

October 1, 2019

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

Through Listing center
Scrp Code: 519003

Sub: **Disclosure of Voting Results (E-voting and Poll) at the 45th Annual General Meeting of the Company held on 30th September, 2019**

Ref: **Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

We refer to our letter dated September 30, 2019 and wish to inform you that at the 45th Annual General Meeting (AGM) of the Members of the Company held on 30th September, 2019 at Hotel Bluestone, CC24, Kalkaji, Near Nehru Enclave, Opp. Paras Cinema, New Delhi-110019, all the items of business contained in the Notice of AGM dated 13th August, 2019 were transacted and approved by the Shareholders by requisite majority.

M/s Deepak Bansal & Associates, Company Secretaries, appointed by the Board of Directors as Scrutinizer has submitted their report dated October 1, 2019 on e-voting and voting through ballot at the AGM, to the Chairman of the Company.

The details of voting results (i.e. results of remote e-voting and voting through ballot at AGM) are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the consolidated Scrutinizer's Report.

This is for your kind information and records please.

Thanking you.

Yours faithfully,
For **Modi Naturals Limited**



Ankit Agarwal
Company Secretary
Meb. No. : ACS 23445

Encl: A/a

General information about company

| | |
|---|-----------------------|
| Scrip code | 519003 |
| ISIN | INE537F01012 |
| Name of the company | Modi Naturals Limited |
| Type of meeting | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 30-09-2019 |
| Start time of the meeting | 3:00 PM |
| End time of the meeting | 4:00 PM |

Scrutinizer Details

| | |
|---|--------------------------------|
| Name of the Scrutinizer | Mr. Deepak Bansal |
| Firms Name | M/s Deepak Bansal & Associates |
| Qualification | CS |
| Membership Number | 3736 |
| Date of Board Meeting in which appointed | 13-08-2019 |
| Date of Issuance of Report to the company | 01-10-2019 |



Voting results

| | |
|---|------------|
| Record date | |
| Total number of shareholders on record date | 23-09-2019 |
| No. of shareholders present in the meeting either in person or through proxy | 4466 |
| a) Promoters and Promoter group | |
| b) Public | 6 |
| No. of shareholders attended the meeting through video conferencing | 10 |
| a) Promoters and Promoter group | |
| b) Public | 0 |
| No. of resolution passed in the meeting | 0 |
| | 6 |



Resolution (1)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary
No

Description of resolution considered

Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2019 together with the reports of the Directors' and Auditors' thereon

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – In favour | No. of votes – against | % of votes In favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting Poll | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 8299261 | 100.0000 | 8299261 | 0 | 100.0000 | 0.0000 |
| | Total | 8299261 | 8299261 | 100.0000 | 8299261 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting Poll | 73262 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting Poll | 4283874 | 10 | 0.0002 | 10 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 413 | 0.0096 | 413 | 0 | 100.0000 | 0.0000 |
| | Total | 4283874 | 423 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 12656397 | 8299684 | 65.5770 | 8299684 | 0 | 100.0000 | 0.0000 |

Whether resolution is Pass or Not.

Yes



Resolution (2)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary
 Yes

Description of resolution considered
 Appointment of Director in place of Mrs. Aditi Gupta (DIN 01786037), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]* |
| Promoter and Promoter Group | E-Voting Poll | 8299261 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 8299261 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| Public- Institutions | E-Voting Poll | 73262 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 73262 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting Poll | 4283874 | 10 | 0.0002 | 10 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 413 | 0.0096 | 413 | 0 | 100.0000 | 0.0000 |
| | Total | 4283874 | 423 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| Total | | 12656397 | 423 | 0.0033 | 423 | 0 | 100.0000 | 0.0000 |

Whether resolution is Pass or Not. Yes



Resolution (3)

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution?

