

MODERN SHARES AND STOCKBROKERS LIMITED

Regd. Office : Staircase No. 13, Wankhede Stadium, D Road, North Stand,
Churchgate, Mumbai 400 020. Tel: 022-68254200(40 lines) Fax: 022-68254241.
Website: www.modernshares.com Email: compliance@modernshares.com
CIN No.: L45200MH1939PLC002958

**NOTICE OF THE 81ST ANNUAL GENERAL MEETING TO BE HELD THROUGH
VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM").
BOOK CLOSURE AND E-VOTING INFORMATION.**

NOTICE is hereby given that the Eighty-first Annual General Meeting (AGM) of the Members of the Company will be held on **Friday, September 18, 2020 at 11.30 a.m. (IST)** through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the business, as set out in the Notice of the AGM which is being circulated for convening the AGM along with the Annual Report of Financial Year 2019-2020.

In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 (collectively referred to as 'MCA circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI") permitted the holding of AGM through VC or OAVM, without physical presence of the Members at a common venue. In compliance with these MCA and SEBI Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the AGM of the Members of the Company will be held through VC/OAVM.

Attend AGM through VC/OAVM:

Members can attend and participate in the AGM through VC/OAVM facility only. Members will be provided with a facility to attend the AGM through VC/OAVM through the Link Intime India Private Limited (LIPL) **InstaMeet** system. Further details and instructions to attend, vote and view the proceedings of the AGM to be held through VC/OAVM will be provided in the AGM Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Electronic Dissemination of Notice and Annual Report

a. The AGM Notice along with the Annual Report for FY 2019-20 will be sent only through electronic mode to those Members whose e-mail IDs are registered with the Company's Registrar and Share Transfer Agent/Depositories in compliance with the MCA and SEBI Circulars.

b. Members holding shares in dematerialized mode are requested to register their e-mail IDs and mobile numbers with their relevant depositories through their depository participants.

c. Members holding shares in physical form, are requested to furnish their e-mail IDs and mobile numbers to the Link Intime India Private Limited (LIPL), Registrar and Share Transfer Agent of the Company at mt.helpdesk@linkintime.co.in.

d. The AGM Notice and Annual Report 2019-20 will also be available on the Company's website at www.modernshares.com website of the Stock Exchange BSE Limited at www.bseindia.com and on the website of LIPL at <https://instavote.linkintime.co.in/>.

E-Voting: Pursuant to the Provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements), 2015 as amended, the Members will have an opportunity to cast their vote electronically on the business set out in the AGM Notice through remote e-voting / e-voting during AGM. If your e-mail ID is already registered with the Company's Registrar and Share Transfer Agent/Depositories log in details for e-voting will be sent on your registered e-mail ID with AGM Notice. In case, you have not registered your e-mail ID with the Company's Registrar and Share Transfer Agent/Depositories, the detailed procedure of voting by Members holding shares in dematerialized form, physical mode and Members who have not registered their e-mail ID will be provided in the AGM Notice.

I. The Members, whose names appear in the Register of Members/ list of Beneficial Owners as on September 11, 2020 (**Cut-off Date**), are entitled to vote on the Resolutions set forth in this Notice.

II. The remote e-voting period will commence at 9.00 a.m. on Tuesday, September 15, 2020 and will end at 5.00 p.m. on Thursday, September 17, 2020. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by LIPL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

III. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date.

IV. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date may obtain the login ID and password by sending an email to compliance@modernshares.com and/or mt.helpdesk@linkintime.co.in.

V. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call : - Tel : (022-49186175) **InstaMeet Support Desk Link Intime India Private Limited**

VI. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.

Book Closure: Pursuant to Section 91 of the Companies Act, 2013 and Rules framed thereunder as amended from time to time and Regulation 42 of SEBI (Listing Obligation and Disclosure Requirements), 2015 Register of Members and Share Transfer Books of the Company will remain closed from **Friday, September 11, 2020 to Friday, September 18, 2020 (both days inclusive)** for the purpose of AGM of the Company.

For Modern Shares And Stockbrokers Ltd.
Sd/-

Place: Mumbai
Date: August 20, 2020

(Vibha Axit Gandhi)
Company Secretary & Compliance Officer