

**Voting Results of the 85<sup>th</sup> AGM pursuant to Regulation 44 of the Listing Regulations**

<b>Date of the AGM/EGM</b>	<b>Friday, September 27, 2024</b>
<b>Total number of shareholders on record date (i.e. as on Friday, 20<sup>th</sup> September, 2024)</b>	<b>2504</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	<b>Not Applicable</b>
Public:	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	<b>3</b>
Public:	<b>26</b>
<b>Total:</b>	<b>29</b>

<b>Resolution 1</b> Resolution required: (Ordinary/Special)			<b>ORDINARY: Consideration and adoption of the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.</b>						
Whether promoter/ promoter group are interested in the agenda/ resolution?			No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoters and Promoters Group	E-Voting (Instavote)	<b>21,34,784</b>	20,68,184	96.8802	20,68,184	00	100.00	0.00	
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00	
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00	
	<b>Total</b>		<b>20,68,184</b>	<b>96.8802</b>	<b>20,68,184</b>	<b>00</b>	<b>100.00</b>	<b>0.00</b>	
Public - Institutions	E-Voting (Instavote)	<b>0</b>	00	0.00	00	00	0.00	0.00	
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00	
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00	
	<b>Total</b>		<b>00</b>	<b>0.00</b>	<b>00</b>	<b>00</b>	<b>0.00</b>	<b>0.00</b>	
Public - Non Institutions	E-Voting (Instavote)	<b>7,96,341</b>	1,03,439	12.9893	1,03,438	1	99.9990	0.0010	
	E-voting at AGM (Poll) (Instameet)		100	0.0126	100	00	100.00	0.00	
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00	
	<b>Total</b>		<b>1,03,539</b>	<b>13.0019</b>	<b>1,03,538</b>	<b>1</b>	<b>99.9990</b>	<b>0.0010</b>	
<b>Total</b>		<b>29,31,125</b>	<b>21,71,723</b>	<b>74.0918</b>	<b>21,71,722</b>	<b>1</b>	<b>100.00</b>	<b>0.0000</b>	

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Resolution 2 Resolution required: (Ordinary/Special)			ORDINARY: Appointment of Director in place of Mr. Ghansham Shewakramani (DIN: 00413343), who retires by rotation and is eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Mr. Monish Shewakramani - Son of Mr. Ghansham Shewakramani Ms. Meena Shewakramani - Daughter of Mr. Ghansham Shewakramani M/s. Brightland Hotels Private Limited are interested in the Resolution.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoters and Promoters Group	E-Voting (Instavote)	21,34,784	19,85,884	93.0251	19,85,884	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>19,85,884</b>	<b>93.0251</b>	<b>19,85,884</b>	<b>00</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting (Instavote)	0	00	0.00	00	00	0.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>00</b>	<b>0.00</b>	<b>00</b>	<b>00</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting (Instavote)	7,96,341	1,03,439	12.9893	1,03,438	1	99.9990	0.0010
	E-voting at AGM (Poll) (Instameet)		100	0.0126	100	00	100.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>1,03,539</b>	<b>13.0019</b>	<b>1,03,538</b>	<b>1</b>	<b>99.9990</b>	<b>0.0010</b>
<b>Total</b>		<b>29,31,125</b>	<b>20,89,423</b>	<b>71.2840</b>	<b>20,89,422</b>	<b>1</b>	<b>100.00</b>	<b>0.0000</b>

Note - Vote Abstain - No of Shares - 82,300



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Resolution 3 Resolution required: (Ordinary/Special)			SPECIAL: Re-appointment of Mr. Anil Sugno Manghnani (DIN: 00012806) as Whole-time Director of the Company for a further period of 5 (five) years.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoters and Promoters Group	E-Voting (Instavote)	21,34,784	16,13,174	75.5661	16,13,174	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>16,13,174</b>	<b>75.5661</b>	<b>16,13,174</b>	<b>00</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting (Instavote)	0	00	0.00	00	00	0.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>00</b>	<b>0.00</b>	<b>00</b>	<b>00</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting (Instavote)	7,96,341	1,03,439	12.9893	1,03,438	1	99.9990	0.0010
	E-voting at AGM (Poll) (Instameet)		100	0.0126	100	00	100.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>1,03,539</b>	<b>13.0019</b>	<b>1,03,538</b>	<b>1</b>	<b>99.9990</b>	<b>0.0010</b>
<b>Total</b>		<b>29,31,125</b>	<b>17,16,713</b>	<b>58.5684</b>	<b>17,16,712</b>	<b>1</b>	<b>100.00</b>	<b>0.0000</b>



Resolution 4 Resolution required: (Ordinary/Special)			SPECIAL: Appointment of Mr. Ramesh Ramchand Narang (DIN: 10665682) as Non-executive Independent Director of the Company for a period of 5 (five) years.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoters and Promoters Group	E-Voting (Instavote)	21,34,784	20,68,184	96.8802	20,68,184	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>20,68,184</b>	<b>96.8802</b>	<b>20,68,184</b>	<b>00</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting (Instavote)	0	00	0.00	00	00	0.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	0.00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>00</b>	<b>0.00</b>	<b>00</b>	<b>00</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting (Instavote)	7,96,341	1,03,439	12.9893	1,03,438	1	99.9990	0.0010
	E-voting at AGM (Poll) (Instameet)		100	0.0126	100	00	100.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	<b>Total</b>		<b>1,03,539</b>	<b>13.0019</b>	<b>1,03,538</b>	<b>1</b>	<b>99.9990</b>	<b>0.0010</b>
<b>Total</b>		<b>29,31,125</b>	<b>21,71,723</b>	<b>74.0918</b>	<b>21,71,722</b>	<b>1</b>	<b>100.00</b>	<b>0.0000</b>

All the aforesaid resolutions were passed with requisite majority.

