



A. N. Jaiswal & Co.

Company Secretaries

Office: - RZ-38, FF, South Extension Part-II,

Near Jagaran Chowk, Ullam Nagar (W),

New Delhi-110059,

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**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING, E-VOTING DURING AGM & POLL FOR
MODI INDUSTRIES LIMITED**

To,
The Chairman,
86th Annual General Meeting of
Modi Industries Limited
Modi Nagar (U.P.)

**Sub: - Passing of Resolution(s) through electronic mode And Poll conducted at the 86th AGM of
Modi Industries Limited ("The Company") held on 5TH December, 2020**

I, CS Amar Nath Jaiswal, the Proprietor-A.N. Jaiswal & Co., and Practising Company Secretary holding Membership Number A-19000 and Certificate of Practice Number 14629 was appointed as Scrutinisers pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of the poll taken on the below mentioned resolution(s), at the 86th Annual General Meeting of the Equity Shareholders of Modi Industries Limited held on 5TH December, 2020 at 12.30 p.m. at Auditorium, Dayawati Modi Public School, Modi Nagar, Ghaziabad (U.P.)-201204.

The Board of The Company at its meeting held on 5th November, 2020 had appointed us as Scrutiniser for the remote e-voting held between 2nd December, 2020 at 9.00 a.m. to 4th December, 2020 at 5.00 p.m. and for the Poll to be held at the 86th Annual General Meeting of the Company held on 5th December, 2020.

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 2nd December, 2020 at 9.00 a.m. to 4th December, 2020 at 5.00 p.m. and e-voting facility provided during the 86th AGM. The e-voting results were unblocked by us on 5th December, 2020 in the presence of two witnesses after the conclusion of 86th Annual General Meeting. For Further details, kindly refer our Scrutiniser's Report dated 5th December, 2020 attached herewith.

At the 86th Annual General Meeting of the Company held on 5th December, 2020, the Chairman of the meeting had informed the members about the poll process to facilitate them to cast their votes through the ballot papers.

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 FINANCIAL STATEMENTS OF THE COMPANY
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020, THE REPORTS OF THE BOARD OF DIRECTORS
AND THE AUDITORS THEREON**



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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO. 1(b):-

ORDINARY RESOLUTION FOR CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 AND THE AUDITORS REPORT THEREON

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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO.2 (a) –

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI RAKESH KUMAR MODI (DIN 00022386), 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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%



Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO.2 (b) –

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI ABHISHEK MODI (DIN 00002798), 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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO. 3 –

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI UMESH KUMAR MODI (DIN 00002757) AS MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS

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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA



AGENDA ITEM NO. 4 –**ORDINARY RESOLUTION FOR REGULARISATION OF SMT. KUMKUM MODI (DIN 00522904) AS DIRECTOR OF THE COMPANY**

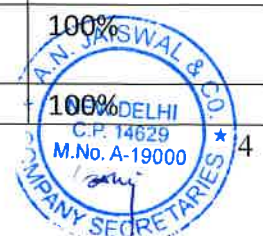
Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO. 5 –**ORDINARY RESOLUTION FOR REGULARISATION OF SHRI JAYESH MODI (DIN 02849637) AS DIRECTOR 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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO. 6 –**ORDINARY RESOLUTION FOR REGULARISATION OF SHRI ANAND PARKASH MODI (DIN 08865462) AS DIRECTOR AND APPOINTMENT AS INDEPENDENT DIRECTOR 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	1	10	100%
Total Votes received by physical	77	16,74,265	100%



Mode			
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO. 7 –

ORDINARY RESOLUTION FOR REGULARISATION OF SHRI JAGDISH CHANDRA CHAWLA (DIN 05316202) AS DIRECTOR AND APPOINTMENT AS INDEPENDENT DIRECTOR 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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA

AGENDA ITEM NO. 8 –

SPECIAL RESOLUTION FOR INCREASING THE LIMITS OF COMPANY'S BORROWING UPTO RS. 500 CRORES UNDER SECTION 180(1) (a) & (c) OF THE COMPANIES ACT, 2013

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	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	78	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%



Total Number of Votes Against the resolution	Nil	NA	NA
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AGENDA ITEM NO. 9 –

ORDINARY RESOLUTION FOR APPROVAL OF THE REMUNERATION PAYBLE TO M/S M. K. SINGHAL & CO., (FIRM'S REGN. NO. 00074) THE COST AUDITOR OF THE COMPANY

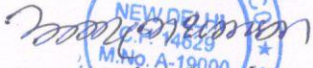
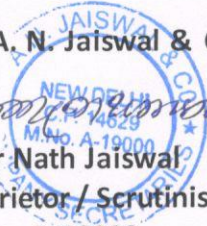
Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal value of Rs. 10/- each (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic Mode	1	10	100%
Total Votes received by physical Mode	77	16,74,265	100%
Total Number of invalid votes	Nil	NA	NA
Total Number of Valid Votes	77	16,74,275	100.00%
Total Number of votes in favour of resolution	78	16,74,275	100.00%
Total Number of Votes Against the resolution	Nil	NA	NA


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

We hereby confirm that we are 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. We shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking you,
Yours Sincerely

For A. N. Jaiswal & Co.



