Post Graduate Degree in Master of Business Administration. He has wide experience in export Marketing and excellent administration skills. Mr. Rajkumar Modi joined the Board of Director of the Company with effect from 09.06.1998 and was appointed as Jt. Managing Director with effect from 01.02.2019.

(ii) **Past Remuneration** – The aggregate remuneration paid to Mr. Rajkumar Modi for the last three financial years is as under: FY 2018-19 Rs. 77.57 Lakhs FY 2019-20 Rs. 121.28 Lakhs FY 2020-21 Rs. 117.67 Lakhs.

(iii) **Recognition or Awards** – MODISON Silver bars are recognised as ‘Good Delivery Bar’ by the Reserve Bank of India and India Government Mint. Our contacts have been tested and successfully type approved by various agencies like CESI- Italy, KEMA Laboratories-Holland and CPRI- Bangalore- India.

- (iv) **Job profile and his suitability:** The Joint Managing Director shall exercise and perform such power and duties as the Board of Directors of the Company shall from time to time determine, and subject to any directions and restrictions from time to time given and imposed by the Board, Joint Managing Director shall have the general control, management and superintendence of the business of the Company in the ordinary course of the business and to do and perform all other acts and things, which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

**(v) Remuneration proposed:**

Salary: Rs.585000/- per month in the scale of Rs. 5,85,000/- per month to Rs. 11,71,000/-per month

Perquisites & Allowances: Restricted to 100% of annual salary

Other Benefits: As per Rules of the Company

Maximum Remuneration: Rs. 300 Lacs p.a.

- (vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): It is difficult to get a person of his calibre particularly in Electrical /HVC-SF6 Contacts Industry. Person abroad of his experience would not get less than Rs. 250 Lakhs p.a.
- (vii) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Promoter of the company appointed as Joint Managing Director of the company.

### **III. OTHER INFORMATION:**

- (i) Reason of loss or inadequate profit: The company is a leading manufacturer of electrical contacts / hvc/SF6 Contacts used in transmission, distribution and utilization of power. Since its business area predominantly relates to infrastructure facilities in the power and other industrial sector, the pace of progress in these sectors to a large extent affects the results of the company. As there was no significant addition in real terms in power manufacturing capacity and addition in Transmission and Distribution facilities for power, it has an immediate negative effect on demand growth. Also the reason for inadequate profit is due to price movement in major raw material as well as product mix.
- (ii) Steps taken or proposed to be taken for improvement: A focused restructuring program with thrust on improving efficiency of operations, cost control, restructuring of debt, aggressive Working Capital management , marketing efforts and also a re-direction to the company's new product development as well as expansion plan.
- (iii) Expected increase in production and profits in measurable terms: The company hopes to achieve a turnover of Rs. 350 Crore and net profit before tax of Rs. 25 Crore in Financial Year: 2022- 2023. The effect of expansion and restructuring will improve further the results of the company in coming years.

### **IV. Disclosures:**

1. The shareholders of the Company shall be informed of the remuneration package of the managerial personnel.
2. The following disclosures shall be mentioned in the Board of Directors Report under the heading "Corporate Governance", if any, attached to the annual report.
  - (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;
  - (ii) Details of fixed components and performance linked incentives along with the performance critics;
  - (iii) Service contracts, notice period, severance fees;
  - (iv) Stock Option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

**STATEMENT GIVING INFORMATION TO SHAREHOLDERS AS REQUIRED BY SCHEDULE V OF THE COMPANIES ACT, 2013 IN TERMS OF ITEM NO. 2 REGARDING RE-APPOINTMENT OF MR. KUMAR JAY MODI AS WHOLE TIME DIRECTOR AND PAYMENT OF REMUNERATION.**

**1. General Information:**

- (i) Nature of Industry – Manufacturing Electrical Contact Industry  
(ii) Date of commencement of commercial production – 21st October, 1985  
(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable  
(iv) Financial performance based on given indicators: Rs. In Lakhs
- |                   | <b>2020-21</b> | <b>2019-20</b> | <b>2018-19</b> |
|-------------------|----------------|----------------|----------------|
| Total Revenue     | 29,363.76      | 22,217.38      | 22,098.81      |
| Profit before Tax | 2,980.22       | 1,885.49       | 2,445.39       |
| Export            | 5,133.02       | 4,544.82       | 4,435.25       |
- (v) Foreign investments or collaborations, if any: No Foreign investments or collaborations.  
Not Applicable

