

February 17th, 2024

To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai -400 001

SCRIP CODE: 543539**Subject: Details of result of e-Voting in respect of Extra Ordinary General Meeting of the Company held on February 16th, 2024.**

Dear Sir/Madam,

With reference to the captioned subject, the Extra Ordinary General Meeting (EGM) of the Company was held on Friday, February 16th, 2024 at the registered office of the Company in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India to seek the approval of members of the Company on the resolution set out in the notice of EGM read with corrigendum's thereto. Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Company had provided facility to the members to vote electronically vide Remote e-voting and voting at EGM on aforesaid resolutions. The Company had appointed Mr. Jigar Kumar Gandhi proprietor of JNG and Co., Practicing Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner. The Scrutinizer has submitted his report on the results of remote e-voting and the voting at EGM, a copy of which is attached hereto.

The summary of the voting results is as under:

Sr. No.	Resolution	% of shares voted in Favor	% of shares voted against
1.	Increase in Authorised Share Capital and Alteration of the Capital clause in Memorandum of Association of the Company.	100	0.00
2.	Alteration of the Clause 4(ii) of the Articles of Association of the Company	100	0.00
3.	Offer, issue, and allot Equity shares on Preferential Basis for consideration in cash	100	0.00
4.	Issue of Warrants, convertible into Equity shares on a preferential basis	100	0.00

5.	To Approve the Revision in Remuneration of Mr. Mahek Dinesh Modi (DIN: 06705998), Whole time Director & CFO of the Company.	99.99	0.01
6.	To Approve the Revision in Remuneration of Mr. Dinesh Kumar Chunilal Modi (DIN: 02793201), Managing Director of the Company.	99.99	0.01
7.	To Approve the Revision in Remuneration of Mrs. Rashmi Dinesh Kumar Modi (DIN: 02808164), Whole Time Director of the Company.	99.98	0.02
8.	To Approve the Commission of Mrs. Payal Samir Sheth (DIN: 09520424), Non-Executive Director of the Company.	99.98	0.02

Accordingly, we declare that the resolutions as set out in the Notice of EGM read with corrigendum's thereto have been passed with requisite majority by the Members of the Company.

Further, in accordance with the provisions of Regulation 44 of the SEBI LODR Regulations, please find enclosed the details of the voting results in the prescribed format for your information and records.

Thanking You.

For Modis Navnirman Limited

M. Nishi

CS Nishi Modi
 Company Secretary & Compliance Officer
 ACS: 68212



Encl :

FORM No. MGT-13
Report of Scrutinizer(s)

*[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman
Modi's Navnirman Limited

Sub: Scrutinizer's Report on remote e-voting & voting at EOGM 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 at the Extra Ordinary General Meeting of Modi's Navnirman Limited held on Friday, February 16, 2024 at 11.00 A.M. held at the registered office at Shop No. 1, Rashmi Heights, M.G Road, Kandivali (West), Mumbai-400067.

Dear Sir,

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Company Secretaries, Mumbai, had been appointed as Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms cast by the shareholders in respect of the below mentioned resolution(s), at the Extra Ordinary General meeting of the Equity Shareholders of Modi's Navnirman Limited held on Friday, February 16, 2024 at 11.00 A.M. at Shop No. 1, Rashmi Heights, M.G Road, Kandivali (West), Mumbai-400067, submit my report as under:

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Company Secretaries, Mumbai, was also appointed as scrutinizer to scrutinize the voting process at the said Extra-Ordinary General Meeting of Equity Shareholdings of Modi's Navnirman Limited held on Friday, February 16, 2024 at 11.00 A.M.

