

MINUTES OF THE SEVENTY-NINETH ANNUAL GENERAL MEETING OF M/S. MODERN SHARES AND STOCKBROKERS LIMITED HELD ON THURSDAY, AUGUST 02, 2018 AT 11.00 A.M. AT KILACHAND HALL, INDIAN MERCHANT CHAMBERS, 2ND FLOOR, OPP. CHURCHGATE STATION, CHURCHGATE, MUMBAI- 400020

PRESENT:

Mr. U.K.Mallik	- Chairperson & Non-Executive Director (Independent)
Mr. Anil S Manghnani	- Whole Time Director
Mr. Narendra H. Advani	- Non-Executive Director
Mrs. Roshan Patheria	- Non-Executive Director (Woman)
Mr. Ashok T. Kukreja	- Independent Director

Leave of absence was granted to Mr. Ghansham Shewakramani- Non-Executive Director due to his pre-occupation.

By Invitation:

Mr. Radhakrishna Shenvi, Chief Financial Officer & Compliance Officer of the Company was present.

Mr. Jimit Chouhan, representative of M/s. Baheti & Co. Chartered Accountants, Auditors of the company was present by invitation.

Mr. Hemal Parekh, representative of CS Janak Pandya, Secretarial Auditors of the company was present by invitation.

Mr. CS Anil Jani of Anil Jani & Company Practicing Company Secretaries, Scrutinizers of the company was present by invitation.

The Meeting started at 11.00 a.m.

The Chairperson informed that in aggregate 34 Members were present in person, 7 Members were represented by their proxies and 4 Authorised Representatives were present.

The Chairperson introduced all the Directors sitting on Dais to the Shareholders.

The Chairperson announced that 7 proxies covering all 71420 Equity Shares were received by the company.

The following documents and registers were Kept Open for inspection of the members throughout the meeting:

- i. Directors Report for the Financial Year ended March 31, 2018
- ii. The Audited Accounts and Auditors Report thereon for the Financial Year ended March 31, 2018
- iii. Register of Contract and Register of Investments.
- iv. Register of Directors & Director Shareholding
- v. Minutes of General Meeting

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The Chairperson commenced the meeting by welcoming the Members to the 79th Annual General Meeting. The Chairperson announced that the requisite quorum being present, the meeting was called to order.

1. NOTICE OF THE MEETING:

With the permission of the members present at the meeting, the Notice conveying the 79th Annual General Meeting of the Company, as circulated to the members of the Company were taken as read.

2. AUDITORS' REPORT:

The Chairperson informed that there are no qualifications, observations or comments on the financial transactions or matters in the Auditor's report to the members, which have any adverse effect on the functioning of the Company. The same was taken as read with the permission of the members.

3. SECRETARIAL AUDIT REPORT:

The Chairperson informed that observations were made by the Practicing Company Secretary in his Secretarial Auditor's Report, which was read out by the Chairperson himself along with the explanations as mentioned in the Director's Report.

4. DIRECTORS'S REPORT AND ACCOUNTS:

The Audited Profit and Loss Account and the Balance Sheet as on 31st March, 2018 together with Directors' Report were placed before the meeting. With the consent of the members present it was taken as read.

5. CHAIRPERSON'S STATEMENT:

'Quote'

I welcome you all to the 79th Annual General Meeting of your Company.

The Financial year 2017-18 was a good one for the stock markets. The markets continued their up move that was seen in the last quarter of the previous fiscal. The markets saw a gradual rise for the first 10 months before we witnessed a correction post the Union Budget on the last day of January 2018. The stock market rally was led by the broader market and thus we saw sharp rises in mid and small cap stocks.

However, over the last six months we have seen a sharp shift in the markets. We are now witnessing a huge divergence where a handful of large cap names are moving the market and the majority of midcap and small cap stocks are correcting with cuts in excess of 30-50%. Historically such a divergence has generally led to a bear market which is not a good scenario going forward.

In the next 8 months the markets will be looking to certain events that could have an overall bearing on the economy and the stock markets. In recent times we continue to witness sluggish IIP numbers and GST collections are still on the lower side of government estimates. Inflation has picked up in the last quarter and the RBI has also started to raise interest rates. Towards the end of the year we have a couple of significant state elections which could be a precursor on what to expect in the general elections next year.

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While we believe the government is focusing on reforms and growth, the results are taking some time to show in the near term. One needs to remain patient as these should lead to longer term benefits. While the overall GDP numbers are good, the business sentiment and job growth remains subdued. The government has maintained its stance on fiscal prudence which is a positive for the market. There are some concerns for the markets given the weak currency and the Foreign Investor outflow this year.

