

28th June 2024

Corporate Relationship Department
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 519003

Dear Sir / Madam,

Sub: Disclosure of Voting Results – Postal Ballot Notice dated March 31, 2024

The Company had sought approval of the members of the Company by way of remote e-voting process for:

1. Appointment of Mr. Ankit Garg (DIN: 10567791) as an Independent Director of the Company
2. Appointment of Ms. Ankita Singal (DIN: 01633449) as an Independent Director of the Company
3. Appointment of Mr. Udit Jain (DIN: 00166794) as an Independent Director of the Company

Details of voting results of the Postal Ballot, conducted through remote e-voting process, in respect of resolutions contained in the Postal Ballot Notice dated March 31, 2024, is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.

The said resolutions have been passed with more than requisite majority on June 27, 2024 (the last date of e-voting).

This is for your kind information and record.

Thanking you!

Yours truly,
for **MODI NATURALS LIMITED**

Ankit Agarwal
Company Secretary
M. No.-A23445

Encl: as above

Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

General information about company	
Scrip code	519003
ISIN	INE537F01012
Name of the company	Modi Naturals Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-06-2024

Scrutinizer Details	
Name of the Scrutinizer	Mr. Deepak Bansal
Firms Name	Deepak Bansal and Associates
Qualification	CS
Membership Number	FCS3736
Date of Board Meeting in which appointed	31-03-2024
Date of Issuance of Report to the company	28-06-2024

Voting results	
Record date	17-05-2024
Total number of shareholders on record date	
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not Applicable (Resolution passed through Postal Ballot)
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not Applicable (Resolution passed through Postal Ballot)
b) Public	
No. of resolution passed in the meeting	3

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ankit Garg (DIN: 10567791) as an Independent Director of the Company for the period from 1st April, 2024 to 31st March, 2029 (both days inclusive)				
Category	Mode of voting	No. of shares 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4632406	50.3883	4632406	0	100.0000	0.0000
	Poll	9193407						
	Postal Ballot (if applicable)							
	Total	9193407	4632406	50.3883	4632406	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	32890						
	Postal Ballot (if applicable)							
	Total	32890	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		25459	0.6240	24646	813	96.8066	3.1934
	Poll	4080100						
	Postal Ballot (if applicable)							
	Total	4080100	25459	0.6240	24646	813	96.8066	3.1934
Total		13306397	4657865	35.0047	4657052	813	99.9825	0.0175
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Ankita Singal (DIN: 01633449) as an Independent Director of the Company for the period from 1st April, 2024 to 31st March, 2029 (both days inclusive)				
Category	Mode of voting	No. of shares 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4632406	50.3883	4632406	0	100.0000	0.0000
	Poll	9193407						
	Postal Ballot (if applicable)							
	Total	9193407	4632406	50.3883	4632406	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	32890						
	Postal Ballot (if applicable)							
	Total	32890	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		25459	0.6240	24896	563	97.7886	2.2114
	Poll	4080100						
	Postal Ballot (if applicable)							
	Total	4080100	25459	0.6240	24896	563	97.7886	2.2114
Total		13306397	4657865	35.0047	4657302	563	99.9879	0.0121
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Udit Jain (DIN: 00166794) as an Independent Director of the Company the period from 1st April, 2024 to 31st March, 2029 (both days inclusive)				
Category	Mode of voting	No. of shares 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4632406	50.3883	4632406	0	100.0000	0.0000
	Poll	9193407						
	Postal Ballot (if applicable)							
	Total	9193407	4632406	50.3883	4632406	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	32890						
	Postal Ballot (if applicable)							
	Total	32890	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		25459	0.6240	24896	563	97.7886	2.2114
	Poll	4080100						
	Postal Ballot (if applicable)							
	Total	4080100	25459	0.6240	24896	563	97.7886	2.2114
Total		13306397	4657865	35.0047	4657302	563	99.9879	0.0121
Whether resolution is Pass or Not.							Yes	

DEEPAK BANSAL & ASSOCIATES

Company Secretaries
Flat No.1601, 16th Floor, Tower M, Arihant Arden,
Sector 1, Greater Noida West, Gautam Budh Nagar,
Uttar Pradesh -201318
Mobile: 9899167774
Email: csdeepakbansal@gmail.com

June 28, 2024

To
The Chairman
Modi Naturals Limited
405, Deepali Building,
92, Nehru Place,
New Delhi-110019

Sub: **Scrutinizers' Report on passing of resolutions through remote e-Voting and e-Voting through Postal Ballot conducted from 29th May, 2024 to 27th June, 2024**

Sir,

We, M/s Deepak Bansal & Associates, Company Secretaries, Greater Noida were appointed as Scrutinizer for the purpose of scrutinizing remote e-Voting conducted through Postal Ballot from 29th May, 2024 to 27th June, 2024, in a fair and transparent manner in respect to the resolution contained in the notice issued by Modi Naturals Limited (CIN: L74899DL1987PLC026617) to its shareholders on May 27, 2024.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules and the circulars issued by the Ministry of Corporate Affairs ("MCA") vide General Circulars No. 09/2023 dated 25th September, 2023 and other relevant circulars issued from time to time by MCA (collectively the "MCA Circulars"), the Postal Ballot Notice ("Notice") was sent only by e-mail to those Members whose e-mail addresses are registered with the Company/Depositories. Accordingly, the Company had sent Postal Ballot Notice in electronic form only and extended the remote e-voting facility only for its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for this Postal Ballot.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules framed there under relating to Postal Ballot process through e-voting on the resolution contained in Notice of Postal Ballot of the Company dated March 31, 2024 sent to all the members of the Company as prescribed in the Act and Rules made thereunder. Our responsibility as a Scrutinizer for Postal Ballot process for e-voting is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolution.