For Modern Shares and Stockbrokers Limited

*Anil Sugno Manghnani*  
Anil Sugno Manghnani  
DIN: 00012806  
Whole-time Director





**Form No. MGT-13**  
**REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the  
Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**Modern Shares and Stockbrokers Limited**  
(CIN: L45200MH1939PLC002958)  
Wankhede Stadium, North Stand, L and M Wings  
D Road, Churchgate,  
Mumbai – 400020.

**Sub: Scrutinizer's Report – Combine report on remote e-voting and e-voting at AGM (Instameet)**

**Ref: 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of Modern Shares and Stockbrokers Limited held on Friday, September 27, 2024 at 11.30 a.m. through Video Conference ("VC") / Other Audio Visual Means ("OAVM")**

Dear Sir,

I, CS Anil Jani, proprietor of Anil Jani & Company, Practicing Company Secretaries was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

(i) Scrutinizing the **remote e-voting** process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(ii) **Voting through electronic voting system ("Instameet") at the AGM.**

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Eighty Fifth Annual General Meeting of the Equity Shareholders dated August 08, 2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolutions stated in the notice of the AGM, based on the report generated from the e-voting system provided by Link Intime India Private Limited (LIPL), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instameet").



(2)

I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. on Tuesday, September 24, 2024 up to 5.00 p.m. on Thursday, September 26, 2024.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being No. 9/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs read with Circulars Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/DDHS/P/CIR/2023/0164 dated October 06, 2023 issued by Securities and Exchange Board of India. (Collectively referred to as "Circulars").
3. The voting rights were reckoned as on Friday, September 20, 2024 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC/OAVM voted through e-voting facility provided by Link Intime India Private Limited (LI IPL).
5. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting and at the AGM through e-voting were unblocked and counted.
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by Link Intime India Private Limited (LI IPL) had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by Link Intime India Private Limited (LI IPL) e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**RESOLUTION NO.1:- (Ordinary Resolution)**

**To receive, consider and adopt the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2024 together with the report of the Board of Directors and the Auditors thereon.**

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	37	21,71,622	99.9999
B. E-Voting at the AGM (Instameet)	1	100	100.00
C. Total (A+B)	38	21,71,722	99.9999

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(3)

**(ii) Voted Against the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	1	1	0.0001
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	1	1	0.0001

**(iii) Invalid Votes:**

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Passed with requisite majority.

**RESOLUTION NO.2:- (Ordinary Resolution)**

To appoint a Director in place of Mr. Ghansham Shewakramani (DIN: 00413343), who retires by rotation and is eligible for re-appointment.

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	35	20,89,322	99.9999
B. E-Voting at the AGM (Instameet)	1	100	100.00
C. Total (A+B)	36	20,89,422	99.9999

**(ii) Voted Against the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	1	1	0.0001
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	1	1	0.0001

**(iii) Invalid Votes:**

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Vote Abstain - 82,300 Shares

Passed with requisite majority.

S - 8, Sej Plaza, 2nd Floor, Marve Road, Near Nutan High School, Malad (West), Mumbai - 400033  
TEL NO. (O) 42645770 (M) 98210 20577, e-mail: janianil@hotmail.com; agjani@gmail.com



(4)

**RESOLUTION NO. 3:- (Special Resolution)**

To re-appoint Mr. Anil Sugno Manghnani (DIN: 00012806) as Whole-time Director of the Company for a further period of 5 (five) years.

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	36	17,16,612	99.9999
B. E-Voting at the AGM (Instameet)	1	100	100.00
C. Total (A+B)	<b>37</b>	<b>17,16,712</b>	<b>99.9999</b>

**(ii) Voted Against the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	1	1	0.0001
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	<b>1</b>	<b>1</b>	<b>0.0001</b>

**(iii) Invalid Votes:**

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

Passed with requisite majority.

**RESOLUTION NO. 4:- (Special Resolution)**

To appoint Mr. Ramesh Ramchand Narang (DIN: 10665682) as Non-executive Independent Director of the Company for a period of 5 (five) years.

**(i) Voted in favour of the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	37	21,71,622	99.9999
B. E-Voting at the AGM (Instameet)	1	100	100.00
C. Total (A+B)	<b>38</b>	<b>21,71,722</b>	<b>99.9999</b>





(5)

**(ii) Voted Against the resolution:**

Mode of Voting	No. of Members	Number of Votes cast (Shares)	% of total number of valid votes cast
A. Remote E-Voting	1	1	0.0001
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	1	1	0.0001

**(iii) Invalid Votes:**

Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
0	0

**Passed with requisite majority.**

8. A list of Equity shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,  
Yours faithfully,

**For ANIL JANI & COMPANY**  
Company Secretaries

ANIL  
GAJANAN JANI

Anil Gajanan Jani  
(Proprietor)  
FCS: 2506 CP: 9154  
Scrutinizer



**For MODERN SHARES AND STOCK BROKERS LIMITED**

*Handwritten signature*

**DIRECTOR**

Place: Mumbai  
Dated: 27<sup>th</sup> September, 2024

UDIN: F002506F001342988

Peer Review Certificate No: 870/2020