MINDERIA II ARIVERIE.



1, MITTAL CHAMBERS 228, NARIMAN POINT, MUMBAI 400 021.

P : + 91 22 6744 4200 F : + 91 22 6744 4300 E : <u>info@modernindia.co.in</u> W : www.modernindia.co.in

08.08.2017 To, Asstt. General ManagerBombay Stock Exchange Limited
Corporate Relationship Department
P.J. Towers, Dalal Street
MUMBAI - 400 001

Re: Consolidated Scrutinizer's Report

Ref: Scrip No. 503015

Dear Sir,

Pursuant to the provisions of Section 108 of the Companies Act,2013 and Rule 20 of the Companies (Management and Administration) Rules,2014, as amended by Companies (Management and Administration) Amendment Rules,2015 read with Reg.44 of SEBI(Listing Obligations and Disclosure Requirements) Regulations,2015.

Attached please find the consolidated results of remote e-voting and voting at the Annual General Meeting of the Company in respect of the resolutions passed at the 83^{rd} Annual General Meeting of the Company held on 08.08.2017.

Also please find attached herewith Consolidated Scrutinizer's Report on Remote e-voting and voting at the meeting.

Yours faithfully,

For MODERN INDIA LIMITED

Vijaykumar Jatia

Chairman & Managing Director

Address: 1, Mittal Chambers, 228, Nariman Point, Mumbai-400 001

DIN:00096977

Encl: As above

PARIKH & ASSOCIATES COMPANY SECRETARIES

Office

111, 11th Floor, Sai-Dwar CHS Ltd, Sab TV Lane, Opp Laxmi Industrial Estate Off Link Road, Above Shabari Restaurant. Andheri (W), Mumbai : 400 053

Tel.: 26301232 / 26301233 / 26301240 Email: cs@parikhassociates.com parikh.associates@rediffmail.com

To,
The Chairman
Modern India Limited
Modern Centre, Sane Guruji Marg,
Mahalaxmi,
Mumbai- 400 011

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot Paper at the 83rd Annual General Meeting of Modern India Limited held at Kamalnayan Bajaj Hall, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400021 on Tuesday, August 08, 2017 at 4.00 p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Modern India Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 83rd Annual General Meeting (AGM) of Modern India Limited on Tuesday, August 08, 2017 at 4.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 08, 2017.

The notice dated May 19, 2017 along with statement setting out material facts under Section 102 of the Actas confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through Ballot Paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Tuesday, August 01, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Friday, August 04, 2017 at 09:30 hrs and ended on Monday, August 07, 2017 at 17:00 hrs and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through Ballot Paper at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through Ballot Paper at the venue of the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through Ballot Paper at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through Ballot Paper at the AGM in respect of the said resolutions.



Resolution 1: Ordinary Resolution

To receive, consider and adopt the Financial Statements (including Audited Consolidated Financial Statements) for the year ended 31st March, 2017 and the reports of the directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
34	3,35,60,130	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		4	106	0.00

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	N.A.



Resolution 2: Ordinary Resolution

Declaration of Dividend on the Equity Shares.

(i) Voted in favour of the resolution:

Number of voted	of members	Number of valid votes cast by them	% of total number of valid votes cast
	34	3,35,60,130	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	106	0.00

Number whose	members s were	Number of invalid votes cast by them
declared		cast by them
	NIL	N.A.



Resolution 3: Ordinary Resolution

Re-appointment of Shri Pradip Kumar Bubna (DIN: 00135014) who retires by rotation.

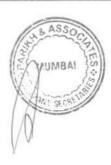
(i) Voted in favour of the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		34	3,35,60,130	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		4	106	0.00

Number whose declared	votes	nembers were	Number of invalid votes cast by them
		NIL	N.A.



