

**MODISON
LIMITED**

(Formerly known as MODISON METALS LIMITED)

33 - Nariman Bhavan, 227 - Nariman Point,
Mumbai - 400021 India
T: +91-22-2202 6437 F: +91-22-2204 8009
E: sales@modison.com W: www.modison.com
Cin No.: L51900MH1983PLC029783



14th October, 2024

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 506261

The Manager – Listing
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, 'G' Block,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
SYMBOL: MODISONLTD

Dear Sir/Madam,

Sub.: Disclosure under Regulation 44 read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of voting results of Postal ballot Process

Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the Postal Ballot notice dated 13th August, 2024 and based on the report of Scrutiniser dated 14th October, 2024, the members of the Company have passed the Special Resolutions through Postal Ballot process as set out in the Postal Ballot Notice, result of which is declared today i.e. 14th October, 2024 for the following matters:

1. To consider and approve appointment of Ms. Preeti Shah (DIN: 00020287), as Independent Director of the Company.
2. To consider and approve Re-appointment of Mr. Rajkumar Modi (DIN: 00027449), as Joint Managing Director of the Company.
3. To consider and approve Re-appointment of Mr. Kumar Jay Modi (DIN: 00059396), as Joint Managing Director of the Company.

In this regard, please find enclosed the following:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Report of Scrutinizer dated 14th October, 2024.

The resolutions are deemed to have been passed on Saturday, 12th October, 2024, being the last date of remote e-voting.

M/s. Ragini Chokshi & Co., Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.



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The copy of the Scrutinizers' Report and Postal Ballot Results are enclosed herewith for your reference and the same is also hosted on the website of the Company viz. www.modisonltd.com and on the NSDL e-voting website viz. www.evoting.nsdl.com.

Please take the same on your records.

Thanking you,

Yours faithfully,

For MODISON LIMITED

Rajkumar Modi
Jt. Managing Director
DIN: 00027449

Encl.: As above

Postal Ballot Voting Results	
Date of the Notice of Postal Ballot	13 th August, 2024
Last date of e-voting of Postal Ballot	12 th October, 2024
Date of the AGM/EGM/ Declaration of results of Postal Ballot	14 th October, 2024
Total number of shareholders on record date / Cut-off date (6 th September, 2024)	19490
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not applicable



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Resolution: 1

Resolution required			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and approve appointment of Ms. Preeti Shah (DIN: 00020287), as Independent Director of the Company.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	16910884						
	Poll							
	Postal Ballot		16834511	99.5484	16834511	0	100.0000	0.0000
	Total		16910884	16834511	99.5484	16834511	0	100.0000
Public-Institutions	E-Voting	161890						
	Poll							
	Postal Ballot		0	0.0000	0	0	0	0
	Total		161890	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	15377226						
	Poll							
	Postal Ballot		990541	6.4416	989723	818	99.9174	0.0826
	Total		15377226	990541	6.4416	989723	818	99.9174
Total		32450000	17825052	54.9308	17824234	818	99.9954	0.0046

Invalid votes: Nil

Result: The resolution is passed with requisite majority.



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Resolution: 2

Resolution required			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To consider and approve Re-appointment of Mr. Rajkumar Modi (DIN: 00027449), as Joint Managing Director of the Company.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	16910884						
	Poll							
	Postal Ballot (if applicable)		10086206	59.6433	10086206	0	100.0000	0.0000
	Total		16910884	10086206	59.6433	10086206	0	100.0000
Public-Institutions	E-Voting	161890						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		161890	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	15377226						
	Poll							
	Postal Ballot (if applicable)		990541	6.4416	989567	974	99.9017	0.0983
	Total		15377226	990541	6.4416	989567	974	99.9017
Total		32450000	11076747	34.1348	11075773	974	99.9912	0.0088

Invalid votes: Nil

Result: The resolution is passed with requisite majority.

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Resolution: 3

Resolution required			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To consider and approve Re-appointment of Mr. Kumar Jay Modi (DIN: 00059396), as Joint Managing Director of the Company.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	16910884						
	Poll							
	Postal Ballot (if applicable)		7157806	42.3266	7157806	0	100.0000	0.0000
	Total		7157806	42.3266	7157806	0	100.0000	0.0000
Public-Institutions	E-Voting	161890						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	15377226						
	Poll							
	Postal Ballot (if applicable)		990441	6.4410	989497	944	99.9047	0.0953
	Total		990441	6.4410	989497	944	99.9047	0.0953
Total		32450000	8148247	25.1102	8147303	944	99.9884	0.0116

Invalid votes: Nil

Result: The resolution is passed with requisite majority.



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : 14/10/2024

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson,
Modison Limited
33, Nariman Bhavan, 227, Nariman Point,
Mumbai – 400021, Maharashtra

Subject: Scrutinizer's Report on Postal Ballot voting in respect of Resolutions set out in the notice dated August 13, 2024

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., Practicing Company Secretaries, having office at 34, 5th Floor, Kamer Building, Cawasji Patel Street, Mumbai 400 001, have been appointed as the Scrutinizer by the Board of Directors of **Modison Limited** (the "Company") for Scrutinizing Postal Ballot through remote e-voting process carried out by the Company as per Sections 108 and 110 of Companies Act, 2013 and other applicable provisions, if any, of Companies Act, 2013 (the Act) and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with General Circulars issued by MCA in this regards and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner in respect of the following Resolutions as contained in the Notice dated August 13, 2024.

