

# MODERN CONVERTERS LIMITED

56E, Hemanta Basu Sarani, Old 4 BBD Bagh East  
Room No 14A, Kolkata - 700 001

Email Id : info@modernconvertors.com  
Website : www.modernconvertors.com  
CIN : L01132WB1946PLC013314  
Ph. : 033 - 3263 5876

To,  
The Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

Date: 07.09.2019

Sir/Madam,

Scrip Code: 539762

REF: Regulation 30(6) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015

Subject: Submission of Notice of Annual General Meeting for the year 2018-19

In compliance with Regulations 30(6) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, we hereby submit the Notice of Annual General Meeting for the year 2018-19 which shall be held on 30<sup>th</sup> September, 2019 at the registered office of the Company.

You are requested to take the same on your records.

Thanking You,

Yours Faithfully

For Modern Converters Limited

  
Twinkle Agarwal

Company Secretary/Compliance Officer

**MODERN CONVERTERS LIMITED**

Regd Office: 56E, Hemanta Basu Sarani, Old 4 BBD Bagh  
East, Room No. 14A, Kolkata - 700001, West Bengal

Tel No: 033-6503 5876, email: [info@modernconvertors.com](mailto:info@modernconvertors.com) Website: [www.modernconvertors.com](http://www.modernconvertors.com)  
CIN: L01132WB1946PLC013314

**NOTICE**

NOTICE is hereby given that the 73<sup>rd</sup> Annual General Meeting of the Members of Modern Converters Limited will be held on Monday, 30<sup>th</sup> September, 2019 at 2.00 P.M at 56E, Hemanta Basu Sarani, Old 4 BBD Bagh East, Room No. 14A, Kolkata - 700001 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.
2. None of the Directors are eligible to retire by rotation.
3. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141 & 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and upon the recommendation of the Audit Committee, M/s. Ghosh & Ghosh, Chartered Accountants (Firm registration No 306020E), be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this 73<sup>rd</sup> Annual General Meeting till the conclusion of the 78<sup>th</sup> Annual General Meeting of the Company, at such remuneration, as may be decided by the Board of Directors of the Company from time to time.”

“RESOLVED FURTHER THAT the Board of Directors, be and are hereby authorized to file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions.”

**SPECIAL BUSINESS**

4. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, approval of the members of the company be and is hereby accorded to the appointment of Mr. Jaipal Singh Barsi Singh Parmar (DIN: 03613609), who was appointed by the Board of Directors as an Additional Non Executive Independent

Director of the Company with effect from 12th February, 2019 pursuant to the provisions of section 161(1) of the Companies Act, 2013 and pursuant to the applicable Articles of Association of the company, and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria of the independent directorship as provided in section 149(6) of the Act and he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, who is eligible for appointment, on recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Non Executive Director of the Company, who shall hold office for a period of five consecutive years upto 11th February, 2024 and whose office shall not, henceforth, be liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors, be and are hereby authorized to file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions.”

5. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr. Pankaj Kumar Agarwal (DIN: 05131265), who was appointed as an Additional Independent Director of the Company with effect from February 12, 2019 be and is hereby appointed as a Director of the Company and whose office shall be liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors, be and are hereby authorized to file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions.”

6. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, approval of the members of the company be and is hereby accorded to the appointment of Mrs. Rashmi Dalmia (DIN: 01347367), who was appointed by the Board of Directors as an Additional Non Executive Independent Director of the Company with effect from 18th July, 2019 pursuant to the provisions of section 161(1) of the Companies Act, 2013 and pursuant to the applicable Articles of Association of the company, and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that she meets the criteria of the independent directorship as provided in section 149(6) of the Act and she is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, who is eligible for appointment, on recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Non Executive

Director of the Company, who shall hold office for a period of five consecutive years upto 17th July, 2024 and whose office shall not, henceforth, be liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors, be and are hereby authorized to file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions.”

**Place: Kolkata**

**Date: 3<sup>rd</sup> September, 2019**

**By Order of the Board  
For Modern Converters Limited**

**Sd/- (Yash Saraogi)  
Managing Director**

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **As per section 105 of the Companies Act, 2013 and Rules thereunder, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of total share capital of the Company carrying voting rights. A member holding more than ten percent of total share capital of the company carrying voting right may appoint a single person as proxy and such proxy shall not act as a proxy for any other person or shareholder.**
3. The instrument appointing a proxy shall be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified true copy of the board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Book of the Company shall remain closed from Tuesday, September 24, 2019 to Monday, September 30, 2019 (both days inclusive)
5. Members are requested to send all communications relating to shares, change of address, etc. to the Registrar and transfer agents at the following address:  
**M/s Maheswari Datamatics Pvt Ltd, Address: 23 R. N Mukherjee Road, 5<sup>th</sup> Floor, Kolkata-700 001.**
6. Proxies shall be made available for inspection during 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting.
7. The related Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of the businesses under item no. 4 to 6 as set out above is annexed hereto.
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/Registrar and Transfer Agent.
9. Electronic copy of the Notice of this Meeting of the Company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent to all the members whose e-mail IDs are registered with the Company/ Depository

Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the Notice of the 73<sup>rd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of this Meeting and the Annual Report will also be available on the Company's website [www.modernconvertors.com](http://www.modernconvertors.com) for their download.

10. Members/proxies should bring their attendance slips sent herewith, duly filled in, for attending the Meeting. Members/ proxies attending the AGM are requested to carry their identity proof.
11. Disclosure pursuant to Section 196 (4) of the Companies Act, 2013, Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard- 2 of ICSI, with respect to Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting is annexed.
12. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company between 11.00 am and 1.00 pm on all working days except Saturdays, till the date of meeting.
13. SEBI and Ministry of Corporate Affairs encourages paperless communication as a contribution to Green environment. Members holding shares in physical mode are requested to register their e-mail address to the RTA for receiving all communications including annual reports, notices, circulars etc. from the company electronically.
14. Distribution of Gifts: In conformity with regulatory requirements, the Company will **NOT** be distributing any gift, gift coupons or cash in lieu of gifts at the AGM or in connection therewith.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents.
16. With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization.

17. The entire Annual Report is also available on the Company's website [www.modernconvertors.com](http://www.modernconvertors.com).
18. A route map and prominent landmark for easy location of the venue of the meeting is enclosed with this Notice.

**19. Voting Option:**

**a. VOTING THROUGH ELECTRONIC MEANS**

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2, the Company has provided e-voting facility to all the members holding shares in physical/electronic form using Central Depository Securities (India) Limited (CDSL) platform. All the business to be transacted at the annual general meeting can be transacted through electronic voting system. The instruction for members for voting electronically is given in a separate sheet.

A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Monday 23<sup>rd</sup> September, 2019 only shall be entitled to avail the facility of remote e-voting /voting through Ballot Form at the Meeting. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

**b. VOTING AT AGM**

The members who have not casted their votes electronically, can exercise their rights at the AGM through ballot form. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

**Other Instructions**

1. A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting. If a member casts votes by both the modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.
2. The Company has appointed Ms. Rinku Jain (Practicing Chartered Accountant) (Membership No.ACS - 303262) to act as the Scrutinizer. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in presence of atleast two witnesses (not in the employment of the Company) and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Managing Director.
3. The Results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) within three (3) days of passing of the resolution at the Annual General Meeting of the



Company and the same shall also be communicated to BSE Limited where the shares of the Company are listed.

4. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 30<sup>th</sup> August, 2019.
5. The shareholders shall have one vote per equity share held by them as on the cut-off date of 23<sup>rd</sup> September, 2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
6. Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. 23<sup>rd</sup> September, 2019 are requested to send the written / email communication to the Company Registrar and Transfer Agents viz., **Maheshwari Datamatics Pvt. Ltd., Mr. S. Rajagopal (Vice President) 23 R. N Mukherjee Road, 5th Floor, Kolkata- 700 001 Contact No.: 033-2248 2248, Fax- 033-2248 4787, E- Mail: mdpldc@yahoo.com.** Company by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection at the AGM.

**Place: Kolkata**

**Date: 3<sup>rd</sup> September, 2019**

**By Order of the Board  
For Modern Converters Limited**

**Sd/  
Yash Saraogi  
Managing Director**



**The process and manner for remote e-voting are as under:**

- i) The voting period begins on 27.09.2019 from 9.00 A.M and ends on 29.09.2019 till 5.00P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The facility for voting through ballot paper / polling paper shall be made available at the AGM and the members as on the "cut-off date" i.e. Record date, attending the meetings who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting through ballot paper / polling paper.
- ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- iii) Click on "Shareholders" tab.
- iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v) Next enter the Image Verification as displayed and Click on Login.
- vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p><input type="checkbox"/> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <p><input type="checkbox"/> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (vii).</p>
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- viii) After entering these details appropriately, click on “SUBMIT” tab.
- ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi) Click on the EVSN for the relevant **Modern Converters Limited** on which you choose to vote.
- xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xviii) Note for Institutional Shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800 200 5533.

xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

**Place: Kolkata**

**Date: 3<sup>rd</sup> September, 2019**

**By Order of the Board  
For Modern Converters Limited**

**Sd/-  
(Yash Saraogi)  
Managing Director**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT,  
2013**

The following explanatory statement pursuant to provisions of section 102 of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business item of the accompanying Notice.