Special
Yes

Re-appointment of Mr. Anil Modi (DIN 00187078) as Chairman cum Managing Director, liable to retire by rotation, for a period of 3 (three) years with effect from 1st January, 2020

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | | | | | | |
| | Poll | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | | | | | | | |
| | Poll | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | | | | | | | |
| | Poll | 4283874 | 10 | 0.0002 | 10 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 413 | 0.0096 | 413 | 0 | 100.0000 | 0.0000 |
| | Total | 4283874 | 423 | 0.0099 | 423 | 0 | 0 | 0 |
| | Total | 12656397 | 423 | 0.0033 | 423 | 0 | 100.0000 | 0.0000 |

Whether resolution is Pass or Not.

Yes



Resolution (4)

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution?

Special
Yes

Description of resolution considered
Re-designation and Re-appointment of Mr. Akshay Modi (03341142) as Joint Managing Director, liable to retire by rotation, for a period of 3 (three) years with effect from 15th December, 2019

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | | 10 | 0.0002 | 10 | 0 | 0.0000 | 0.0000 |
| | Poll | | 413 | 0.0096 | 413 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 4283874 | 0 | 0.0000 | 0 | 0 | 100.0000 | 0.0000 |
| | Total | 4283874 | 423 | 0.0099 | 423 | 0 | 100.0000 | 0 |
| | Total | 12656397 | 423 | 0.0033 | 423 | 0 | 100.0000 | 0.0000 |
| Whether resolution is Pass or Not. | | | | | | | | |
| Yes | | | | | | | | |



Resolution (5)

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution?

Special
Yes

Description of resolution considered
Re-designation and appointment of Mrs. Aditi Gupta (DIN 01786037) as Wholetime Director, liable to retire by rotation, for a period of 3 (three) years with effect from 14th August, 2019

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – In favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 8299261 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | | 10 | 0.0002 | 10 | 0 | 0.0000 | 0.0000 |
| | Poll | 4283874 | 413 | 0.0096 | 413 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 100.0000 | 0.0000 |
| | Total | 4283874 | 423 | 0.0099 | 423 | 0 | 100.0000 | 0.0000 |
| | Total | 12656397 | 423 | 0.0033 | 423 | 0 | 100.0000 | 0.0000 |

Whether resolution is Pass or Not.

Yes



Resolution (6)

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary
No

Description of resolution considered
To ratify the remuneration payable to M/s Manisha & Associates, Cost Accountants (Firm Registration Number 000321), as Cost Auditors of the Company for the Financial Year 2019-2020

| Category | Mode of voting | No. of shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of votes against on votes polled |
|-----------------------------|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*10 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 8299261 | 100.0000 | 8299261 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0.0000 |
| | Total | 8299261 | 8299261 | 100.0000 | 8299261 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0.0000 |
| | Poll | 73262 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 73262 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | | 10 | 0.0002 | 10 | 0 | 100.0000 | 0.0000 |
| | Poll | 4283874 | 413 | 0.0096 | 413 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 100.0000 | 0.0000 |
| | Total | 4283874 | 423 | 0.0099 | 423 | 0 | 100.0000 | 0 |
| | Total | 12656397 | 8299684 | 65.5770 | 8299684 | 0 | 100.0000 | 0.0000 |
| | | | | Whether resolution is Pass or Not. | | Yes | | |



DEEPAK BANSAL & ASSOCIATES
Company Secretaries

E-102/2, Naraina Vihar, New Delhi-110028
Ph: 011-45141907; 9899167774

October 1, 2019

To
The Chairperson of 45th Annual General Meeting of Equity Shareholders of
Modi Naturals Limited

Sub: Scrutinizers' Report on passing of resolutions through e-Voting and poll conducted at 45th Annual General Meeting of Modi Naturals Limited held on 30th September, 2019.

Madam,

We, M/s Deepak Bansal & Associates, Company Secretaries, New Delhi appointed as Scrutinizer for the purpose of scrutinizing e-Voting and Poll in a fair and transparent manner in respect to the resolutions contained in the notice of 45th Annual General Meeting of the equity shareholders of the company, held on Monday, 30th September, 2019.