Resolution 4: Ordinary Resolution

To consider the appointment of Auditor and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
34	3,35,60,130	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		4	106	0.00

Number whose declared	votes	were	Number of invalid votes cast by them
		NIL	N.A



Resolution 5: Ordinary Resolution

Consent for re-appointment and payment of remuneration to Shri. Sidhant Jatia.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
34	3,35,60,130	100.00 (Rounded-off

(ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		4	106	0.00

Number whose declared	votes	were	Number of invalid votes cast by them
		NIL	N.A.



Resolution 6: Ordinary Resolution

Consent for re-appointment and payment of remuneration to Shri. Mudit Jatia.

(i) Voted in favour of the resolution:

Number voted	of members	Number of valid votes cast by them	% of total number of valid votes cast
	34	3,35,60,130	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		4	106	0.00

	Number whose declared	votes	embers were	Number of invalid votes cast by them
-			NIL	N.A.



Resolution 7: Ordinary Resolution

To charge a fee from members of the company for service of documents in a particular mode.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
34	3,35,60,130	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of voted	f members	Number of valid votes cast by them	% of total number of valid votes cast
	4	106	0.00

(iii) Invalid votes:

Number whose declared	votes	embers were	Number of invalid votes cast by them
		NIL	N.A.

Thanking you, Yours faithfully,

P.N. Parikh

Parikh & Associates

Practising Company Secretaries

FCS: 327 CP No.: 1228

111,11th Floor, Sai Dwar CHS Ltd, Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Above Shabari Restaurant, Andheri West, Mumbai – 400053.

Place: Mumbai

Dated: August 08, 2017

FOR MODERN INDIA LTD.

VIJAY KUMAR JATIA
Chairman & Managing Director

MODERN INDIA LTD POLLING SUMMARY

Poll 294953 941634 31.97 941528 Postal ballot if any 2944953 941655 31.98 941549	Poll 294303 941634 31.97 Postal ballot if any 21 0.00	Poll 294903 941634 31.97	29H353 941634 31.97	E-voline			Postal ballot if any	Poll 0 0000 44	ne 6440735 4461540 60 07	28157062 28157062	-	000	Promoter and Promoter E-voting 28157062 28157062 100.00 28157062		$(3)=[(2)/(1)]^{*}100$	polled on outstanding in favour	No of trains	Whether promoter/promoter group are interested in the agenda/resolution	Statements) for the year ended 31st March, 2017 and the reports of the directors and the auditors thereo	ouired: Ordinary		No. of shareholders attended the meeting through Video Conferencies.	Public:	ing either in person or through proxy:	3358		
200	941549	,	21	941528	4461519		•	4461519		-	0	1		4	00I*	z	1		fopt the financial state ed 31st March, 2017 a	N.A	N.A	22	12		3358	08.08.2017	
10%	106		9	106	0		0	0	0		0		0	ú		No. of votes -		NO	ements (Includir nd the reports of								
90 0007	99,9887	OVOCCOL	מעשותה	99.9887	0.0000	345	0.0000	0.0000	0.0000		0.0000	ODDOUGOT	1000000	6=[(4)/(2)]*100		on votes polled oN votes polled			ng Audited Consolida f the directors and the								
0.0000	0.0113	0.0000	Carton	0.0000	OVON		0.0000	0.0000	0.0000	The state of the s	0.0000	0.0000	0.0000	7=[(5)/(2)]*100		oN votes pollo			ted Financial auditors thereor		to						

Resolution required: Ordinary	dinary		2.Declaration o	2.Declaration of dividend on the Equity Shares	quity Shares			
Whether promoter/promoter group are interested in the agenda/resolution	noter group are intere	sted in the				NO		
Category	Mode of Vating	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes -	No. of votes - against	No. of votes - 1% of votes in favour 1% of votes against against on votes polled oN votes polled	% of votes agains oN votes polled
				(3)= [(2)/(1)]*100				
		ä	2	ω	4	U	6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter	E-voting	28157062	28157062	100.00	28157062	0	100,0000	0,0000
Pronb	Poll	-	0	0.00	0	0	0.0000	0.0000
	Postal ballot if any							
	Total	28157062	28157062	100,00	28157062	0	0.0000	0.0000
Public-Institutions	E-voting	6440735	4461519	69.27	4461519	0	0.0000	0.0000
	Poll		0	0,00	0	0	0.0000	0.0000
	Postal ballot if any							
	Total	6440735	4461519	69.27	4461519	0	0.0000	0,0000
Public- Non Institutions	E-voting	2944953	H291146	31.97	941528	106	99.9887	0.0113
	Poll		21	0.00	21	0	100.0000	00000
	Postal ballot if any							
	Total	2944953	941655	31.98	941549	106	99.9887	0.0113
Total		37542750	33560236	89,39	33560130	106	99.9997	0.0003



