

February 16th, 2024

To,

BSE Limited
listing Department
P.J. Towers,
1st Floor, Dalal Street,
Fort, Mumbai -400 001.

Scrip Code: 543539

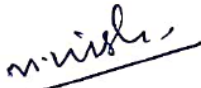
Sub: Proceedings cum Outcome of the Extra-Ordinary General Meeting of the Company ("EGM") of members held on Friday, February 16th, 2024.

Dear Sir / Maam,

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are pleased to inform you that the Extra-Ordinary General Meeting ("EGM") of the members of the Company was held on Friday, February 16th, 2024 at the registered office of Company at Shop No.1, Rashmi Heights, M.G.Road, Kandivali (west), Mumbai – 400067. Please find enclosed herewith the proceedings of the Extra Ordinary General Meeting (EOGM) have been enclosed herewith.

This is for your information and records.

Thanking You.
Yours Faithfully,
For MODI'S NAVNIRMAN LIMITED



CS Nishi Modi
Company Secretary & Compliance Officer
ACS No. 68212



Encl.: as above

Summary of proceedings of the Extra-Ordinary General Meeting (EOGM) of Modi's Navnirman Limited ("The Company") held on February 16, 2024 at 11.00 a.m. at the registered office of Company at Shop No.1, Rashmi Heights, M.G.Road, Kandivali (west), Mumbai – 400067

The Extra-Ordinary General Meeting ("EGM") of the Members of Modis Navnirman Limited was held on Friday, February 16th, 2024 at 11:00 a.m. (IST) at the registered office of Company at Shop No.1, Rashmi Heights, M.G.Road, Kandivali (west), Mumbai – 400067.

Following Directors were present in the meeting:

Mr. Dinesh Modi – Chairman & Managing Director
 Mr. Mahek Modi – Chief Financial officer & Whole-time Director
 Mrs. Rashmi Modi – Whole-Time Director
 Mrs. Payal Sheth – Non-Executive Director
 Mr. Hiren Rupani – Independent Director
 Mr. Vinit Mehta – Independent Director

Ms. Nishi Modi - Company Secretary was also in attendance.

Chairman: Mr. Dinesh Modi, Chairman of the Board, presided over the meeting.

The Chairman welcomed all the members, the requisite quorum being present, the Chairman called the meeting to order. The Directors present at the meeting were introduced.

The representatives of the Statutory Auditors and Secretarial Auditors were present at the Venue.

The details of proxy and authorized representatives received from corporate shareholders were informed to the members. It was further informed that the Statutory Registers, as required under the Companies Act, 2013, and the documents that are required to be kept open in terms of the resolutions provided in the EGM Notice, were available for inspection of the Members.

Thereafter, Mr. Mahek Modi, Chief Financial Officers of the Company made his opening remarks and briefed the members with respect to the opportunities available in the market, current performance, growth targets and prospects of the Company and additional fund requirements and its utilization as stated in the EGM Notice to capitalize all the opportunities lying ahead of the Company.

He further informed the members that the notice of the EGM and corrigendum's thereto had been sent by electronic mode to those Members whose e-mail addresses were registered with the Company and with the permission of the members, it was taken as read.

He then proceeded with the Agenda Items as per the Notice convening the EGM of the Company, as under:

Resolutions:	Type of Resolution
1. Increase in Authorised Share Capital and Alteration of the Capital clause in Memorandum of Association of the Company.	Ordinary
2. Alteration of the Clause 4(ii) of the Articles of Association of the Company	Special
3. Offer, issue, and allot Equity shares on Preferential Basis for consideration in cash	Special
4. Issue of Warrants, convertible into Equity shares on a preferential basis.	Special
5. To Approve the Revision in Remuneration of Mr. Mahek Dinesh Modi (DIN: 06705998), Whole Time Director & CFO of the Company.	Special



MODIS NAVNIRMAN

6. To Approve the Revision in Remuneration of Mr. Dineshkumar Chunilal Modi (DIN: 02793201), Managing Director of the Company.	Special
7. To Approve the Revision in Remuneration of Mrs. Rashmi Dineshkumar Modi (DIN: 02808164), Whole me Director of the Company.	Special
8. To Approve the Commission of Mrs. Payal Samir Sheth (DIN: 09520424), Non-Executive Director of the Company.	Special

Mr. Dinesh Modi informed the Members that as an investor named Viral Satish Gunderia has been disqualified for the present preferential issue/offer due to breach of condition of Regulation 167(6) read with Regulation 159(1) of the SEBI (ICDR) Regulations, 2018. Due to such disqualification, the name of Viral Satish Gunderia has been removed from the list of proposed allottees, which leads to reduction in the issue size of equity shares on Preferential Basis from 21,72,000 (Twenty-One lakh seventy-two thousand) shares to 21,71,200 (Twenty-one lakh Seventy-one thousand and two hundred) equity shares and the Company is making the necessary changes as required with the Stock-Exchange.

Thereafter, he informed the members that the Company had not received any questions from the members of Company and handed over the proceedings to the Company Secretary and Compliance Officer of the Company to brief the members about the e-voting process and its results.

Mrs. Nishi Modi, Company Secretary and Compliance Officer, informed the Members that as per the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Company had provided the remote e-voting facility to all members as on the cut-off date i.e February 9th, 2024, to vote on the resolution as set out in the notice of EGM. The remote e-voting was kept open from Monday, February 12th, 2024 (from 9.00 am) to Thursday, February 15th, 2024 (till 5.00 p.m.).

It was further informed that the e-voting results along with the Scrutinizer's Report will be placed on the Company's website at (www.modisnirman.com) and also on the websites of BSE Limited ('BSE') within two working days of the conclusion of meeting.

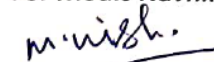
Mr. Dinesh Modi, Managing Director of the Company, thereafter thanked all the members, and Dignitaries for their continued trust, confidence and support and the service providers for their contribution and support for this Meeting.

Thereafter, the members were invited to ask their questions and give their opinions and suggestions, if any, and the same were addressed by the Chairman & Chief Financial Officer.

A vote of thanks was delivered by the Chairman to the Members for attending and participating in the AGM.

The Meeting concluded at 01:30PM.

Thanking you.
For Modis Navnirman Limited



CS Nishi Modi

Company Secretary & Compliance Officer

ACS: 68212