Amar Nath Jaiswal
 Proprietor / Scrutiniser
 M. No. A-19000
 C.P. No. 14629


 Signed By Shri Umesh Kumar Modi
 (DIN- 00002757)
 Chairman & Managing Director

Date:- 05/12/2020
Place:- Modi Nagar



A. N. Jaiswal & Co.

Company Secretaries

Office: - RZ-38, FF, South Extension Part-II,
Near Jagaran Chowk, Uttam Nagar (W),
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E-mail: epost2amar@gmail.com

FORM NO MGT-13

Report of Scrutinisers

[Pursuant to Section 109 of the Companies Act 2013 and Rules 21 (2) of the Companies (Management and Administration) Rules 2014]

To
The Chairman,
86th Annual General Meeting,
Modi Industries Limited.

86th Annual General Meeting of the Equity Shareholders of Modi Industries Limited held on Saturday, the 5th December, 2020 at 12.30 p.m. at Auditorium, Dayawati Modi Public School, Modi Nagar, Ghaziabad (U.P.) – 201204

Dear Sir,

I, CS Amar Nath Jaiswal, the Proprietor-A.N. Jaiswal & Co., and Practising Company Secretary holding Membership Number A-19000 and Certificate of Practice Number 14629 was appointed as Scrutinisers pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of the poll taken on the below mentioned resolution(s), at the 86th Annual General Meeting of the Equity Shareholders of Modi Industries Limited held on 5th December, 2020 at 12.30 p.m. at Auditorium, Dayawati Modi Public School, Modi Nagar, Ghaziabad (U.P.) – 201204 submit our report as under:-

1. After the closure of the meeting, the Chairman invited the members to vote through poll and asked them to cast their ballot papers in the Ballot Box. One Ballot Box kept for polling was locked in our presence with due identification marks placed by us.
2. The Locked ballot box was subsequently opened before us in the presence of Mr. Rakesh Agrawal and Mr. P. C. Gupta, who acted as Witnesses and poll papers were diligently scrutinised. The Poll papers were reconciled with the records maintained by the company and the authorisation/proxies lodged with the Company.
3. No Poll papers were incomplete and/or otherwise found defective.
4. The result of the Poll is as under:-

AGENDA ITEM NO.	1 (a)
SUBJECT	ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 , THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON
TYPE OF RESOLUTION	ORDINARY RESOLUTION



(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	NA	NA

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	NA	NA

AGENDA ITEM NO.	1 (b)
SUBJECT	ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 AND THE AUDITORS REPORT THEREON
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	NA	NA

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by item	% of Total number of Valid votes cast
Nil	NA	NA

AGENDA ITEM NO.	2 (a)
SUBJECT	RE-APPOINTMENT OF SHRI RAKESH KUMAR MODI (DIN 00022386), AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION
TYPE OF RESOLUTION	ORDINARY RESOLUTION



(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

AGENDA ITEM NO.	2 (b)
SUBJECT	RE-APPOINTMENT OF SHRI ABHISHEK MODI (DIN 00002798), AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A



AGENDA ITEM NO.	3
SUBJECT	RE-APPOINTMENT OF SHRI UMESH KUMAR MODI (DIN 00002757) AS MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.

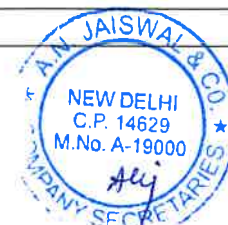
AGENDA ITEM NO.	4
SUBJECT	REGULARISATION OF SMT. KUMKUM MODI (DIN 00522904) AS DIRECTOR OF THE COMPANY
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.



(II) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

AGENDA ITEM NO.	5
SUBJECT	REGULARISATION OF SHRI JAYESH MODI (DIN 02849637) AS DIRECTOR OF THE COMPANY
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

AGENDA ITEM NO.	6
SUBJECT	REGULARISATION OF SHRI ANAND PARKASH MODI (DIN 08865462) AS DIRECTOR AND APPOINTMENT AS INDEPENDENT DIRECTOR OF THE COMPANY
TYPE OF RESOLUTION	ORDINARY RESOLUTION



(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

AGENDA ITEM NO.	7
SUBJECT	REGULARISATION OF SHRI JAGDISH CHANDRA CHAWLA (DIN 05316202) AS DIRECTOR AND APPOINTMENT AS INDEPENDENT DIRECTOR OF THE COMPANY
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.



