



October 1st, 2022

To
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 539762

SUBJECT: MODERN CONVERTERS LIMITED: SCRUTINIZER'S REPORT AND VOTING RESULTS OF 76th ANNUAL GENERAL MEETING.

Dear Sir/Madam,

We wish to inform that the 76th Annual General Meeting ('AGM') of the Modern Engineering And Projects Limited (Formerly known as Modern Converters Limited) was held on Friday September 30th, 2022 at 01:00 P.M. (IST) at Registered office of the company , the Company had provided remote e-Voting facility to its Members for voting on the businesses transacted at the AGM.

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith the consolidated outcome of voting along with Scrutinizer report held through remote e-Voting and Voting conducted at the 76th AGM of the Company. The Company had appointed M/s. Ramesh Chandra & Associates as the Scrutinizer for remote e-Voting and voting conducted at the AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 76th AGM have been duly approved by the Members with requisite majority.

We request you to take the above information on record.

**FOR MODERN ENGINEERING AND PROJECTS LIMITED
(Formerly known as Modern Converters Limited)**

**Sukhdeep
Singh Gill**

Digitally signed by
Sukhdeep Singh Gill
Date: 2022.10.01
13:33:18 +05'30'

**SUKHDEEP SINGH
Director
(DIN: 07722411)**



Formerly known as Modern Converters Ltd



RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the 76th AGM of Modern Engineering And Projects Limited (Formerly known as Modern Converters Limited) held on Friday, September 30, 2022

September 30, 2022

To
The Chairman
Modern Engineering And Projects Limited
(Formerly known as Modern Converters Limited)
CIN: L01132MH1946PLC381640
Regd. Office: 103/4 PLOT -215, FREE PRESS HOUSE,
FL-10 FREE PRESS JOURNAL MARG NIRIMAN POINT
MUMBAI Mumbai City MH 400021 IN

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and Voting by your Members during the 76th Annual General Meeting of your Company held on Friday, the 30th day of September, 2022 at 1.00 P.M (IST) at the registered office of the company.

We are pleased to submit the Scrutinizers Report, which is comprehensive and self explanatory in all respects.

For Ramesh Chandra Mishra & Associates

Ramesh Chandra Mishra
Practicing Company Secretary
Membership No.: 5477
COP No.: - 3987
UDIN: F005477D001101110
Peer Review Certificate No.: 1133/2021



Place: Mumbai

Date: September 30, 2022

CONSOLIDATED SCRUTINIZER'S REPORT

September 30, 2022

To
The Chairman
Modern Engineering And Projects Limited
(Formerly known as Modern Converters Limited)
CIN: L01132MH1946PLC381640
Regd. Office: 103/4 PLOT -215, FREE PRESS HOUSE,
FL-10 FREE PRESS JOURNAL MARG NIRIMAN POINT
MUMBAI Mumbai City MH 400021 IN

Dear Sir

Sub: Consolidated Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the 76th AGM of Modern Engineering And Projects Limited (Formerly known as Modern Converters Limited) held on Friday, September 30, 2022 at 1:00 P.M. (IST) at the registered office of the company

Dear Sir

We, M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of Modern Engineering And Projects Limited (Formerly known as Modern Converters Limited) ('the Company') at their Meeting held on September 30, 2022, for conducting remote e-Voting process as well as to scrutinize the Voting conducted at the AGM (remote e-Voting and Voting at the AGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated August 30, 2022 .

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India respectively, the Company had provided facility for e-Voting to all Members of the Company, to enable them to cast their votes electronically.

The Company had engaged Central Depository Service (India) Limited ('CDSL'), as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at www.evotingindia.com

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through the remote e-Voting and Voting by poll.



The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereof including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and Voting at the 76th AGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.