This postal ballot resolutions were put up for approval of the shareholders as Special Resolutions for appointment of Mr Ankit Garg, Ms. Ankita Singhal and Mr Udit Jain as Independent Directors of the Company from the period from 1st April, 2024 to 31st March, 2024 (both days inclusive).

The remote e-voting period remained open from Wednesday, 29th May, 2024 (09:00 A.M) and ended on Thursday, 27th June, 2024 (05:00 P.M).

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DEEPAK BANSAL & ASSOCIATES

Company Secretaries
Flat No.1601, 16th Floor, Tower M, Arihant Arden,
Sector 1, Greater Noida West, Gautam Budh Nagar,
Uttar Pradesh -201318
Mobile: 9899167774
Email: csdeepakbansal@gmail.com

All the votes casted on remote e-voting through aforesaid Postal Ballot, were diligently scrutinized under our supervision and we are attaching herewith our following report on the remote e-voting / e-voting conducted through Postal Ballot to enable you to declare result thereof:-

- i. Report on e-Voting for the Postal Ballot conducted from Wednesday, 29th May, 2024 (09:00 A.M) to Thursday, 27th June, 2024 (05:00 P.M) as **Annexure - I**

We further confirm, that a register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio number or client Id of the shareholders, number of shares held by them, nominal value of such shares along with the data sheet, papers / registers relating to remote e-voting during Postal Ballot period.

Yours faithfully
For **DEEPAK BANSAL & ASSOCIATES**
Company Secretaries
UIN:S2007UP59100
PR-900/2020

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DEEPAK BANSAL
Proprietor

FCS: 3736; CP: 7433
UDIN: F003736F000632540

Date: 28th June, 2024
Place: Greater Noida

Received and countersigned
For Modi Naturals Limited

ANKIT
AGARWAL

ANKIT AGARWAL
Company Secretary
Mem. No.A23445

DEEPAK BANSAL & ASSOCIATES

Company Secretaries
Flat No.1601, 16th Floor, Tower M, Arihant Arden,
Sector 1, Greater Noida West, Gautam Budh Nagar,
Uttar Pradesh -201318
Mobile: 9899167774
Email: csdeepakbansal@gmail.com

Annexure-I

REPORT ON e-VOTING THROUGH POSTAL BALLOT FOR MODI NATURALS LIMITED (From 29th May, 2024 to 27th June, 2024)

Item No.1 (Type of Resolution: Special)

Appointment of Mr. Ankit Garg (DIN: 10567791) as an Independent Director of the Company for the period from 1st April, 2024 to 31st March, 2029 (both days inclusive).

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	34	-	34	4657052	-	4657052	99.98
Dissent	12	-	12	813	-	813	0.02
Total	46	-	46	4657865	-	4657865	100.00

* Shareholding as on 17th May, 2024

* Votes mentioned against E-Voting are the votes casted electronically through e-voting during Postal Ballot period

Thus, the Special Resolution as contained in Item No 1 is passed with requisite majority.

Item No.2 (Type of Resolution: Special)

Appointment of Ms. Ankita Singal (DIN: 01633449) as an Independent Director of the Company for the period from 1st April, 2024 to 31st March, 2029 (both days inclusive).

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	35	-	35	4657302	-	4657302	99.99
Dissent	11	-	11	563	-	563	0.01
Total	46	-	46	4657865	-	4657865	100.00

* Shareholding as on 17th May, 2024

* Votes mentioned against E-Voting are the votes casted electronically through e-voting during Postal Ballot period

Thus, the Special Resolution as contained in Item No 2 is passed with requisite majority.

DEEPAK BANSAL
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DEEPAK BANSAL & ASSOCIATES

Company Secretaries
Flat No.1601, 16th Floor, Tower M, Arihant Arden,
Sector 1, Greater Noida West, Gautam Budh Nagar,
Uttar Pradesh -201318
Mobile: 9899167774
Email: csdeepakbansal@gmail.com

Item No.3 (Type of Resolution: Special)

Appointment of Mr. Udit Jain (DIN: 00166794) as an Independent Director of the Company the period from 1st April, 2024 to 31st March, 2029 (both days inclusive).

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	35	-	35	4657302	-	4657302	99.99
Dissent	11	-	11	563	-	563	0.01
Total	46	-	46	4657865	-	4657865	100.00

* Shareholding as on 17th May, 2024

* Votes mentioned against E-Voting are the votes casted electronically through e-voting during Postal Ballot period

Thus, the Special Resolution as contained in Item No 3 is passed with requisite majority.

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