

**CS Amar Nath Jaiswal,**

**Practicing Company Secretary**

**Office: - RZ-38, FF, South Extension Part-II,  
Near Jagaran Chowk, Uttam Nagar (W),  
New Delhi-110059,**

**Mobile No: - +91-9711000660**

**E-mail: epost2amar@gmail.com**

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR MODI INDUSTRIES LIMITED**

To,  
The Chairman,  
81<sup>st</sup> Annual General Meeting of  
Modi Industries Limited  
Modi Nagar - Ghaziabad (U.P.)

**Sub: - Passing of Resolution(s) through electronic mode And Poll conducted at the 81<sup>st</sup> AGM of Modi Industries Limited ("The Company") held on 29<sup>th</sup> September, 2015**

The Board of The Company at its meeting held on 14<sup>th</sup> August, 2015 had appointed me as Scrutiniser for the e-voting held between 26<sup>th</sup> September 2015 at 9.00 a.m. to 28<sup>th</sup> September, 2015 at 5.00 p.m. and the Chairman of the 81<sup>st</sup> Annual General Meeting (AGM) has appointed me as the Scrutiniser for the Poll held at the 81<sup>st</sup> Annual General Meeting of the Company on 29<sup>th</sup> September, 2015.

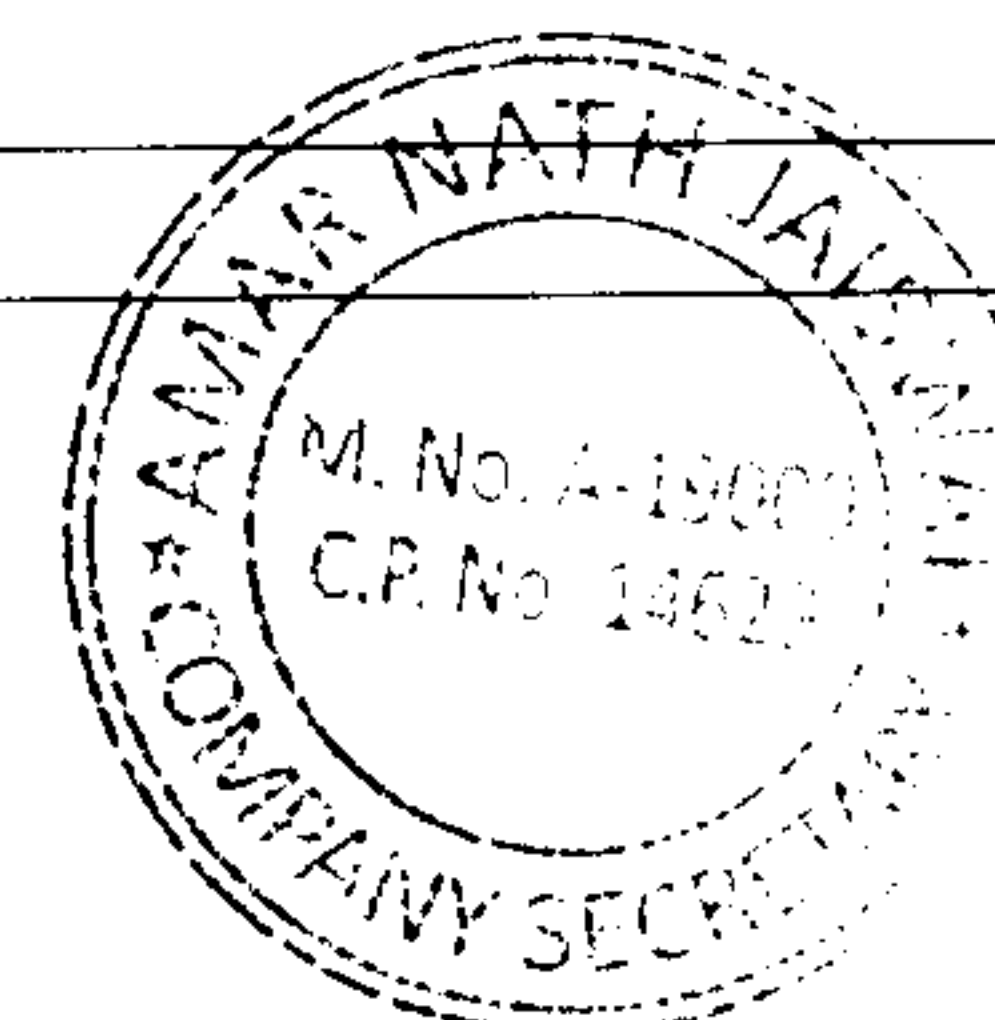
The Company had appointed National Securities Depository Limited ("NSDL") as the service provider, for extending the facility of electronic voting to the shareholders of the Company from Saturday, 26<sup>th</sup> September 2015 at 9.00 a.m. to Monday, 28<sup>th</sup> September, 2015 at 5.00 p.m. The e-voting results were unblocked by me on 29<sup>th</sup> September, 2015 in the presence of two witnesses after the Annual General Meeting. For Further details, kindly refer my Scrutiniser's Report dated 29<sup>th</sup> September, 2015 attached herewith.