Resolution required: Ordinary	dinary		3.Re-appointme	nt of Shri, Pradip Kı	umar Bubna (DI	N:00135014) wh	3.Re-appointment of Shri, Pradip Kumar Bubna (DIN:00135014) who retires by rotation	
Whether promoter/promoter group are interested in the agends/resolution	oter group are intere	sted in the				NO		
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 -	No. of votes - 1% of votes in favour 1% of votes against against on votes polled oN votes polled	oN votes polled
				(3)= [(2)/(1)]*100				
		9#3	2	w	۵	, u	6= [(4)/(2)]*100	7= [(5]/(2)]*100
Promoter and Promoter	E-voting	28157062	28157062	100,00	28157062	0	100,0000	0.0000
Group	Poll		0	0,00	0	0	0.0000	0.0000
	Postal ballot if any			The state of the s	40000			
	Total	28157062	28157062	100.00	28157062	0	0.0000	0.0000
Public-Institutions	E-voting	6440735	4461519	69.27	4461519	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal ballot if any							
		CONTOREO	CTOTORA	17.40	4401217	-	0.000	0.0000
Public- Non Institutions	E-voting	2944953	941634	31.97	941528	106	99.9887	0.0113
	Poll		21	0,00	21	0	100.0000	0.0000
	Total	2944953	941655	31 08	041540	201	00.0007	
Total		37542750	SECUNSEE.	80.70	064075EE	100	DO ANDRO	OLIVO



Resolution required: Ordinary	rdinary		4.Re-appointme	ant of Shri. Pradip K	umar Bubna (DI	N:00135014) wh	4.Re-appointment of Shrl. Pradip Kumar Bubna (DIN:00135014) who retires by rotation	
Whether promoter/promoter group are interested in the agenda/resolution	noter group are interes	sted in the				NO		
Category	Made of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes -	No. of votes - against	No. of votes - % of votes in favour % of votes against against on votes polled oN votes polled	% of votes agair oN votes polled
				(3)= [(2)/(1)]*100				
		н	и	u	۵	t)	6= [(4)/(2)]*100	7=[(5)/(2)]*100
Promoter and Promoter	E-voting	28157062	28157062	100.00	28157062	0	100.0000	7
Group	Poll		0	0.00	0	0	0.0000	4
	The state of the state of the state of							
	Total	28157062	28157062	100.00	28157062	0	0.0000	
Public- Institutions	E-voting	6440735	4461519	69.27	4461519	0	0,000	1
	Poll		0	0.00	0	0	0,0000	
	Postal ballot if any							
	Total	6440735	4461519	69.27	4461519	0	0.0000	- 1
Public- Non Institutions	E-voting	2944953	941634	31.97	941528	106	99,9887	1
	Poll		21	0.00 .	21	0	0000001	
	Postal ballot if any						20000000	T
	Total	2944953	941655	31.98	941549	106	99.9887	
Total		37542750	33560236	89.39	33560130	106	99 9997	1



