

September 29, 2018

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

Scrip Code: 519003

Sub: **Proceedings of the 44th Annual General Meeting of the Company held
on 29th September, 2018 at 3:00 P.M.**

Dear Sir / Madam,

Pursuant to Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of 44th Annual General Meeting of the Company held on Saturday, 29 September, 2018 at 3:00 p.m. (AGM).

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

**Summary of Proceedings of 44th Annual General Meeting of the Company held on
 29 September, 2018 at 3:00 P.M.**

The 44th Annual General Meeting (AGM) of the Members of Modi Naturals Limited ('the Company') was held on Saturday, 29th September, 2018 at 3:00 p.m. at Hotel Chirag Residency, B-18, Chirag Enclave, Nehru Place, Opp. Devika Tower, New Delhi-110019.

Shri Anil Modi, Chairman and Managing Director of the Company chaired the proceeding of the Meeting.

The Chairman also informed the Members that Mr. Ankit Agarwal, is present as the Company Secretary and Compliance Officer.

The requisite quorum being present, the Chairman called the Meeting to order.

The Chairman informed the Members that as required, the Company had provided its Members remote e-voting facility from September 26, 2018 to September 28, 2018 to cast votes electronically, on all resolution set out in the notice dated 9 August, 2018 convening the 44th Annual General Meeting of the Company. He then informed that the facility for poll by way of ballot paper was also been made available to the Members who are attending the AGM and who had not already cast their vote by remote e-voting.

The Chairman informed the Members that the Board of Directors of the Company had appointed M/s Deepak Bansal & Associates, Practicing Company Secretary as the Scrutinizer for the purpose of scrutinizing the entire voting process (both remote e-voting and Poll through ballot papers at AGM).

The following items of business as set out in the Notice of AGM dated 9 August, 2018, were transacted at the Meeting:

Sl. No.	Items	Type of Resolutions
Ordinary Business:		
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 and the Directors' and Auditors' Report thereon.	Ordinary
2.	Appointment of Mr. Akshay Modi (DIN:03341142), retiring by rotation, as a Director.	Ordinary
Special Business:		
3.	Re-appointment of Mr. Saudhir Shankar Halwasiya as an Independent Non Executive Director, not liable to retire by	Special

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	rotation, for another term of five consecutive years with effect from 1 st April, 2019 to 31 st March, 2024	
4.	Re-appointment of Mr. Alok Garg as an Independent Non Executive Director, not liable to retire by rotation, for another term of five consecutive years with effect from 1 st April, 2019 to 31 st March, 2024	Special
5.	Re-appointment of Mr. Sulabh Singal as an Independent Non Executive Director, not liable to retire by rotation, for another term of five consecutive years with effect from 1 st April, 2019 to 31 st March, 2024	Special
6.	Ratification of payment of remuneration of Cost Auditors, M/s Manisha & Associates, Cost Accountants for FY 2018-19	Ordinary

The Chairman provided the clarifications to the queries raised by the shareholders at the Meeting. Thereafter, the Chairman ordered the Poll be taken and requested the Members, who have not already voted electronically, to cast their votes on the aforesaid resolutions through Ballot Paper.

The Chairman announced that the consolidated results of voting i.e. remote e-voting and physical Ballot voting at AGM shall be declared on or before 1st October, 2018 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the registered office of the Company and also be placed on the website of the Company and the website of National Securities Depository Limited, the agency providing e-voting facility. The same would also be communicated to the BSE simultaneously.

The Chairman then thanked all the Members for their presence and co-operation.

For Modi Naturals Limited



Ankit Agarwal
Company Secretary
Meb. No. : ACS 23445

Date: 29 September, 2018