Item No.	Resolution	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
Special Business		
2.	Ratification of Appointment of Jashandeep Singh (DIN: 02357390) as Director and Managing director (for a period of 3 (three) years) and remuneration	Special
3.	Regularisation of Mr.Sitaram Dhulipala (DIN:03408989) as a Director and Executive Whole Time Director of the Company for a period of 3 (three) years	Special
4.	Regularisation of Mr.Sidhant Singh (DIN:07769031) as an Independent Non Executive Director of the Company	Special
5.	Ratification in the AGM Notice dated 27-05-2021	Special

In connection with the above referred matters, we hereby submit my report as under:

1. The Company had completed the dispatch of the Notice of the AGM along with Annual Report for the Financial Year 2021-22 on Thursday, September 08, 2022 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on September 02, 2022 ('Internal Cut-off date').
2. The Company had published an advertisement on Friday, September 09, 2022 regarding completion of dispatch of 76th AGM Notice including all requisite information required to cast the vote, to eligible Members in English Daily 'Financial Express' and in Regional Daily 'Pratahkal' editions respectively;
3. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on September 23, 2022 ('Cut-off Date') had an option to vote through the e-Voting facility. The Company had also provided option for e-Voting to those Members, who held shares in Physical form;

The Company had offered e-Voting facility to its Members for casting their votes. The e-Voting process commenced on Tuesday, September 27, 2022 at 9:00 a.m and ended on Thursday, September 29, 2022 at 5:00 p.m.;



4. At the 76th AGM of the Company held at the registered office , on Friday, September 30, 2022, after considering all the items of business, the facility to vote at AGM was provided to facilitate those Members who were attending the Meeting but could not participate in the remote e-Voting to record their votes.
5. The remote e-Voting has been unblocked on Friday, September 30, 2022, after 05:00 P.M. in our presence and in the presence of two witnesses' Nikita and Shreyana (who are not in the employment of the Company);
6. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by e-Voting the AGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the AGM by way of electronic means are as under:

ORDINARY BUSINESS

Item No. 1 (As an Ordinary Resolution):

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	27	2093983	10	28916	37	2122899	99.99
Dissent	1	1	-	-	1	1	0.01
Total	28	2093984	10	28916	38	2122900	100

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 1 as set forth in the 76th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

SPECIAL BUSINESS

Item No. 2 (As a Special Resolution)

Ratification of Appointment of Jashandeep Singh (DIN: 02357390) as Director and Managing director (for a period of 3 (three) years) and remuneration:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	20	327900*	10	28916	30	356816	99.99
Dissent	1	1	-	-	1	1	0.01
Total	21	327901	10	28916	31	356817	100



*Out of 2093984, 1795010 are considered Invalid votes for the Resolution number 2 as they are Interested in this resolution

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 2 as set forth in the 76th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

Item No. 3 (As a Special Resolution)

Regularisation of Mr.Sitaram Dhulipala (DIN:03408989) as a Director and Executive Whole Time Director of the Company for a period of 3 (three) years:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	27	2093983	10	28916	37	2122899	99.99
Dissent	1	1	-	-	1	1	0.01
Total	28	2093984	10	28916	38	2122900	100

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 3 as set forth in the 76th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

Item No. 4 (As a Special Resolution)

Regularisation of Mr.Sidhant Singh (DIN:07769031) as an Independent Non Executive Director of the Company:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	27	2093983	10	28916	37	2122899	99.99
Dissent	1	1	-	-	1	1	0.01
Total	28	2093984	10	28916	38	2122900	100

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 3 as set forth in the 76th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

Item No. 5 (As a Special Resolution)

Ratification in the AGM Notice dated 27-05-2021:



Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	27	2093983	10	28916	37	2122899	99.99
Dissent	1	1	-	-	1	1	0.01
Total	28	2093984	10	28916	38	2122900	100


As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 5 as set forth in the 76th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Friday, September 30, 2022.**

The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. www.bseindia.com, displayed on the website of CDSL viz. www.evotingindia.com and the Company's website viz. www.modernconvertors.com

Thanking you,

Yours Faithfully

For RAMESH CHANDRA MISHRA & ASSOCIATES

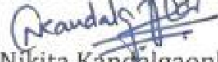
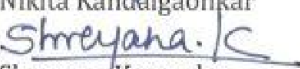

Ramesh Mishra
Company Secretary in Practice
Place: Mumbai
Date: September 30, 2022



Membership No.:5477
COP NO.:3987

UDIN: F005477D001101110
Peer Review Certificate No.: 1133/2021

The following were the witnesses to the unblocking of the votes on 30th September -, 2022:


Nikita Kandalgaoonkar

Shreyana Koyande