

ANNOUNCEMENT

RESULT OF ANNUAL GENERAL MEETING

The Seventy sixth Annual General Meeting (AGM) of the Company was held on Tuesday, August 4, 2015 at 11.15 a.m. In terms of the Companies Act, 2013 and Rules made there under and Clause 35B of the Listing Agreement, the Company, had provided the facility to the members to cast their votes through e-voting or physical ballot form. Further in order to facilitate voting to those shareholders who had not cast their vote through either the above said modes, poll was conducted at the AGM.

Mr. Anil Jani of M/s. Anil Jani & Co, Practicing Company Secretaries, was appointed as the Scrutinizer for conducting the voting process in a fair and transparent manner.

The scrutinizer has submitted his report on the voting and all the resolutions as proposed at the AGM has been passed with the requisite majority. The following results are announced today i.e. 04th August, 2015 at the Registered Office of the Company.

I. Resolution No. 1:- (Ordinary Resolution)

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015 and the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting 19	2336205	100%
B. Ballot Paper 04	252	100%
C. Total (A+B) 23	2336457	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting ---	0	0
B. Ballot Paper ---	0	0
C. Total (A+B) ---	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes Cast (Shares)
0	0

% of votes in favour: **100 %**

#% of votes against: **0 %**



II. Resolution No.2:- (Ordinary Resolution)

To declare dividend on equity shares of the company for the year ended March 31, 2015.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting 19	2336205	100%
B. Ballot Paper 04	252	100%
C. Total (A+B) 23	2336457	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting _____	0	0
B. Ballot Paper _____	0	0
C. Total (A+B) _____	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes Cast (Shares)
0	0

* % of votes in favour: 100 %

#% of votes against: 0 %



III. Resolution No. 3:- (Ordinary Resolution)

To appoint a Director in place of Mr. Ghansham Shewakramani (DIN: 00413343) who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting 19	2336205	100%
B. Ballot Paper 04	252	100%
C. Total (A+B) 23	2336457	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting _____	0	0
B. Ballot Paper _____	0	0
C. Total (A+B) _____	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes Cast (Shares)
0	0

* % of votes in favour: 100 %

#% of votes against: 0 %

IV. Resolution No. 4:- (Ordinary Resolution)

To appoint a Director in place of Mr. Narendra Hira Advani (DIN: 03351909) who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting 19	2336205	100%
B. Ballot Paper 04	252	100%
C. Total (A+B) 23	2336457	100%



(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting _____	0	0
B. Ballot Paper _____	0	0
C. Total (A+B) _____	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
0	0

* % of votes in favour: 100 %

#% of votes against: 0 %

V. Resolution No. 5:- (Ordinary Resolution)

To ratify the appointment of Auditors M/s Bhandari Dastur Gupta & Associates, Chartered Accountants, (Firm Registration Firm No. 119739W) subject to ratification by members at every Annual General Meeting till the Conclusion of 78th Annual General Meeting of the Company and also fixing of remuneration.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting 19	2336205	100%
B. Ballot Paper 04	252	100%
C. Total (A+B) 23	2336457	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting _____	0	0
B. Ballot Paper _____	0	0
C. Total (A+B) _____	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
0	0

* % of votes in favour: 100 %

#% of votes against: 0 %



VI. Resolution No.6:- (Special Resolution)

To adopt new set of Articles of Association containing Articles in conformity with the Companies Act, 2013 and to consider and if thought fit, to pass, the following resolution as a Special Resolution

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting 19	2336205	100%
B. Ballot Paper 04	252	100%
C. Total (A+B) 23	2336457	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting _____	0	0
B. Ballot Paper _____	0	0
C. Total (A+B) _____	0	0

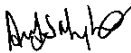
(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
0	0

* % of votes in favour: **100 %**

#% of votes against: **0 %**

For Modern Shares and Stockbrokers Limited



Anil S Manghnani
Whole Time Director (DIN No.: 00012806)

Place: Mumbai

Date: August 4, 2015