The Company's operations resulted in a gross profit of Rs. 36.43 lakhs as against Rs. 22.59 lakhs in the previous year. After providing for depreciation of Rs. 2.26 lakhs (previous year Rs. 3.19 lakhs) and making net provision for taxation of Rs.13.43 lakhs (Previous year Rs. 5.64 lakhs) the Company has earned a net profit of Rs.20.73 lakhs as against net profit of Rs.13.76 lakhs in the previous year. The Board of Directors has recommended a dividend of 5% i.e Re. 0.50 per equity share of the FV of Rs. 10/- for the year ended 31st March 2018. We have seen a small growth in absolute terms in the net profit year on year. We will continue to strive to do better in the next fiscal.

I express my sincere thanks to the shareholders for their faith and confidence shown in the Company and also take this opportunity to thank all employees of the Company for the good work and co-operation. In addition I also appreciate the contribution my colleagues on the Board with their constant support and valuable guidance.

'Unquote'

The Chairperson then invited the shareholders asking if they have any queries and opened the floor for questions. There were few queries raised by the shareholders like clarification on observation made by the Secretarial Auditor, Investment (In Long term and Short term) not fetching desired returns, amount lying in Unclaimed Dividend, transfer of dividend and shares to IEPF, to follow the requirement of Secretarial Standard on clarity in route map printed and e mail Id & telephone numbers to be printed in Annual Report, Company's dividend policy, capitalisation of reserve, future plans and expected growth, any diversification plans in various other financial services activities relating to the same line of business etc, One of the shareholder wanted to have clarity and break-up on some of the items of Current liabilities and Current Assets as well as on various expenses. As the details on the same were not instantly available to provide at the meeting, the directors have invited him to visit the accounts department at his convenient time to understand the same or the company can send him the details separately by post as he may deemed fit. The shareholder readily agreed on the same. The Chairperson and Whole-time Director satisfactory replied to all the questions and queries raised by the Shareholders at the meeting.

After Questions and Answers session, the Chairperson read out each items of Agenda listed in the Notice of the 79th Annual general meeting of the Company dated May 23, 2018 as under.

ORDINARY BUSINESSES:

6. ADOPTION OF DIRECTORS' REPORT AND ACCOUNTS:

At the request of the Chairperson the following motion was proposed by Lekha S. Shah (Folio No.: IN300999 10044886) and was seconded by Shobha Suresh Shenoy (Folio No.: IN302603 10017546) both the shareholders of the company to pass the same as Ordinary Resolution. The Chairperson then invited the discussion on the motion: -

“RESOLVED THAT the Directors' Report and audited statements of accounts for the year ended 31st March, 2018 and the Auditors' Report thereon, be and they are hereby approved and adopted'.

7. DECLARATION OF DIVIDEND**CERTIFIED TRUE COPY**

The Chairperson requested the Members to propose the motion of declaring Final dividend at Rs. 0.50 as recommended by the Board of Directors. The motion was proposed by Shobha Ashok Bharme (Folio No.: IN300011 10291563) and was seconded by Shakuntladevi K Mahajan (Folio No.: IN302679 33212254) both the shareholders of the Company to pass the same as Ordinary Resolution. The Chairperson invited the discussion on the motion: -

“RESOLVED THAT a dividend at Rs.0.50 per share is hereby declared, as recommended by the Board of Directors, amounting to Rs.14,65,563/- (Rupees Fourteen Lakhs Sixty Five Thousand Five Hundred Sixty Three only) tax free in the hands of shareholders for the year ended 31st March, 2018.

8. RE-APPOINTMENT OF MR. GHANSHAM SHEWAKRAMANI (DIN NO.: 00413343) AS A DIRECTOR:

The motion was proposed by Anilkumar Champaklal Parekh (Folio No.: 12027000 00108658) and was seconded by Lekha S. Shah (Folio No.: IN300999 10044886) both the shareholders of the company to pass the same as Ordinary Resolution. The Chairperson then invited the discussion on the motion: -

“RESOLVED THAT Mr. Ghansham Shewakramani, a Director retiring by rotation be and he is hereby re-appointed a Director of the company’.