At the 81<sup>st</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2015 the Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the Annual General Meeting had appointed me as the Scrutiniser for the same. For further details kindly refer to my Scrutinisers Report in Form MGT-13 dated 29<sup>th</sup> September, 2015.

The results of the e-voting together with that of the Poll are as under:-

**AGENDA ITEM NO.1 (a) –  
ORDINARY RESOLUTION FOR ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS,  
REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each ( No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil





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Total Votes received by physical Mode	61	14,68,544	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	61	14,68,544	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	61	14,68,544	100%

**AGENDA ITEM NO. 1(b)**

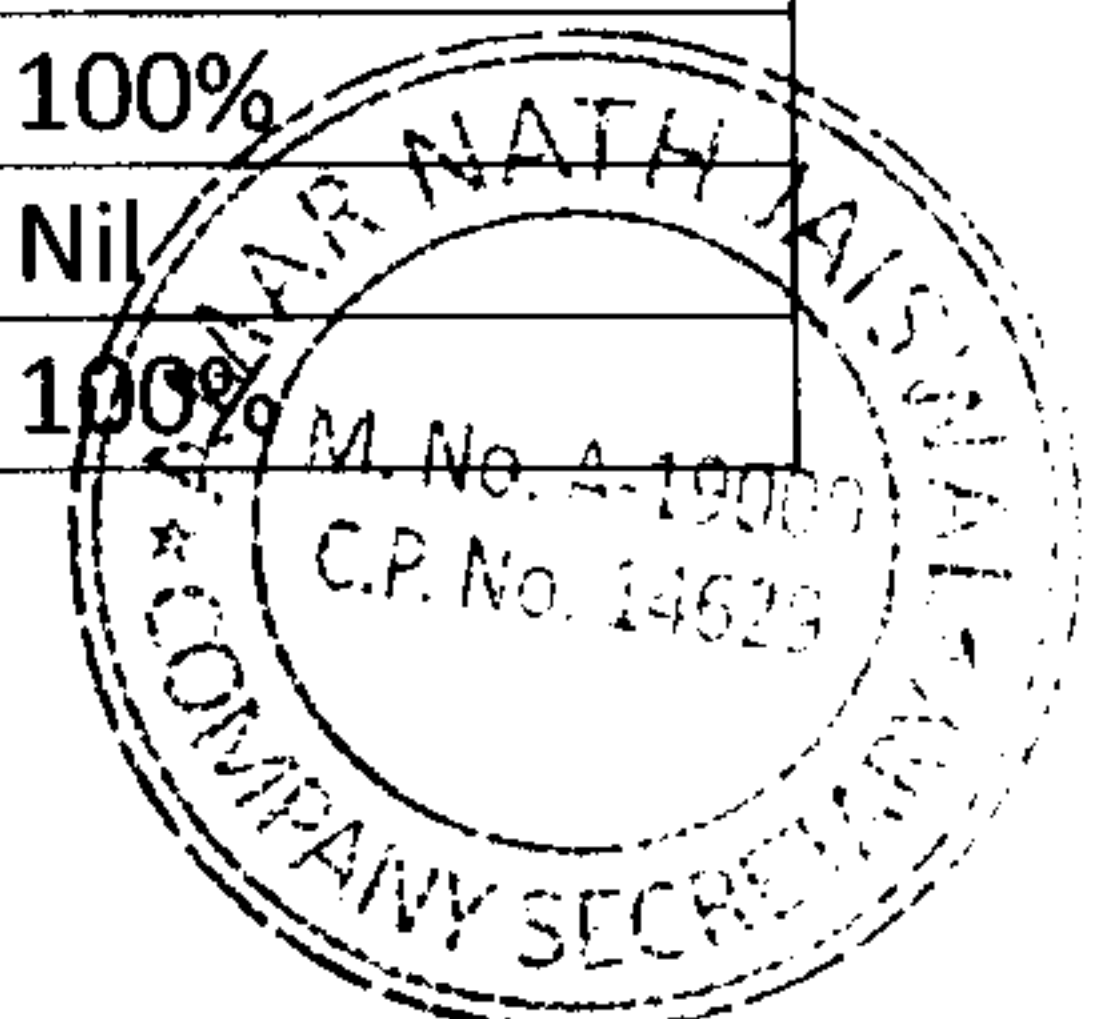
**ORDINARY RESOLUTION FOR ADOPTION OF AUDTED CONSOLIDATED FINANCIAL STATEMENT AND AUDITORS' REPORT**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	61	14,68,544	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	61	14,68,544	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	61	14,68,544	100%