Resolution required; Ordinary	dinary		5.Consent for re	5.Consent for re-appointment and payment of remuneration to Shri. Sidhant Jatia	ayment of remu	meration to Shri	i. Sidhant Jatia	
Whether promoter/promoter group are interested in the agenda/resolution	oter group are interes	ted in the				SILA		
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	in favour against on votes polled oN votes polled	n% of votes against oN votes polled
				(3)=[(2)/(1)]*100				
		B	ы	w	*	, ,	6= [(4)/(2)]*100	7=[(5)/(2)]*100
Promoter and Promoter	E-voting	28157062	28157062	100.00	28157062	0	100.0000	0.0000
Group	Poll	0000	0	0.00	0	0	0.0000	0.0000
	Postal ballot if any					200000		
	Total	28157062	28157062	100.00	28157062	0	0.0000	0.0000
Public-Institutions	E-voting	6440735	4461519	69.27	4461519	0	0.0000	0.0000
	Poll		0	0.00	. 0	0	0.0000	0.0000
	Postal ballot if any		7.				8	
	Total	6440735	4461519	69.27	4461519	0	0.0000	0.0000
Public Non Institutions	E-voting	2944953	941634	31.97	941528	106	99.9887	0.0113
	Poll		21	0.00	21	0	100.0000	0.0000
	Postal ballot if any .							**
	Total	2944953	941655	31.98	941549	106	99.9887	0.0113
Total		37542750	33560236	89.39	33560130	106	99,9997	0.0003



Resolution required: Ordinary	rdinary		6.Consent for n	Consent for re-appointment and payment of renuneration to Shri. Mudit Jatia	ayment of remo	uneration to Shr	i. Mudit Jatia	
Whether promoter/promoter group are interested in the agenda/resolution	noter group are intere	sted in the	L L			YES		
Category	Made of Voting	No. of shares held	No. of vates polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour % of votes against on votes polled oN votes polled	% of votes against oN votes polled
is				(3)=[(2)/(1)]*100				
		1	2	ω	•	5	6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter	E-voting	28157062	28157062	100,00	28157062	0	100.0000	0.0000
Group	Poll		0	0.00	0	0	0.0000	0.0000
	Postal tailot it any							ACOUNTED TO
	Total	28157062	28157062	100.00	28157062	0	00000	0.0000
Public-Institutions	E-voting	6440735	4461519	69.27	4461519	0	00000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal ballot if any							.5.
	Total	6440735	4461519	69.27	4461519	0	0,0000	0.0000
Public- Non Institutions	E-voting	2944953	FE91146	31.97	941528	106	99.9887	0.0113
	Poll		21	0.00	21	0	100.0000	0,0000
	Postal ballot if any			2000000	SECOND TO SECOND	883		100
	Total	2944953	941655	86.10	941549	106	99.9887	0.0113
Total		37542750	33560236	99.39	33560130	106	99.9997	0,0003

0.4



Resolution required: Ordinary	dinary		7.To charge a fe	e from members of t	he company for	service of docu	7.To charge a fee from members of the company for service of documents in a particular mode.	mode.
Whether promoter/promoter group are interested in the agends/resolution	toter group are intere	sted in the				NO		
Category	Made 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	No. of votes - 1% of votes in favour 1% of votes against on votes polled oN votes polled	% of votes against oN votes polled
				(3)= [(2)/(1)]*100				
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Promoter and Promoter	E-voting	28157062	28157062	100.00	28157062	0	100,0000	0.0000
Group	Poll	100000000000000000000000000000000000000	0	0.00	0	0	0.0000	0.0000
3.0	Postal ballot if any							
	Total	28157062	28157062	100.00	28157062	0	0.0000	0,0000
Public- Institutions	E-voting	6440735	4461519	69.27	4461519	0	0,0000	0,0000
	Poll		0	0.00	0	0	0.0000	0,0000
	Postal ballot if any							
	Total	6440735	4461519	69,27	4461519	0	0.0000	0.0000
Public- Non Institutions	E-voting	2944953	941634	31.97	941528	106	99.9887	0.0113
	Poll		21	0.00	21	0	100.0000	0.0000
	Postal ballot if any							
	Total	2944953	941655	31.98	941549	106	99.9887	0.0113
Total		37542750	33560236	89,39	33560130	901	99.9997	0,0003