**2. Information about the Appointee:**

(i) After Graduation, Mr Kumar Jay Modi got trained in tool room then got experience in Purchase dept. In Sales and Marketing he introduced Silver products to European market and Copper products to American market. Also he was the force behind developing import substitutes for one of the Navratna companies in India. He was welcomed as Director in the board of the company in 2012. At present, his focus is for the organic and inorganic growth of the group.

Mr Kumar Jay Modi worked on securing the supply chain for overall input material of HV business .He is instrumental in launching new business vertical of flatware .Under his guidance company has worked to make overall supply chain management robust and effective.

(ii) **Past Remuneration** – The aggregate remuneration paid to Mr. Kumar Jay Modi for the last three financial years is as under: FY 2018-19 Rs. 49.79 Lakh FY 2019-20 Rs. 111.00 Lakh FY 2020-21 Rs 108.88 Lakh.

(iii) **Recognition or Awards** – MODISON Silver bars are recognised as ‘Good Delivery Bar’ by the Reserve Bank of India and India Government Mint. Our contacts have been tested and successfully type approved by various agencies like CESI- Italy, KEMA Laboratories-Holland and CPRI- Bangalore- India.

(iv) **Job profile and his suitability:** The Whole time Director shall exercise and perform such power and duties as the Board of Directors of the Company shall from time to time determine, and subject to any directions and restrictions from time to time given and imposed by the Board, Whole time Director shall have the general control, management and superintendence of the business of the Company in the ordinary course of the business and to do and perform all other acts and things, which in the ordinary course of business he may consider necessary or proper or in the interest of the Company.

**(v) Remuneration proposed:**

Salary: Rs. 5,46,000/- per month in the scale of Rs. 5,46,000/- per month to Rs 11,71,000 per month.

Perquisites & Allowances: Restricted to 100% of annual salary

Other Benefits: As per Rules of the Company

Maximum Remuneration: Rs. 300 Lacs p.a

- (vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): It is difficult to get a person of his calibre particularly in Electrical /HVC-SF6 Contacts Industry. Person abroad of his experience would not get less than Rs. 200 Lakhs p.a.
- (vii) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Promoter of the company appointed as Whole time Director of the company w.e.f. 01.04.2012.

### **III.OTHER INFORMATION:**

- (i) **Reason of loss or inadequate profit:** The company is a leading manufacturer of electrical contacts / hvc /SF6 Contacts used in transmission, distribution and utilization of power. Since its business area predominantly relates to infrastructure facilities in the power and other industrial sector, the pace of progress in these sectors to a large extent affects the results of the company. As there was no significant addition in real terms in power manufacturing capacity and addition in Transmission and Distribution facilities for power, it has an immediate negative effect on demand growth. Also the reason for inadequate profit is due to price movement in major raw material as well as product mix
- (ii) **Steps taken or proposed to be taken for improvement:** A focused restructuring program with thrust on improving efficiency of operations, cost control, restructuring of debt, aggressive Working Capital management ,marketing efforts and also a re-direction to the company's new product development as well as expansion plan.
- (iii) **Expected increase in production and profits in measurable terms:** The company hopes to achieve a turnover of Rs. 350 Crore and net profit before tax of Rs. 25 Crore in Financial Year: 2022- 2023. The effect of expansion and restructuring will improve further the results of the company in coming years.

### **IV. Disclosures:**

1. The shareholders of the Company shall be informed of the remuneration package of the managerial personnel.
- 2.The following disclosures shall be mentioned in the Board of Directors Report under the heading "Corporate Governance", if any, attached to the annual report.
  - (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;
  - (ii) Details of fixed components and performance linked incentives along with the performance critics;
  - (iii) Service contracts, notice period, severance fees;
  - (iv) Stock Option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.