**AGENDA ITEM NO.2 (a) –**

**ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI KRISHAN KUMAR MODI AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	61	14,68,544	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	61	14,68,544	100%





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Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	61	14,68,544	100%

**AGENDA ITEM NO.2 (b) –**

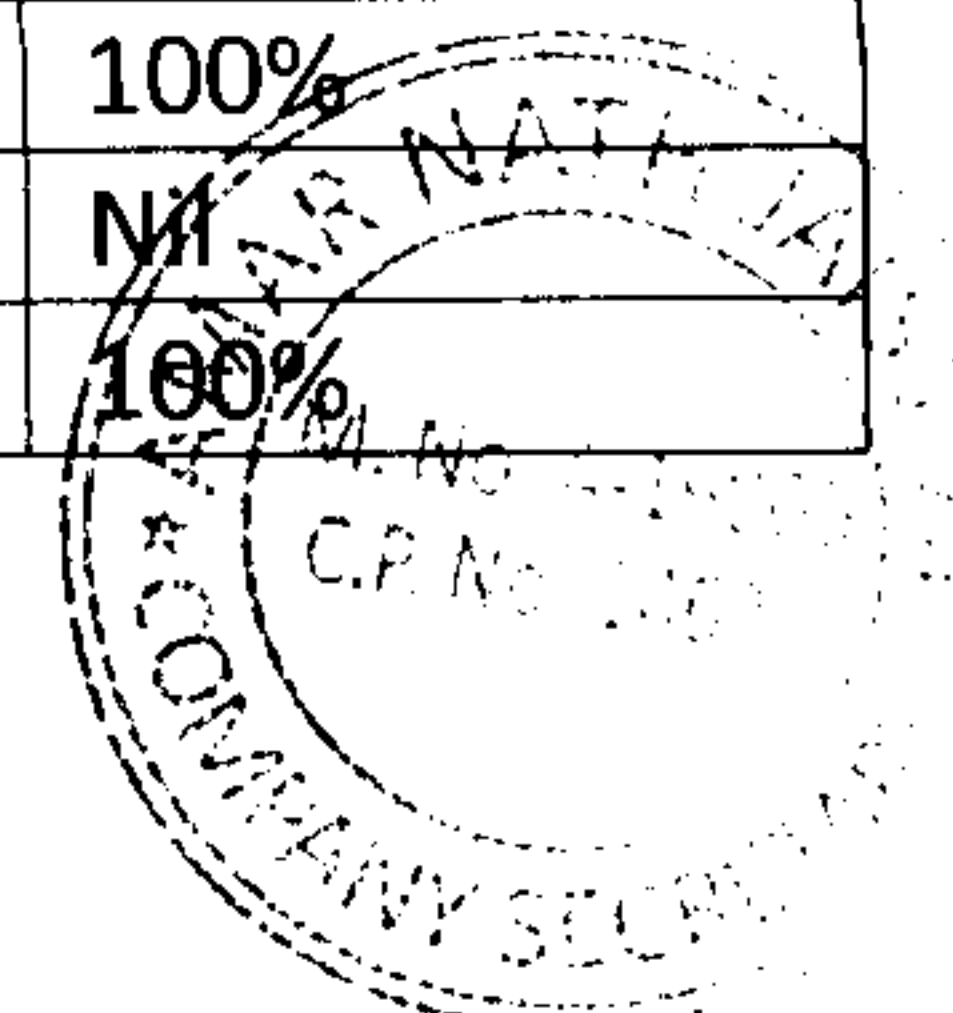
**ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI SANTOSH KUMAR AGGARWAL AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each ( No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	61	14,68,544	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	61	14,68,544	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	61	14,68,544	100%

**AGENDA ITEM NO. 3 –**

**ORDINARY RESOLUTION FOR APPOINTMENT OF M/S P. R. MEHRA & CO. AS STATUTORY AUDITOR OF THE COMPANY AND FIXING THEIR REMUNERATION**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each ( No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	61	14,68,544	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	61	14,68,544	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	61	14,68,544	100%