SPECIAL BUSINESSES:**9. APPROVED FOR DELIVERY OF ANY DOCUMENT THROUGH PARTICULAR MODE OF SERVICE FOR CHARGES EQUIVALENT TO THE ESTIMATE ACTUAL EXPENSE OF DELIVERY ETC. :**

The motion was proposed by Shobha Suresh Shenoy (Folio No.: IN302603 10017546) and seconded by Shakuntladevi K Mahajan (Folio No.: IN302679 33212254) both the shareholders of the company to pass the same as Ordinary Resolution. The Chairperson then invited the discussion on the motion:

“RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed thereunder, whereby a document may be served on any member by the Company by sending it to him by post or by registered post or by speed post or by courier or by delivery to his office address or by such electronic or other mode as may be prescribed, the consent of the Company be and is hereby accorded to charge from the member in advance equivalent to the estimated actual expenses of delivery of the documents pursuant to any request made by the shareholder for delivery of such document to him through a particular mode of services mentioned above provided such request along with the requisite fee has been duly received by the Company at least one week advance of the dispatch of the document by the Company and that no such request shall be entertained by the Company to post the dispatch of such document by the Company to the shareholder.’

‘RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds and things as may be necessary, proper or desirable or expedient to give effect to the above resolution.”

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(5)

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After conclusion of his speech and considering the above resolutions, the Chairperson informed that as per the amended provisions of the SEBI Listing (LODR) regulations and the Act, the Company has offered remote e-voting facilities to the members and was also offering voting by poll to those members present at the meeting and did not vote through remote e-voting and that the scrutinizer, Mr. Anil Gajanan Jani will scrutinize the votes cast on all resolutions, through remote e-voting as well as poll at the meeting, in a fair and transparent manner and submit his report based on which the results will be announced.

After ascertaining that all the members and proxies, who were present in the meeting hall and wanted to participate in the poll had cast their votes, pursuant to the advice of the scrutinizer, the Chairperson closed the poll at 11.55 a.m. The scrutinizer then took custody of the ballot box for verification of validity of votes and counting of votes and for preparing his report to the Chairperson.

Later the Chairperson informed the shareholders that the final results of the voting (after consolidation of the result of remote e-voting and poll) would be announced to the stock exchange and displayed on the website of the Company and on Instavote of LIPL on or before 04th August, 2018.

The Chairperson thanked the shareholders and declared the meeting to be concluded.

10. VOTE OF THANKS:

There being no other business to transact, the meeting terminated at 12.00 Noon with a vote of thanks to the Chair proposed by Anilkumar Champaklal Parekh (Folio No.: 12027000 00108658) and was seconded by Shobha Suresh Shenoy (Folio No.: IN302603 10017546) both the shareholders of the Company.

The members were disbursed with snacks and cold drinks.

Place : **Mumbai**
Dated : **August 16, 2018**


U K Mallik
CHAIRPERSON
DIN No.: 00012099

Attached Scrutinizer Results and Company's results for the 79th AGM held on August 02, 2018 at Kilachand Hall, Indian Merchant Chambers, 2nd Floor, Opp. Churchgate Station, Churchgate, Mumbai- 400 020 declared on August 03, 2018



Anil G. Jani
B.Com, LL.B., F.C.S.

Anil Jani & Co.
Company Secretaries

FORM No. MGT-13
REPORT OF SCRUTINIZER(S)

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Modern Shares and Stockbrokers Limited
(CIN No.: L45200MH1939PLC002958)
Wankhede Stadium North Stand, L and M Wing
D Road, Churchgate,
Mumbai - 400020.

Sub: Scrutinizer's Report – Combine report on e-voting and poll

Ref: 79th Annual General Meeting of the Equity Shareholders of Modern Shares and Stockbrokers Limited held on Thursday, August 02, 2018 at Kilachand Hall, Indian Merchant Chambers, 2nd Floor, Opp. Churchgate Station, Churchgate, Mumbai - 400020 at 11.00 a.m.

Dear Sir,

I, CS Anil Jani, proprietor of Anil Jani & Company, Practising Company Secretaries was appointed as Scrutinizer(s) vide Board resolution dated 23rd May, 2018 to act as such for e-voting and poll through ballot paper in the Annual General Meeting in respect of the resolutions proposed to be passed in the 79th Annual General Meeting to seek approval of the Equity Shareholders of Modern Shares and Stockbrokers Limited (CIN No.: L45200MH1939PLC002958), held on Thursday, August 02, 2018 at 11.00 a.m.

Pursuant to my appointment and the provisions of Section 108 and 109 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (including amendments) (the Rules), I have completed the scrutiny of e-voting and poll process of the Annual General Meeting at the request of the management. I hereby submit my combined report on e-voting and poll as under:

1. As informed, the Company has completed on 06th July, 2018 the dispatch of Notice to all members through e-mails with the details of Login ID and password to those members who are holding shares in Demat form and by courier on 06th July, 2018 to all other members who are holding shares in physical form as well as to those members on 09th July, 2018 whose e-mail ID got bounced and was failed to deliver.
2. The Members of the Company had option to vote on resolutions either through remote e-voting facility through designated website of <https://instavote.linkintime.co.in> of Link Intime India Private Limited (LIPL) or through the physical ballot form distributed at the venue at the time of signing of attendance slip to all the shareholders.
3. All votes casted electronically through LIPL portal from Monday 30th July, 2018 (9.00 a.m. IST) upto Wednesday 01st August, 2018 (5.00 p.m. IST), the last date and time fixed by the Company, for casting of votes were considered for my scrutiny.





