

MODI INDUSTRIES LIMITED
CIN - L15429UP1932PLC000469

Regd. Office : Modinagar - 201204. (U.P.) Tel: 01232-231755, 243115

Email : modiindustrieslimited@gmail.com Website : www.modiindustries.net

Notice of 81st Annual General Meeting, Book Closure and Remote E-Voting information

NOTICE is hereby given that the 81st Annual General Meeting ('AGM') of the members of Modi Industries Limited will be held on Tuesday, the 29th September, 2015, at 12:30 P.M., at Modi Industries Transit House (Modi Industries Complex), Modinagar, U.P., to transact the Ordinary and Special Business, as set out in the Notice of AGM. The physical copy of the Notice of the Meeting, Annual Report for the financial year ended March 31, 2015 and remote e-voting details have been sent to all members individually at their registered addresses. The date of completion of dispatch of the notices to the shareholders is 4th September, 2015. These documents are also available on Company's website www.modiindustries.net for download by the members and kept at the Registered Office of the Company for inspection by Members.

Notice is hereby given in compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended and Clause 35-B of the Listing Agreement that the Company has offered e-voting facility for transacting all the business through National Securities Depository Ltd. (NSDL) through their portal www.evoting.nsdl.com to enable the members to cast their votes electronically. The remote e-voting period commences on **Saturday, the 26th September, 2015 (09:00 am) and ends on Monday, the 28th September, 2015 (05:00 pm)**. No e-voting shall be allowed beyond the said date and time. During this period members' of the Company, holding shares, as on the cut-off date of 22nd September, 2015, may cast their vote by remote e-voting. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22nd September, 2015, will be provided the notice through mail or by post after the cut-off date and such members may also obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA, MAS Services Limited. However, if the members are already registered with NSDL for remote e-voting then they can use their existing user ID and password for casting their vote. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The facility for voting through ballot paper shall be made available at the AGM and 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. Shri Amar Nath Jaiswal, Practicing Company Secretary (Membership No. ACS-19000 & CP No. 14629), has been appointed as Scrutinizer for the e-voting process.

In case of any grievances connected to e-voting, please contact Mr. Rajiv Ranjan, (Assistant Manager), NSDL, 4th Floor, 'A' Wing, Trade World, Kamla Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013. Email rajivr@nsdl.co.in, Tel 1800222990/912224994200/912224994738.

The detailed procedure for remote e-voting are contained in the Notice of the AGM. If you require any additional information or have any enquiries, please contact to the under signed at above mentioned address.

NOTICE is also hereby given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies (Management & Administration) Rules, 2014 and Clause 16 of the Listing Agreement that the Register of the Members and Share Transfer Books of the Equity Shareholders of the Company will remain closed from Wednesday, the 23rd September, 2015 to Tuesday, the 29th September, 2015 (both days inclusive) for the purpose of taking record of the shareholders at the Annual General Meeting.

For Modi Industries Limited

V. P. Gupta

Company Secretary

(FCS 6380)

Date: 07.09.2015

Place: Modinagar