**ITEM NO. 4:**

Mr. Jaipal Singh Barsi Singh Parmar (DIN: 03613609) was appointed as an additional director by the board of directors of the Company w-e-f 12.02.2019. Pursuant to the provisions of Section 161 of the Companies Act, 2013 Mr. Jaipal Singh Barsi Singh Parmar will hold office upto the date of ensuing AGM.

The Company has received from Mr. Jaipal Singh Barsi Singh Parmar (i) consent in writing to act as a director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub section 6 of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mr. Jaipal Singh Barsi Singh Parmar (DIN: 03613609) as an Independent Director of the Company upto 11th February, 2024 pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He is not liable to retire by rotation. The Directors recommend the approval of the ordinary resolution.

None of the Directors and the Key Managerial Personnel of the Company and their relatives except Mr. Jaipal Singh Barsi Singh Parmar is concerned or interested, financial or otherwise, in the resolution.

**ITEM NO. 5:**

Mr. Pankaj Kumar Agarwal (DIN: 05131265) was appointed as an additional director by the board of directors of the Company w-e-f 12.02.2019. Pursuant to the provisions of Section 161 of the Companies Act, 2013 . Pankaj Kumar Agarwal (DIN: 05131265) will hold office upto the date of ensuing AGM.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Pankaj Kumar Agarwal as Director of the Company. Brief profile of Mr. Pankaj Kumar Agarwal is given below for reference of the member.

None of the Directors, Key Managerial Personnel or their relatives are interested in the above said resolution.

**ITEM NO. 6:**

Mrs. Rashmi Dalmia (DIN: 01347367) was appointed as an additional director by the board of directors of the Company w-e-f 18.07.2019. Pursuant to the provisions of Section 161 of the Companies Act, 2013 Mrs. Rashmi Dalmia will hold office upto the date of ensuing AGM.

The Company has received from Mrs. Rashmi Dalmia (i) consent in writing to act as a director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that she is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that she meets the criteria of independence as provided in sub section 6 of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mrs. Rashmi Dalmia as an Independent Director of the Company upto 17th July, 2024 pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She is not liable to retire by rotation. The Directors recommend the approval of the ordinary resolution.

None of the Directors and the Key Managerial Personnel of the Company and their relatives except Mrs. Rashmi Dalmia is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

## Annexure I

### Details of Directors seeking appointment at 73<sup>rd</sup> Annual General Meeting to be held on Monday, September 30, 2019

<b>Name of Director</b>	Mr. Jaipal Singh Barsi Singh Parmar
<b>Din</b>	<a href="#">03613609</a>
<b>Date of Birth</b>	01/06/1954
<b>Date of Appointment</b>	12/02/2019
<b>Expertise in specific field</b>	He is a Commerce Graduate. He is having enriched experience Trading Activities and Business Strategies.
<b>Directorship of other public company (including foreign company)</b>	M/s Ace Men Engg Works Limited and M/s Goyal Associates Limited
<b>Chairman/ Member of the Audit and Stakeholders' Relationship Committee of the Board of Directors of other Companies in which he is a Director</b>	Chairman of Audit committee & Member of Stakeholders Relationship Committee of Goyal Associates Ltd
<b>Shareholding in the Company</b>	-
<b>Relationships between the Directors inter-se</b>	-

<b>Name of Director</b>	Mr. Pankaj Kumar Agarwal
<b>Din</b>	<a href="#">05131265</a>
<b>Date of Birth</b>	28/02/1970
<b>Date of Appointment</b>	12/02/2019
<b>Expertise in specific field</b>	He is a Commerce Graduate having more than 15 years experience in the field of Capital Market, Financial Sector and Business Strategy
<b>Directorship of other public company (including foreign company)</b>	-
<b>Chairman/ Member of the Audit and Stakeholders' Relationship Committee of the Board of Directors of other Companies in which he is a Director</b>	-
<b>Shareholding in the Company</b>	-
<b>Relationships between the Directors inter-se</b>	-

