

October 1, 2020

The Manager,
(Department of Corporate Services)
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai - 400 001

Through BSE Listing Centre
Scip Code: 519003

Dear Sir / Madam,

Sub: Proceedings of 46th Annual General Meeting of the Company held on 30th September 2020 - Revised

We wish to inform you that in terms of the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 46th Annual General Meeting ("AGM") of the Company was held on Wednesday, September 30, 2020 at 3.00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue to transact the business as stated in the Notice dated September 02, 2020, convening the AGM. The proceedings of the AGM is deemed to be conducted at the Registered Office of the Company which is the deemed venue of the Meeting.

Pursuant to Regulation 30 read with Schedule III -Part A -Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of 46th Annual General Meeting of the Company.

This is for your kind information and records please.

Thanking you.

Yours faithfully,
for **Modi Naturals Limited**



Ankit Agarwal
Company Secretary
Meb. No.: A23445

Encl: A/a

Proceedings of 46th Annual General Meeting of Modi Naturals Limited held on 30 September 2020 at 3:00 P.M., being submitted on 1 October 2020

The 46th Annual General Meeting (AGM or Meeting) of the Members of Modi Naturals Limited ('the Company') was held on Wednesday, 30 September, 2020 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The Meeting commenced at 3:00 p.m. (IST) and concluded at 3:50 p.m. (IST).

Shri Anil Modi, Chairman and Managing Director of the Company chaired the proceeding of the Meeting.

He welcomed the members joining over Video Conferencing and informed that the AGM is conducted through audio-visual means of CDSL, in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). Then, he stated that since the meeting is conducted virtually where members can join in person, the proxy facility is not necessitated and accordingly has not been provided.

He then requested the Directors present, to introduce themselves and confirm the location from where they are attending the meeting.

The Meeting was attended by all Directors except Mrs. Aditi Gupta, the Whole-time Director and Mr. Sulabh Singal, the Independent Director who could not join the Meeting, due to unavoidable circumstances. The Company Secretary and the Chief Financial Officer were also present at the AGM. The representatives of the Auditors also attended the AGM. The Chairman also informed that Mr. Deepak Bansal, Practicing Company Secretary, has been appointed as Scrutinizer for remote e-voting and e-voting at the meeting.

On Chairman's proposal, the Directors elected Mr. Akshay Modi as Alternate Chairman to maintain the continuity of the Meeting in the unlikely event of technology connectivity being lost for the Chairman.

The requisite quorum being present, the Chairman called the Meeting to order and commenced the proceeding of the Meeting.

The Notice convening the AGM was taken as read. The Chairman stated that the reports from the Statutory Auditors and Secretarial Auditor did not contain any qualifications, reservation or adverse remarks and were, therefore, taken as read with the permission of the members present.

The Company secretary then provided general instructions to the members present regarding participation and voting at the Meeting. It was also stated that Company had provided its members facility to exercise their right to vote on resolutions proposed to be considered at the 46th AGM, by remote e-voting. The remote e-voting period began on 27 September 2020 at 10:00 pm (IST) and ended on 29 September 2020 at 5:00 pm (IST). During this period, Members of the Company, who held shares either in physical form or in dematerialised form, as on cut-off date being 23 September 2020, were eligible to vote by remote e-voting or at the AGM. Further, members present at the Meeting could cast their votes by means of electronic voting (e-voting) that was made available for 30 minutes after the conclusion of the Meeting, in respect of all the resolutions. Members who had already cast their votes through remote e-voting system were requested to abstain from the e-voting process at the Meeting as the votes cast through remote e-voting prevail and further e-voting at the Meeting is treated invalid.

Thereafter, the Chairman delivered his speech.

Members were provided a facility to ask questions or express their views through the VC platform on the business to be transacted at the AGM. On invitation of the Company Secretary, it was found that members who registered themselves as speakers were not present in the meeting. Then Company Secretary requested the Chairman to continue the meeting.

The following items of business as set out in the Notice of AGM dated September 02, 2020, were put for the Members' approval by way of e-voting:

Sl. No.	Items	Type of Resolutions
Ordinary Business:		
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2020 and the Directors' and Auditors' Report thereon.	Ordinary
2.	Appointment of Mr. Anil Modi (DIN:00187078), retiring by rotation, as a Director.	Ordinary
Special Business:		
3.	Ratification of payment of remuneration of Cost Auditors, M/s Manisha & Associates, Cost Accountants for FY 2020-21	Ordinary

The members were informed that the consolidated results of remote e-voting and e-voting conducted at the AGM would be declared within 48 hours of the conclusion of the AGM and will be submitted to the Stock Exchange, BSE Limited and posted on the websites of the Company and CDSL.

The Chairman then concluded the meeting and informed the members that the e-voting facility will be available for 30 minutes after the closure of the meeting. He thanked all the Members for their presence and co-operation.

for **Modi Naturals Limited**



Ankit Agarwal
 Company Secretary
 Meb. No.: A23445