

**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)

December 19, 2022

To

BSE Limited
Department of Corporate Services
Listing Department
P J Towers,
Dalal Street,
Mumbai - 400001
Scrip Code: 506261

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, Plot no. C/1,
G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400051
Scrip Symbol: MODISONLTD

Sub: Voting results and Scrutinizer Report on Postal Ballot - Disclosure under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is with reference to our Postal Ballot Notice dated November 9, 2022, seeking approval of the shareholders by way of Postal Ballot through electronic means ("remote e-Voting") on the following resolutions:

Sr. No.	Description
1.	Special Resolution appointment of Shri. JAYANT GOVINDRAO KULKARNI (DIN: 00348942), Additional Director of the Company, as a Non-Executive Independent Director for a period of 5 consecutive years from 09 th November, 2022 up to 08 th November, 2027

The voting on Postal Ballot concluded at 5:00 p.m. IST on 17th December, 2022 and the Scrutinizer has submitted his report on the Postal Ballot through remote e-Voting on 19th December, 2022.

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that said resolution has been passed with the requisite majority. The details of the vote cast by shareholders are enclosed.

As required under Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report on the Postal Ballot is enclosed.

Further, results of e-voting along with Scrutinizer's Report are also available on the Company's website and on the website of NSDL www.eVoting.nSDL.com.

Request to kindly take the same on record.

Thanking you,

Yours faithfully

For **MODISON LIMITED**
(FORMERLY KNOWN AS MODISON METALS LIMITED)

MANIKA
ARORA
MANIKA ARORA
COMPANY SECRETARY
Encl: as above

Digitally signed by MANIKA
ARORA
Date: 2022.12.19 12:58:34
+05'30'



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Date of the Postal Ballot	Voting Start Date: From 18 th November 2022, 9.00 AM IST to 17 th December 2022, 5.00 PM IST
Total number of shareholders on record date i.e., 11 th November 2022	17172
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Groups: Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public:	Not Applicable

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RESOLUTION: SPECIAL RESOLUTION

APPOINTMENT OF SHRI. JAYANT GOVINDRAO KULKARNI (DIN: 00348942), ADDITIONAL DIRECTOR OF THE COMPANY, AS A NON-EXECUTIVE INDEPENDENT DIRECTOR

Resolution Required(Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No. of shares held(1)	No. of valid votes polled (2)	%of votes polled on outstanding shares(3)= (2)/(1)*100	No. of votes –in favour(4)	No. of votes-against (5)	%of votes in favour on votes polled(6)= [(4)/(2)]*100	%of votes against on votes polled(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-voting	16910884	16908874	99.99	16908874	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	16910884	16908874	99.99	16908874	0	100	
Public Institutions	E-voting	570	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	570	0	0	0	0	0	0
Public Non-Institutions	E-voting	15538546	1577963	10.16	1567320	10643	99.33	0.67
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	15538546	1577963	10.16	1567320	10643	99.33	0.67
Total		32450000	18486837	56.97	18476194	10643	99.94	0.06

The Special Resolution, as set out in the Postal Ballot Notice dated November 9, 2022 has been passed by the Members by requisite majority.



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : 19/12/2022

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
MODISON LIMITED
33 NARIMAN BHAVAN, 227, NARIMAN POINT,
MUMBAI MH 400021 IN

Subject: Scrutinizer's Report on Postal Ballot voting in respect of resolutions set out in the notice dated November 09, 2022

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., Practicing Company Secretaries, having office at 34, 5th Floor, Kamer Building, Cawasji Patel Street, Mumbai 400 001, have been appointed as the Scrutinizer by the Board of Directors of **MODISON LIMITED (formerly known as Modison Metals Limited)** (the "Company") on November 09, 2022, for Scrutinizing Postal Ballot through remote e-voting process carried out by the Company as per Section 108 and Section 110 of Companies Act, 2013 and other applicable provisions, if any of Companies Act, 2013 (the Act) and Rule- 22 of Companies (Management and Administration) Rules, 2014 read with General Circulars issued by MCA in this regards and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 in a fair



and transparent manner in respect of the following Resolution as contained in the Notice dated November 09, 2022.

Special Resolution:

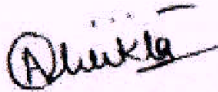
- To consider the appointment of Shri. JAYANT GOVINDRAO KULKARNI, Additional Director of the Company, as a Non-Executive Independent Director on the Board of the Company

I have scrutinized the e-voting and votes tendered therein;
Accordingly, I now submit my report as under:

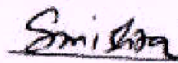
- a. The remote e-voting period commenced on Friday, November 18, 2022 at 09:00 a.m. (IST) and ended on Saturday, December 17, 2022 at 05:00 p.m. (IST) and the remote e-voting module was disabled thereafter.
- b. For the purpose of the remote e-voting facility to be provided to the members, the Company has availed the services of National Securities Depository Limited (NSDL).
- c. In accordance with the MCA and SEBI Circulars, the Company is sending this Notice for Postal Ballot to the members in electronic form only. Physical copies of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to members for this Postal Ballot. Accordingly, the communication of the Assent or Dissent of the Members took place through the remote e-voting system only.
- d. The Company has on 16th November 2022 completed the dispatch of Notice of Postal Ballot dated November 09, 2022 to all the members whose name appeared in the Register of Member/Beneficial owners as on Friday, November 11, 2022, the cut-off date.
- e. All E-voting confirmations received up to 05:00 p.m. (IST), on Saturday, December 17, 2022, the last date and time fixed by the Company, were considered for our scrutiny.
- f. After the end of e-voting period i.e. 05:00 p.m. (IST), Saturday, December 17, 2022, I have downloaded the e-voting Result/Report from the website National



Securities Depository Limited (NSDL) in the presence of two witnesses, Mr. Abhishek Shukla and Mr. Shivsahay Mishra, who are not in employment of the Company. They have signed below in confirmation of the e-voting results being downloaded in their presence.



Mr. Abhishek Shukla



Mr. Shivsahay Mishra

g. I report the result of the Postal Ballot as under

Resolution No.1: Special Resolution

To consider the appointment of Shri. JAYANT GOVINDRAO KULKARNI, Additional Director of the Company, as a Non-Executive Independent Director on the Board of the Company.

DETAILS OF E-VOTING

Particulars	Number of members voted through electronic voting system	Number of Shares	% of total number of votes cast
Total votes received by electronic mode	108	18486837	100
Less: Total no. of Invalid votes	-	-	-
Total no. of valid votes	108	18486837	100
Total no. of Votes with Assent	96	18476194	99.9424
Total no. of Votes with Dissent	12	10643	0.0576

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid votes cast	18486837	100
Assented to Resolution	18476194	99.9424
Dissented to Resolution	10643	0.0576



RESULTS:

The resolutions stated above have been passed with requisite majority by the members of the Company as per the provisions of the Companies Act, 2013.

The related papers and data with respect to Postal Ballot shall remain in our safe custody until the Authorized Representative of the Company considers, approves and signs the same, after which the same will be handed over (through email) to the Company Secretary for safe custody.

Thanking You,

Yours faithfully,

Date: 19.12.2022

Place: Mumbai

For Ragini Chokshi & Co.
(Company Secretaries)



R. K. Chokshi

Ragini Chokshi
(Partner)

Membership No: 2390

CP NO.: 1436

UDIN: F002390D002747517

Countersigned
For MODISON LIMITED

M. Anil

Company Secretary

Date:

Place: Mumbai