- i. The Company had provided remote e-voting facility for its members to exercise their right to vote in respect of business to be conducted at the EOGM held on Friday, February 16, 2024 at 11.00 A.M. the remote e-voting module was kept open during Monday, February 12, 2024 (09:00 A.M.) and ends on Thursday, February 15, 2024 (5:00 P.M.). I was appointed as scrutinizer for the purpose of Scrutinizing the remote e-voting process and ascertaining the requisite majority on remote e-voting carried out as per the provision of section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rule, 2015 (The Rule) in respect of business to be transacted at the EOGM of the members of the Company.
- ii. The Chairman of EOGM allowed poll by Polling papers for all those Members who are present at the general meeting and have not cast their votes by availing the remote E-voting facility.
- iii. After the time fixed for closing of the Poll by Chairman, Ballot box kept for polling was locked in presence of my staff with due identification marks placed by my staff.

JNG & Co., | Company Secretaries

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Email: info@jngandco.in

- iv. The locked ballot box was subsequently opened in presence of my staff. However, there was no physical voting done through polling paper as all the members present at the meeting had already voted through e-voting. The vote case through remote e-voting was thereafter unblocked in the presence of two witnesses not in the employment of the Company after closure of EGM.
- v. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) through e-voting system and the ballot forms cast at the meeting.
- vi. The combined results of remote e-voting and voting by ballot at the EOGM are summarized as under.

SPECIAL BUSINESS: ORDINARY RESOLUTION

1. To Increase in Authorised Share Capital and Alteration of the Capital clause in Memorandum of Association of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	17	12107200	100
Poll Paper Voting	0	0	0
Combined	17	12107200	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL



SPECIAL BUSINESS: SPECIAL RESOLUTIONS

2. Alteration of the clause 4(ii) of the Articles of the Association:

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	17	12107200	100
Poll Paper Voting	0	0	0
Combined	17	12107200	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

3. To offer, issue, and allot Equity Shares on Preferential Basis for consideration in cash:

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	17	12107200	100
Poll Paper Voting	0	0	0
Combined	17	12107200	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL



(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

4. To issue of Warrants, convertible into Equity Shares on a preferential basis:

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	17	12107200	100
Poll Paper Voting	0	0	0
Combined	17	12107200	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

**5. To Approve the Revision in Remuneration of Mr. Mahek Dinesh Modi
(DIN:06705998), Whole Time Director & CFO of the Company.**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	16	12106400	99.99
Poll Paper Voting	0	0	0
Combined	16	12106400	99.99

(ii) Voted against the resolution:

Mode of Voting	Number of members present	Number of votes	% of total
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	and voting (in persons or by proxy)	cast by them	number of valid votes cast
E-Voting	1	800	0.01
Poll Paper Voting	NIL	NIL	NIL
Combined	1	800	0.01

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

6. To Approve the Revision in Remuneration of Mr. Dineshkumar Chunilal Modi (DIN: 02793201) Managing Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	16	12106400	99.99
Poll Paper Voting	0	0	0
Combined	16	12106400	99.99

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	1	800	0.01
Poll Paper Voting	0	0	0
Combined	1	800	0.01

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

7. To Approve the Revision in Remuneration of Mrs. Rashmi Dineshkumar Modi (DIN: 02808164), Whole Time Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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E-Voting	15	12104800	99.98
Poll Paper Voting	0	0	0
Combined	15	12104800	99.98

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2400	0.02
Poll Paper Voting	0	0	0
Combined	2	2400	0.02

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

8. To Approve the Commission of Mrs. Payal Samir Sheth (DIN: 09520424), Non-Executive Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	15	12104800	99.98
Poll Paper Voting	0	0	0
Combined	15	12104800	99.98

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2400	0.02
Poll Paper Voting	0	0	0
Combined	2	2400	0.02

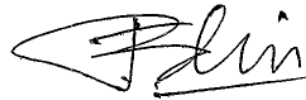
(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
NIL	NIL



- vii. A Compact Disc (CD) / email containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- viii. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

For JNG & Co.,



Jigarkumar Gandhi
CP No. 8108
Peer Review No. 1972/2022

Place: Mumbai
Date: 16th February, 2024
UDIN: F007569E003445630

Countersigned:
For MODI'S NAVNIRMAN LIMITED
