

Date of the AGM/EGM	Tuesday, September 23, 2025
Total number of shareholders on record date (i.e. as on Tuesday, 16 th September, 2025)	2957
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	7
Public:	28
Total:	35

Resolution 1 Resolution required: (Ordinary/Special)			ORDINARY: To receive, consider and adopt the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2025 together with the report of the Board of Directors and the Auditors thereon.					
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	20,85,184	97.6766	20,85,184	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
	Total		20,85,184	97.6766	20,85,184	00	100.00	0.00
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
	Total		00	0.00	00	00	0.00	0.00
Public - Non Institutions	E-Voting (Instavote)	7,96,341	1,03,690	13.0208	1,03,676	14	99.9865	0.0135
	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
	Total		1,03,690	13.0208	1,03,676	14	99.9865	0.0135
Total		29,31,125	21,88,874	74.6769	21,88,860	14	99.9994	0.0006

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Resolution 3 Resolution required: (Ordinary/Special)			ORDINARY: To appoint Mr. Janak A. Pandya, Practicing Company Secretary as the Secretarial Auditor of the Company.					
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	20,85,184	97.6766	20,85,184	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
	Total		20,85,184	97.6766	20,85,184	00	100.00	0.00
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
	Total		00	0.00	00	00	0.00	0.00
Public Non Institutions	E-Voting (Instavote)	7,96,341	1,03,690	13.0208	1,03,676	14	99.9865	0.0135
	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
	Total		1,03,690	13.0208	1,03,676	14	99.9865	0.0135
Total		29,31,125	21,88,874	74.6769	21,88,860	14	99.9994	0.0006

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: Eighty-Sixth Annual General Meeting of the Equity Shareholders of Modern Shares and Stockbrokers Limited held on Tuesday, September 23, 2025 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 and
- (ii) Scrutinizing the Voting done through electronic voting system ("Instameet") at the AGM.

Both the above-mentioned voting is done 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.

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 Sixth Annual General Meeting of the Equity Shareholders dated August 07, 2025. 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 MUFG Intime India Private Limited, (formerly known as Link Intime India Private Limited) 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").

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I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. on Thursday, September 18, 2025 up to 5.00 p.m. on Monday, September 22, 2025.
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 Circular No., 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 33/2020 dated September 28, 2020 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and the latest being 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, read with SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and other relevant circulars issued earlier by Securities and Exchange Board of India. (Collectively referred to as "Circulars")
3. The voting rights were reckoned as on Tuesday, September 16, 2025 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 MUFG Intime India Private Limited, (formerly known as Link Intime India Private Limited).
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 MUFG Intime India Private Limited, (formerly known as Link Intime India Private Limited) 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 MUFG Intime India Private Limited, (formerly known as Link Intime India Private Limited) 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, 2025 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	48	21,88,860	99.9994
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	48	21,88,860	99.9994

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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	5	14	0.0006
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	5	14	0.0006

(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 Mrs. Roshan Advani Patheria (DIN: 00651144), who retires by rotation and being eligible offers herself for reappointment.

(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	46	17,33,061	99.9992
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	46	17,33,061	99.9992

(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	5	14	0.0008
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	5	14	0.0008

(iii) Invalid Votes:

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

Passed with requisite majority.



(4)

RESOLUTION NO. 3:- (Ordinary Resolution)

To appoint Mr. Janak A. Pandya, Practicing Company Secretary as the Secretarial Auditor of the Company.

(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	48	21,88,860	99.9994
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	48	21,88,860	99.9994

(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	5	14	0.0006
B. E-Voting at the AGM (Instameet)	0	0	0.00
C. Total (A+B)	5	14	0.0006

(iii) Invalid Votes:

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

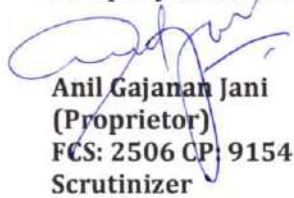
Passed with requisite majority.

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 shared 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
(Proprietor)
FCS: 2506 CP: 9154
Scrutinizer**



Place: Mumbai

Dated: 23rd September, 2025

UDIN: **F002506G001314401**

Peer Review Certificate No: 6962/2025

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