<b>Name of Director</b>	Mrs. Rashmi Dalmia
<b>Din</b>	<a href="#">01347367</a>
<b>Date of Birth</b>	04/08/1976
<b>Date of Appointment</b>	18/07/2019
<b>Expertise in specific field</b>	She is a Graduate having more than 10 years experience in the field of Finance, Administration and Business Management
<b>Directorship of other public company (including foreign company)</b>	M/s Sandeep (India) Limited
<b>Chairman/ Member of the Audit and Stakeholders' Relationship Committee of the Board of Directors of other Companies in which he is a Director</b>	-
<b>Shareholding in the Company</b>	-
<b>Relationships between the Directors inter-se</b>	-



**MODERN CONVERTERS LIMITED**

Regd Office: 56E, Hemanta Basu Sarani, Old 4 BBD Bagh East,  
Room No. 14A, Kolkata - 700001, West Bengal

Tel No: 033-6503 5876, email: [info@modernconvertors.com](mailto:info@modernconvertors.com) Website: [www.modernconvertors.com](http://www.modernconvertors.com)  
CIN : L01132WB1946PLC013314

<b>ATTENDANCE SLIP</b>  I/We hereby record my/our presence at the <b>73<sup>rd</sup> Annual General Meeting</b> of the Company to be held on <b>Monday, 30<sup>th</sup> September, 2019 at 2.00 P.M.</b> at its registered office at 56E, Hemanta Basu Sarani, Old 4 BBD Bagh East, Room No. 14A, Kolkata - 700001	<b>Folio/DP ID &amp; Client ID No.:</b>
	<b>Name :</b>
	<b>Address :</b>
	<b>Joint holders Name :</b>
	<b>Shares</b>

.....  
**Name of Proxy (in BLOCK LETTERS)**

**Signature of Shareholder/Proxy Present**

**Notes:** Members/Proxy holders who wish to attend the Annual General Meeting (AGM) must bring their Admission Slips to the AGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.

**ELECTRONIC VOTING PARTICULARS**

<b>EVSN</b>  (E-voting Sequence Number)	<b>USER ID</b>	<b>PERMANENT ACCOUNT NUMBER</b>  (PAN)
<b>190907006</b>		

**Please read instructions given in the Notice of the Annual General Meeting carefully before voting electronically.**

**The e-Voting facility will be available during the following voting period:** Commencement of e-voting: From <Friday, 27.09.2019 at 9.00 AM > End of e-Voting: Up to <Sunday, 29.09.2019 at 5.00 PM >

**MODERN CONVERTERS LIMITED**

Regd Office: 56E, Hemanta Basu Sarani, Old 4 BBD Bagh East,  
Room No. 14A, Kolkata - 700001, West Bengal

Tel No: 033-6503 5876, email:[info@modernconvertors.com](mailto:info@modernconvertors.com) Website: [www.modernconvertors.com](http://www.modernconvertors.com)

CIN : L01132WB1946PLC013314

**Proxy Form**

**MGT-11**

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

**Name of the shareholder:**

**Registered address:**

**E-mail ID:**

**Folio No. / Client ID:**

**DP ID:**

I / we, being the shareholder(s) of.....shares of the above named company, hereby appoint

Name\_\_\_\_\_Address\_\_\_\_\_Email

Id\_\_\_\_\_Signature\_\_\_\_\_or

failing him Name\_\_\_\_\_Address\_\_\_\_\_Email

Id\_\_\_\_\_Signature\_\_\_\_\_or

failing him Name\_\_\_\_\_Address\_\_\_\_\_Email

Id\_\_\_\_\_Signature\_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 73<sup>rd</sup> Annual General Meeting of the Company, to be held on Monday, 30<sup>th</sup> September, 2019 at 2.00 P.M at its registered office at 56E, Hemanta Basu Sarani, Old 4 BBD Bagh East, Room No. 14A, Kolkata - 700001, West Bengal and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Votes (Optional)	
		For	Against
1.	To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2019, the Statement of Profit & Loss and the Cash Flow Statements for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon.		
2.	None of the Directors are eligible to be retire by rotation		
3.	To appoint M/s Ghosh & Ghosh, Chartered Accountants as statutory auditors of the Company who shall hold office from the conclusion of this 73rd Annual General Meeting till the conclusion of the 78th Annual General Meeting of the Company		
4.	To regularize the appointment of Mr. Jaipal Singh Barsi Singh Parmar (DIN: 03613609) as Independent Director of the company		
5.	To regularize the appointment of Mr. Pankaj Kumar Agarwal (DIN: 05131265) as a Director of the company.		
6.	To regularize the appointment of Mrs. Rashmi Dalmia (DIN: 01347367) as Independent Director of the company.		
		Affix Revenue Stamp	

Signed this .....day of.....019

Member's Folio /DP ID & Client ID No.....

Signature of Shareholder(s).....

Signature of Proxy holder (s) .....

- **Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.