Special Resolutions

1. To consider and approve appointment of Ms. Preeti Shah (DIN: 00020287), as Independent Director of the Company.
2. To consider and approve Re-appointment of Mr. Rajkumar Modi (DIN: 00027449), as Joint Managing Director of the Company.

3. To consider and approve Re-appointment of Mr. Kumar Jay Modi (DIN: 00059396), as Joint Managing Director of the Company.

I have scrutinized the e-voting process and the votes tendered therein;

Accordingly, I now submit my report as under:

- a. The remote e-voting period commenced on Friday, September 13, 2024 at 09:00 a.m. (IST) and ended on Saturday, October 12, 2024 at 05:00 p.m. (IST) and the remote e-voting module was disabled thereafter.
- b. For the purpose of the remote e-voting facility to be provided to the members, the Company has availed the services of National Securities Depository Limited ("NSDL").
- c. In accordance with the MCA and SEBI Circulars, the Company has sent this Notice for Postal Ballot to the members in electronic form only. Physical copies of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to members for this Postal Ballot. Accordingly, the communication of the Assent or Dissent of the Members took place through the remote e-voting system only.
- d. The Company on Monday, September 09, 2024 completed the dispatch of Notice of Postal Ballot electronically to all the members whose name appeared in the Register of Member/Beneficial owners as on Friday, September 06, 2024, the cut-off date.
- e. All e-voting confirmations received up to 05:00 p.m. (IST), on Saturday, October 12, 2024, the last date and time fixed by the Company, were considered for our scrutiny.
- f. After the end of e-voting period i.e. 05:00 p.m. (IST) on, October 12, 2024, I have downloaded the e-voting Result/Report from the website of National Securities Depository Limited ("NSDL"). in the presence of two witnesses, Mr. Harsh Pandey and Ms. Jagruti Deshmukh, who are not in employment of the Company. They have signed below in confirmation of the e-voting results being downloaded in their presence.

Harsh Pandey

Mr. Harsh Pandey

Jagruti Deshmukh

Ms. Jagruti Deshmukh

- g. I report the result of the Postal Ballot as under:-



SPECIAL BUSINESS :

Resolution No. 1: Special Resolution:

To consider and approve Appointment of Ms. Preeti Shah (Din: 00020287) as an Independent Director of the Company.

DETAILS OF E-VOTING

Particulars	Number of members voted through electronic voting system	Number of Shares	% of total number of votes cast
Total votes received by electronic mode	136	17825052	100
Total no. of valid votes	136	17825052	100
Total no. of Votes with Assent	124	17824234	99.9954
Total no. of Votes with Dissent	12	818	0.0046

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid votes cast	17825052	100
Assented to Resolution	17824234	99.9954
Dissented to Resolution	818	818



Resolution No. 2: Special Resolution:

To consider and approve Re-appointment of Mr. Rajkumar Modi (Din: 00027449), as Joint Managing Director of The Company.

DETAILS OF E-VOTING

Particulars	Number of members voted through electronic voting system	Number of Shares	% of total number of votes cast
Total votes received by electronic mode	132	11076747	100
Total no. of valid votes	132	11076747	100
Total no. of Votes with Assent	120	11075773	99.9912
Total no. of Votes with Dissent	12	974	0.0088

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid votes cast	11076747	100
Assented to Resolution	11075773	99.9912
Dissented to Resolution	974	0.0088



Resolution No. 3: Special Resolution:

To consider and approve Appointment of Mr. Kumar Jay Modi (Din: 00059396), as Joint Managing Director of the Company.

DETAILS OF E-VOTING

Particulars	Number of members voted through electronic voting system	Number of Shares	% of total number of votes cast
Total votes received by electronic mode	126	8148247	100
Total no. of valid votes	126	8148247	100
Total no. of Votes with Assent	115	8147303	99.9884
Total no. of Votes with Dissent	11	944	0.0116

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid votes cast	8148247	100
Assented to Resolution	8147303	99.9884
Dissented to Resolution	944	0.0116



RESULTS:

The Resolution stated above have been passed with requisite majority by the members of the Company as per the provisions of the Companies Act, 2013 on 12th October, 2024 being the last date of e-voting.

The related papers with respect to Postal Ballot shall remain in our safe custody until the Authorised Representative of the company considers, approves and signs the same, after which the same will be handed over (through email) to the Company Secretary for safe custody.

Thanking You,
Yours faithfully,

Date: 14/10/2024
Place: Mumbai

For Ragini Chokshi & Co.
(Practicing Company Secretaries)

Ragini
Kamal
Chokshi

Digitally
signed by
Ragini Kamal
Chokshi



Ragini Chokshi
(Partner)
Membership No: 2390
CP NO.: 1436
UDIN: F002390F001547551

Countersigned

For **MODISON LIMITED**

Chairman / Authorised Representative

Date: 14/10/2024
Place: Mumbai