4. The cut-off date of identification of shareholders eligible to vote on resolutions placed for approval of the members was Wednesday 25th July, 2018 and the total number of eligible shareholder as on date was **967 (Nine Hundred and Sixty Seven)**.
5. At the Annual General Meeting, 1(One) ballot box was kept for polling and was duly locked in my presence. The locked ballot box was subsequently opened in presence of two independent persons, who were not employees of the Company. The poll papers were diligently scrutinized and were reconciled with the record maintained by the Registrar and Transfer Agents of the Company and the authorization/ proxies lodged with the Company.
6. The LIIPL provided me access to the records in pursuance of Rules 20(4) (xiii) of the Companies (management and Administration) Rules, 2014 so as to ensure the members who have availed the facility of e-voting have not again voted in the Annual General Meeting.
7. **17 (Seventeen)** members casted their votes through remote e-voting and **11 (Eleven)** members casted their vote under poll conducted through ballot paper in the Annual General Meeting.
8. A summary of the votes cast electronically as well as under poll through ballot paper in the Annual General Meeting are as under:

RESOLUTION NO.1:- (Ordinary Resolution)

To consider and adopt the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	17	2187714	100.00
B. Ballot Paper	11	12789	100.00
C. Total (A+B)	28	2200503	100.00

(ii) Voted Against the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	0	0	0
B. Ballot Paper	0	0	0
C. Total (A+B)	0	0	0

(iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Passed Unanimously





RESOLUTION NO.2:- (Ordinary Resolution)

To declare dividend on equity shares of the company for the year ended March 31, 2018.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	17	2187714	100.00
B. Ballot Paper	11	12789	100.00
C. Total (A+B)	28	2200503	100.00

(ii) Voted Against the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	0	0	0
B. Ballot Paper	0	0	0
C. Total (A+B)	0	0	0

(iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Passed Unanimously

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 re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	17	2187714	100.00
B. Ballot Paper	11	12789	100.00
C. Total (A+B)	28	2200503	100.00

(ii) Voted Against the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	0	0	0
B. Ballot Paper	0	0	0
C. Total (A+B)	0	0	0





(iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Passed Unanimously

RESOLUTION NO.4:- (Ordinary Resolution)

“RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed thereunder, whereby a document may be served on any member by the Company by sending it to him by post or by registered post or by speed post or by courier or by delivery to his office address or by such electronic or other mode as may be prescribed, the consent of the Company be and is hereby accorded to charge from the member in advance equivalent to the estimated actual expenses of delivery of the documents pursuant to any request made by the shareholder for delivery of such document to him through a particular mode of services mentioned above provided such request along with the requisite fee has been duly received by the Company at least one week advance of the dispatch of the document by the Company and that no such request shall be entertained by the Company to post the dispatch of such document by the Company to the shareholder.’

‘RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds and things as may be necessary, proper or desirable or expedient to give effect to the above resolution.”

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	17	2187714	100.00
B. Ballot Paper	11	12789	100.00
C. Total (A+B)	28	2200503	100.00

(ii) Voted Against the resolution:

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. E-Voting	0	0	0
B. Ballot Paper	0	0	0
C. Total (A+B)	0	0	0





Anil G. Jani
B.Com, LL.B., F.C.S.

Anil Jani & Co.
Company Secretaries

(iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Passed Unanimously.

9. I am pleased to inform you that the ordinary resolutions in Item No. 1 to 4 of the Notice dated 23rd May, 2018 have been duly **Passed Unanimously**
10. Accordingly you may take on record the results of the remote e-voting and poll process through ballot paper in the Annual General Meeting as mentioned herein above and declare the results.
11. I have issued separate report of e-voting and poll through ballot paper conducted at the 79th Annual General Meeting.

I have kept the records of assent or dissent in remote e-voting as well as poll through ballot paper in the Annual General Meeting. The same has been handed over to the compliance officer for the purpose of safe keeping in compliance with the provisions of the Companies Act, 2013 and Rules made there under.

Thanking you,

Yours faithfully,

For ANIL JANI & COMPANY
Company Secretaries

Mr. Anil Jani
(Proprietor)
FCS: 2506 CP: 9154
Scrutinizer



Place: Mumbai
Dated: 03rd August, 2018.