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**AGENDA ITEM NO. 4-**

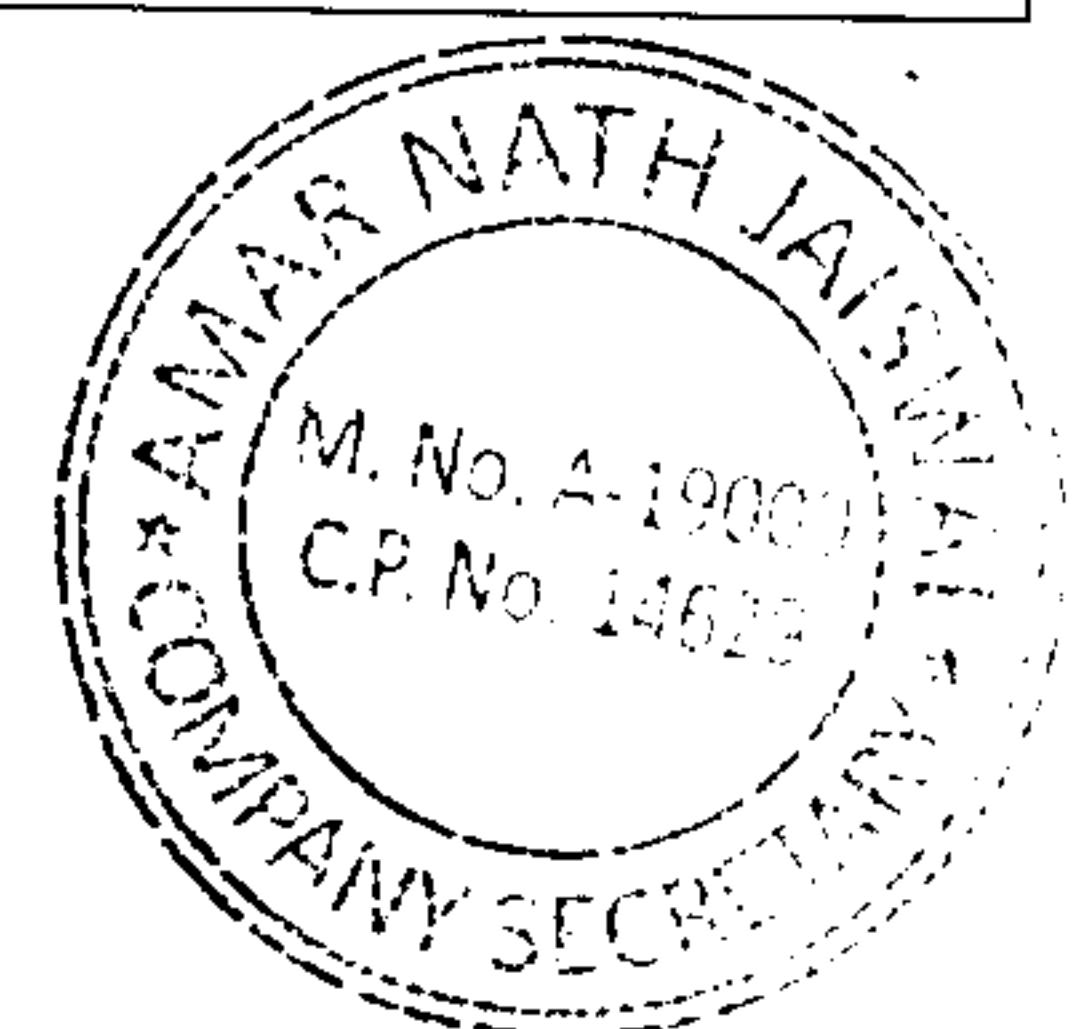
**ORDINARY RESOLUTION FOR RATIFICATION OF THE REMUNERATION PAYBLE TO THE COST AUDITOR OF THE COMPANY**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	61	14,68,544	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	61	14,68,544	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	61	14,68,544	100%

**AGENDA ITEM NO-5-**

**SPECIAL RESOLUTION FOR APPROVING THE MANUFACTURING SUB LICENSING AGREEMENT WITH WELD EXCEL INDIA LIMITED**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	59	14,09,341	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	59	14,09,341	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	59	14,09,341	100%





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**AGENDA ITEM NO. 6 –**

**ORDINARY RESOLUTION FOR RATIFICATION OF TRADEMARK LICENSE AGREEMENT WITH WELD EXCEL INDIA LIMITED**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	59	14,09,341	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	59	14,09,341	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	59	14,09,341	100%