The e-voting period remained open from Friday, 27th September, 2019 (9:00 A.M) and ended on Sunday, 29th September, 2019 (05:00 PM). Further, the Company facilitated the members present in the Annual General Meeting who could not exercise their votes through e-voting, to record their votes through poll process.

There was no polling reported through e-voting and polling done at Annual General Meeting was diligently scrutinized under our supervision and we are attaching herewith our following reports on poll conducted to enable you to declare result thereof:-

- i. Report on poll conducted at 45th Annual General Meeting in the prescribed form MGT-13
- ii. A consolidated report on voting done on all the resolution through e-voting / poll

We further confirm, that a register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio number or client id of the shareholders, number of shares held by them, nominal value of such shares along with the data sheet, papers / registers relating to e-voting and poll.

Thanking You,

Yours faithfully,
For **DEEPAK BANSAL & ASSOCIATES**
Company Secretaries


DEEPAK BANSAL
Proprietor
FCS: 3736
CP: 7433



Encl: as above

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

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of 45th Annual General Meeting of the Equity Shareholders of MODI NATURALS LIMITED (the Company) held on Monday, 30th September, 2019 at 3:00 P.M at Hotel Bluestone, CC24, Kalkaji, Near Nehru Enclave, Opp. Paras Cinema, New Delhi-110 019.

Dear Sir,

We, M/s Deepak Bansal and Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 45th Annual General Meeting of the Equity Shareholders of Modi Naturals Limited, held on 30th September, 2019 at 3:00 P.M at Hotel Bluestone, CC24, Kalkaji, Near Nehru Enclave, Opp. Paras Cinema, New Delhi-110 019, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We did not find any poll papers invalid.
4. The result of the Poll is as under:

Item No.1 (Type of Resolution: Ordinary)

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March, 2019 and the Report of the Board of Directors' and Auditors' thereon.

- (i) Voted in favor of the resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 14 | 8299674 | 100.00 |

- (ii) Voted Against the Resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

- (iii) Invalid Votes:

| Total Number of members (in person or by Proxy) whose votes were declared in valid | Total number votes cast by them |
|--|---------------------------------|
| Nil | Nil |



Item No.2 (Type of Resolution: Ordinary)

To appoint a Director in place of Mrs. Aditi Gupta (DIN 01786037), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

(i) Voted in favor of the resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 8 | 413 | 100.00 |

(ii) Voted Against the Resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

(iii) Invalid Votes:

| Total Number of members (in person or by Proxy) whose votes were declared in valid | Total number votes cast by them |
|--|---------------------------------|
| Nil | Nil |

Item No.3 (Type of Resolution: Special)

Re-appointment of Mr. Anil Modi (DIN 00187078) as Chairman cum Managing Director, liable to retire by rotation, for a period of 3 (three) years with effect from 1st January, 2020

(i) Voted in favor of the resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 8 | 413 | 100.00 |

(ii) Voted Against the Resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

(iii) Invalid Votes:

| Total Number of members (in person or by Proxy) whose votes were declared in valid | Total number votes cast by them |
|--|---------------------------------|
| Nil | Nil |



Item No.4 (Type of Resolution: Special)

Re-designation and Re-appointment of Mr. Akshay Modi (DIN 03341142) as Joint Managing Director, liable to retire by rotation, for a period of 3 (three) years with effect from 15th December, 2019

(i) Voted in favor of the resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 8 | 413 | 100.00 |

(ii) Voted Against the Resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

(iii) Invalid Votes:

| Total Number of members (in person or by Proxy) whose votes were declared in valid | Total number votes cast by them |
|--|---------------------------------|
| Nil | Nil |

Item No.5 (Type of Resolution: Special)

Re-designation and appointment of Mrs. Aditi Gupta (DIN 01786037) as Wholetime Director, liable to retire by rotation, for a period of 3 (three) years with effect from 14th August, 2019

(i) Voted in favor of the resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 8 | 413 | 100.00 |

(ii) Voted Against the Resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

(iii) Invalid Votes:

| Total Number of members (in person or by Proxy) whose votes were declared in valid | Total number votes cast by them |
|--|---------------------------------|
| Nil | Nil |