Date of the AGM/EGM	Thursday, August 02, 2018
Total number of shareholders on record date	967
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public:	25
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

Resolution required: (Ordinary/Special)			Ordinary: Consideration and adoption of the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			N.A					
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoters and Promoters Group	E-Voting	2134784	2085184	97.6766	2085184	00	100.00	0.00
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		2085184	97.6766	2085184	00	100.0000	0.0000
Public - Institutions	E-Voting	00	00	0.0000	00	00	0.0000	0.0000
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		00	0.0000	00	00	0.0000	0.0000
Public - Non Institutions	E-Voting	796341	102530	12.8751	102530	00	100.00	0.0000
	Poll		12789	1.6060	12789	00	100.00	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		115319	14.4811	115319	00	100.00	0.0000
Total		2931125	2200503	75.0737	2200503	00	100.00	0.0000

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FOR MODERN SHARES AND STOCK BROKERS LIMITED

Aud S Myha

DIRECTOR



Resolution required: (Ordinary/Special)			Ordinary: Declaration of Dividend					
Whether promoter/ promoter group are interested in the agenda/ resolution?			N.A					
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoters and Promoters Group	E-Voting	2134784	2085184	97.6766	2085184	00	100.00	0.00
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		2085184	97.6766	2085184	00	100.0000	0.0000
Public - Institutions	E-Voting	00	00	0.0000	00	00	0.0000	0.0000
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		00	0.0000	00	00	0.0000	0.0000
Public - Non Institutions	E-Voting	796341	102530	12.8751	102530	00	100.00	0.0000
	Poll		12789	1.6060	12789	00	100.00	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		115319	14.4811	115319	00	100.00	0.0000
Total		2931125	2200503	75.0737	2200503	00	100.00	0.0000

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FOR MODERN SHARES AND STOCK BROKERS LIMITED



DIRECTOR



Resolution required: (Ordinary/Special)			Ordinary: Appointment of Director in place of Mr. Ghansham Shewakramani (DIN: 00413343), who retires by rotation and is eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			N.A					
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoters and Promoters Group	E-Voting	2134784	2085184	97.6766	2085184	00	100.00	0.00
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		2085184	97.6766	2085184	00	100.0000	0.0000
Public - Institutions	E-Voting	00	00	0.0000	00	00	0.0000	0.0000
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		00	0.0000	00	00	0.0000	0.0000
Public - Non Institutions	E-Voting	796341	102530	12.8751	102530	00	100.00	0.0000
	Poll		12789	1.6060	12789	00	100.00	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		115319	14.4811	115319	00	100.00	0.0000
Total		2931125	2200503	75.0737	2200503	00	100.00	0.0000

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FOR MODERN SHARES AND STOCK BROKERS LIMITED

And J Myha
DIRECTOR



Resolution (Ordinary/Special) required:			<p>Ordinary: "RESOLVED THAT pursuant to provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed thereunder, whereby a document may be served on any member by the Company by sending it to him by post or by registered post or by speed post or by courier or by delivery to his office address or by such electronic or other mode as may be prescribed, the consent of the Company be and is hereby accorded to charge from the member in advance equivalent to the estimated actual expenses of delivery of the documents pursuant to any request made by the shareholder for delivery of such document to him through a particular mode of services mentioned above provided such request along with the requisite fee has been duly received by the Company at least one week advance of the dispatch of the document by the Company and that no such request shall be entertained by the Company to post the dispatch of such document by the Company to the shareholder."</p> <p>'RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all such acts, deeds and things as may be necessary, proper or desirable or expedient to give effect to the above resolution."</p>					
Whether promoter/ promoter group are interested in the agenda/ resolution?			N.A					
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoters and Promoters Group	E-Voting	2134784	2085184	97.6766	2085184	00	100.00	0.00
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		2085184	97.6766	2085184	00	100.0000	0.0000
Public - Institutions	E-Voting	00	00	0.0000	00	00	0.0000	0.0000
	Poll		00	0.0000	00	00	0.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		00	0.0000	00	00	0.0000	0.0000
Public - Non Institutions	E-Voting	796341	102530	12.8751	102530	00	100.00	0.0000
	Poll		12789	1.6060	12789	00	100.00	0.0000
	Postal Ballot (if applicable)		00	0.0000	00	00	0.0000	0.0000
	Total		115319	14.4811	115319	00	100.00	0.0000
Total		2931125	2200503	75.0737	2200503	00	100.00	0.0000

FOR MODERN SHARES AND STOCK BROKERS LIMITED



DIRECTOR