**AGENDA ITEM NO.7-**

**ORDINARY RESOLUTION FOR APPROVING THE RENEWAL OF RENT/LEASE AGREEMENT WITH RELATED PARTIES**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	Nil	Nil	Nil
Total Votes received by physical Mode	54	12,53,374	100%
Total Number of invalid votes	Nil	Nil	Nil
Total Number of Valid Votes	54	12,53,374	100%
Total Number of Votes Against the resolution	Nil	Nil	Nil
Total Number of votes in favour of resolution	54	12,53,374	100%

All the Resolutions stand passed under e-voting and poll with the requisite majority.





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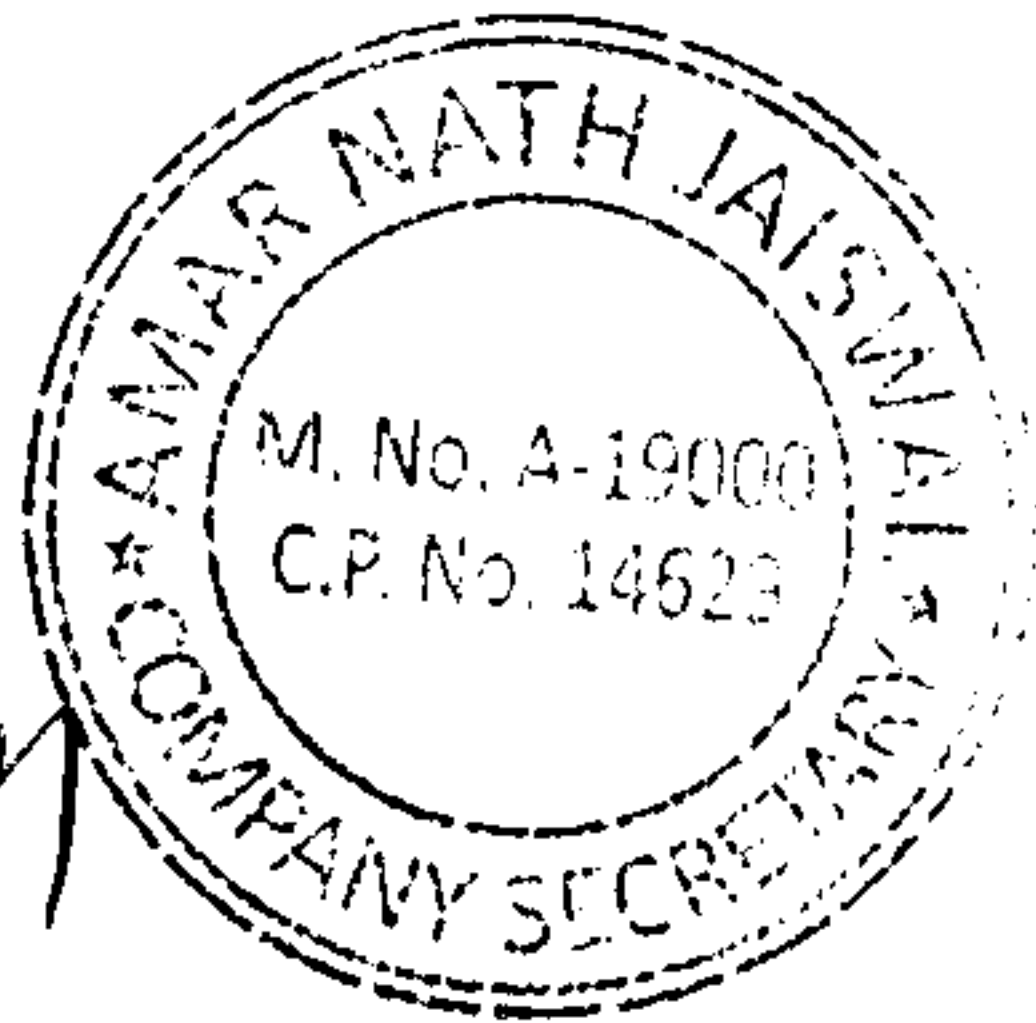
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I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the Shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking you,  
Yours Sincerely



  
Amar Nath Jaiswal  
Practising Company Secretary  
Scrutinisers  
C.P. No. 14629



SIGNED BY SHRI MAHENDRA KUMAR  
MODI CHAIRMAN OF THE MEETING  
DIN-00014594

Date:- 30/09/2015  
Place:- Modi Nagar