Item No.6 (Type of Resolution: Ordinary)

To ratify the remuneration payable to M/s Manisha & Associates, Cost Accountants (Firm Registration Number 000321), as Cost Auditors of the Company for the Financial year 2019-20

(i) Voted in favor of the resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 14 | 8299674 | 100.00 |

(ii) Voted Against the Resolution:

| Number of Members Present and Voting (in person or by proxy) | Number of Votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil | Nil | Nil |

(iii) Invalid Votes:

| Total Number of members (in person or by Proxy) whose votes were declared in valid | Total number votes cast by them |
|--|---------------------------------|
| Nil | Nil |

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

For DEEPAK BANSAL & ASSOCIATES
Company Secretaries



DEEPAK BANSAL
Proprietor
FCS: 3736
CP: 7433



CONSOLIDATED REPORT ON e-VOTING / POLL

MODI NATURALS LIMITED
45th Annual General Meeting – 30th September, 2019

Item No.1 (Type of Resolution: Ordinary)

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March, 2019 and the Report of the Board of Directors' and Auditors' thereon.

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|--------------|------------------|-------------|--------------|------------------|----------------|----------------|---------------|
| | E- Voting (a) | Poll (b) | Total (c) | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 4 | 14 | 18 | 10 | 8299674 | 8299684 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 4 | 14 | 18 | 10 | 8299674 | 8299684 | 100.00 |

Thus, the Ordinary Resolution as contained in Item No 1 is passed with requisite majority.

Item No.2 (Type of Resolution: Ordinary)

To appoint a Director in place of Mrs. Aditi Gupta (DIN 01786037), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|--------------|------------------|-------------|--------------|------------------|-------------|--------------|---------------|
| | E- Voting (a) | Poll (b) | Total (c) | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |

Thus, the Ordinary Resolution as contained in Item No 2 is passed with requisite majority.

Item No.3 (Type of Resolution: Special)

Re-appointment of Mr. Anil Modi (DIN 00187078) as Chairman cum Managing Director, liable to retire by rotation, for a period of 3 (three) years with effect from 1st January, 2020

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|--------------|------------------|-------------|--------------|------------------|-------------|--------------|---------------|
| | E- Voting (a) | Poll (b) | Total (c) | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |

Thus, the Special Resolution as contained in Item No 3 is passed with requisite majority.



Item No.4 (Type of Resolution: Special)

Re-designation and Re-appointment of Mr. Akshay Modi (DIN 03341142) as Joint Managing Director, liable to retire by rotation, for a period of 3 (three) years with effect from 15th December, 2019

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|--------------|---------------|----------|-----------|---------------|------------|------------|---------------|
| | E- Voting (a) | Poll (b) | Total [c] | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |

Thus, the Special Resolution as contained in Item No 4 is passed with requisite majority.

Item No.5 (Type of Resolution: Special)

Re-designation and appointment of Mrs. Aditi Gupta (DIN 01786037) as Wholtime Director, liable to retire by rotation, for a period of 3 (three) years with effect from 14th August, 2019

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|--------------|---------------|----------|-----------|---------------|------------|------------|---------------|
| | E- Voting (a) | Poll (b) | Total [c] | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 4 | 8 | 12 | 10 | 413 | 423 | 100.00 |

Thus, the Special Resolution as contained in Item No 5 is passed with requisite majority.

Item No.6 (Type of Resolution: Ordinary)

To ratify the remuneration payable to M/s Manisha & Associates, Cost Accountants (Firm Registration Number 000321), as Cost Auditors of the Company for the Financial year 2019-20.

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|--------------|---------------|-----------|-----------|---------------|----------------|----------------|---------------|
| | E- Voting (a) | Poll (b) | Total [c] | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 4 | 14 | 18 | 10 | 8299674 | 8299684 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 4 | 14 | 18 | 10 | 8299674 | 8299684 | 100.00 |

Thus, the Ordinary Resolution as contained in Item No 6 is passed with requisite majority.