(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

AGENDA ITEM NO.	8
SUBJECT	INCREASING THE LIMITS OF COMPANY'S BORROWING UPTO RS. 500 CRORES UNDER SECTION 180(1) (a) & (c) OF THE COMPANIES ACT, 2013
TYPE OF RESOLUTION	SPECIAL RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.

(III) INVALID VOTES OF THE RESOLUTION

No. of Members present and voting (in person or proxy) whose votes were declared invalid	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A	N.A

AGENDA ITEM NO.	9
SUBJECT	FOR APPROVAL OF THE REMUNERATION PAYABLE TO M/S M. K. SINGHAL & CO., (FIRM'S REGN. NO. 00074) THE COST AUDITOR OF THE COMPANY
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%



	SINGHAL & CO., (FIRM'S REGN. NO. 00074) THE COST AUDITOR OF THE COMPANY
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
77	16,74,265	100%

(II) VOTED AGAINST THE RESOLUTION

No. of Members present and voting (in person or proxy)	Number of votes cast by them	% of Total number of Valid votes cast
Nil	N.A.	N.A.

- A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid, if any, for each resolution has been prepared and submitted.
- The Poll Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the General Meeting.
- All of the above mentioned resolutions have been passed with requisite majority.

Thanking you.
Yours Sincerely,
For A. N. Jaiswal & Co.

Amar Nath Jaiswal
Amar Nath Jaiswal
Proprietor
Scrutiniser



Umesh Kumar Modi
Signed by Shri Umesh Kumar Modi
(DIN- 00002757)
Chairman & Managing Director

M. No. A-19000
C.P. No. 14629

Witness: -

1. *(P.C. Gupta)*
2. *(Rajesh Agarwal)*

Date:- 05/12/2020
Place:- Modi Nagar



A. N. Jaiswal & Co.

Company Secretaries

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

SCRUTINIZER'S REPORT ON REMOTE E-VOTING & E-VOTING FOR MODI INDUSTRIES LIMITED

To,
The Chairman,
86th Annual General Meeting,
Modi Industries Limited,
Modi Nagar (U.P.)

86th Annual General Meeting of the Members of Modi Industries Limited held on Saturday, the 5th December, 2020 at 12.30 p.m. at Auditorium, Dayawati Modi Public School, Modi Nagar, Ghaziabad (U.P.) – 201204

Subject: - Passing of resolutions through electronic voting (Remote E-voting and E-voting during company's 86th AGM) pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014

Dear Sir,

1. Pursuant to the resolution passed by the Board of Directors of Modi industries Limited (hereinafter referred to as the "Company") on 5th November, 2020, we have been appointed as a Scrutinizer for the Remote e-voting & E-voting during AGM) process as mentioned under Rule 20(3) (ix) of Companies (Management and Administration) Rules 2014.
2. The Company engaged National Securities Depository Limited ("NSDL") as the Service Provider provided a system for the recording the votes of the Shareholders Service Provider for extending the facility of electronic voting to the shareholders of the Company. The electronically on all the items of business sought to be transacted in the 86th Annual General Meeting ("AGM") of the Company which was held on Saturday, the 5th December, 2020. National Securities Depository Limited (NSDL) had set e-voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also on it's Services Provider to facilitate their Shareholders to cast their vote through e-voting.
3. As on the cut off date there were 9,200 shareholders of the Company. The notice of Annual General Meeting and circular for e-voting was sent to all the 9,200 shareholders in the physical mode.
4. The Notice sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules 2014.



5. The cut off date (Record Date) for the purpose of identifying the shareholders who will be entitled to vote on the resolutions placed for the approval of the Shareholders was 28th November, 2020. The e-voting facility was kept open from 2nd December, 2020 (9.00 A.M.) to 04th December, 2020 (5.00 P.M.)
6. Pursuant to the Rule 20 (3) (v) of Companies (Management and Administration) Rules 2014, the Company also released an advertisement, which was published more than five days in advance from the date of beginning of voting period in "The Pioneer", English daily newspapers and "Pioneer", Hindi Daily Newspaper both dated 13th November, 2020. The notice published in the newspapers carried the required information as specified in the Rule 20(3) (v) (a) to (g).
7. In view of the continuing COVID-19 pandemic, Ministry of Corporate Affairs dated 5th May, 2020 read with General Circulars Dated 8th April, 2020 and 13th April, 2020 (Collectively referred as MCA Circulars), have permitted the holding of AGM through Video Conferencing (VC) and Other Audio Visual Means (OAVM), the Company has provided this facility also to the Members to participate and Vote in the AGM from their homes. The detailed instruction for attending the AGM through VC/OAVM was provided in the AGM Notice.
8. At the end of the voting period on 4th December, 2020 at 5.00 P.M. the votes cast on remote e-voting process and after conclusion of the 86th AGM the votes cast through e-voting facility during AGM, the voting portal of the service provider was duly unblocked on 5th December, 2020 at 2.25 p.m. by us as Scrutiniser in the presence of Mr. Rakesh Aggarwal and Mr P. C. Gupta who acted as witness, as prescribed in sub-rule 3(xi) of the said Rule 20 of Companies (Management and Administration) Rules 2014.
9. In the e-voting process provided during AGM through VC/OAVM, **no vote** was cast through electronic mode since, no shareholder has joined the Meeting through this VC/OAVM facility.

As a Scrutiniser the Report of the Remote e-voting & e-voting during AGM carried by the shareholders was duly complied, the detail of which are as follows:

RESOLUTION NO.1 (a) - ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020, THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON;

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company



Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.1 (b) - ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020 AND THE AUDITORS REPORT THEREON

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.2 (a) – ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI RAKESH KUMAR MODI (DIN 00022386), AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%



RESOLUTION NO.2 (b) - ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI ABHISHEK MODI (DIN 00002798), AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.3 - ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SHRI UMESH KUMAR MODI (DIN 00002757) AS MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.4 - ORDINARY RESOLUTION FOR REGULARISATION OF SMT. KUMKUM MODI (DIN 00522904) AS DIRECTOR OF THE COMPANY

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company



Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.5 - ORDINARY RESOLUTION FOR REGULARISATION OF SHRI JAYESH MODI (DIN 02849637) AS DIRECTOR OF THE COMPANY

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.6 - ORDINARY RESOLUTION FOR REGULARISATION OF SHRI ANAND PARKASH MODI (DIN 08865462) AS DIRECTOR AND APPOINTMENT AS INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%



RESOLUTION NO.7 - ORDINARY RESOLUTION FOR REGULARISATION OF SHRI JAGDISH CHANDRA CHAWLA (DIN 05316202) AS DIRECTOR AND APPOINTMENT AS INDEPENDENT DIRECTOR OF THE COMPANY

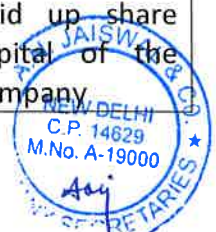
Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO.8 – SPECIAL RESOLUTION FOR INCREASING THE LIMITS OF COMPANY’S BORROWING UPTO RS. 500 CRORES UNDER SECTION 180(1) (a) & (c) OF THE COMPANIES ACT, 2013

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each (votes)	% age of the total votes received	%age of the paid up share capital of the company
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%

RESOLUTION NO. 9 – ORDINARY RESOLUTION FOR APPROVAL OF THE REMUNERATION PAYABLE TO M/S M. K. SINGHAL & CO., (FIRM’S REGN. NO. 00074) THE COST AUDITOR OF THE COMPANY

Particulars	No. of Members who cast their votes electronically	No. of equity shares of the nominal value of Rs. 10/-each	% age of the total votes received	%age of the paid up share capital of the company



		(votes)		
Total Votes received by electronic mode	1	10	100.00%	0.00030%
Total Number of Invalid Votes	Nil	N.A	N.A	N.A
Total Number of votes against the resolution	Nil	N.A	N.A	N.A
Total Number of votes in favour the resolution	1	10	100.00%	0.00030%



All the resolutions contained in the notice dated 5th November, 2020 convening 86th Annual General Meeting of the Company stand passed under e-voting process with requisite majority.

We hereby confirm that we are maintaining the registers received from the service provider both electronically and manually in respect of the votes cast through e-voting by the shareholders of the Company. We shall be arranging to hand over these records to the Chairman of the Company or such other person to be authorised by him in due course as prescribed in the said rules.


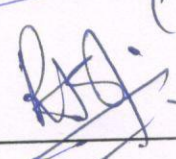
Thanking you.

Yours Sincerely,

For A. N. Jaiswal & Co.



Amar Nath Jaiswal
 Proprietor
 Scrutiniser
 M. No. A-19000
 C.P. No. 14629


 Signed by Shri Umesh Kumar Modi
 (DIN- 00002757)
 Chairman & Managing Director

Witness: - 1. 
 (P.C. Gupta)
 2. 
 (Rakesh Agarwal)

Date:- 05/12/2020
 Place:- Modi Nagar