

Ref: MSSSL/018/2020-2021

September 18, 2020

Corporate Relationship Department,
The Stock Exchange, Mumbai
1st Floor, New Trading Ring, Rotunda Building,
P.J.Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 509760

Sub: Voting Results and Scrutinizer Report of Eighty First Annual General Meeting held on Friday, 18th September, 2020 at 11.30 a.m. through Video Conference/ Other Audio Visual Means as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

This is to inform you that the Eighty First Annual General Meeting (AGM) of the Company was held on Friday, 18th September, 2020 at 11.30 a.m. through video conference/other audio visual means in terms of the circulars issued by MCA and SEBI.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the following details of voting results through remote e-voting and voting at the Meeting which was conducted through video conference/other audio visual means on each of the resolutions set out in the order.

Also find the Consolidated Scrutinizer's Report dated September 18, 2020 on remote e-voting and voting during the Meeting conducted through video conference/other audio visual means.

The above results will be uploaded on the website of the company at **www.modernshares.com**.

You are requested to kindly take above information on your records.

Thanking You,

Yours sincerely,

For Modern Shares and Stockbrokers Limited

Vibha Axit Gandhi
Company Secretary and Compliance Officer
M. No: A40143

Encl. as above:

Voting Results of the 81st AGM pursuant to Regulation 44 of the Listing Regulations

Date of the AGM/EGM	Friday, September 18, 2020
Total number of shareholders on record date (i.e. as on Friday, 11th September, 2020)	895
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:	24
Total:	31

Resolution 1 Resolution required: (Ordinary/Special)			Ordinary: Consideration and adoption of the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			N.A					
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	21,34,784	100.00	21,34,784	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		21,34,784	100.00	21,34,784	00	100.00	0.00
Public - Institutions	E-Voting (Instavote)	14,796	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)	7,81,545	3,149	0.40	3,149	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		550	0.07	550	00	100.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	Total		3,699	0.47	3,699	00	100.00	00.00
Total		29,31,125	21,38,483	72.96	21,38,483	00	100.00	00.00

Resolution 2 Resolution required: (Ordinary/Special)			Ordinary: Appointment of Director in place of Mr. Narendra Hira Advani (DIN: 03351909), who retires by rotation and is eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Mrs. Roshan Advani Patheria – Sister of Mr. Narendra Hira Advani Neelgagan Investments Private Limited and Hira Advani Holdings Private Limited are interested on 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	16,78,985	78.65	16,78,985	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		16,78,985	78.65	16,78,985	00	100.00	0.00
Public - Institutions	E-Voting (Instavote)	14,796	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)	7,81,545	3,149	0.40	3,149	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		550	0.07	550	00	100.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	Total		3,699	0.47	3,699	00	100.00	00.00
Total		29,31,125	16,82,684	57.41	16,82,684	00	100.00	00.00

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Resolution 3 Resolution required: (Ordinary/Special)			Special: Mr. Ghansham Shewakramani (DIN: 00413343) be continued as a Non- Executive Non- Independent Director of the Company liable to retire by rotation, notwithstanding that on 08th April, 2021 he attains the age of 75 years.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Mr. Ghansham Shewakramani, Meena Shewakramani, Godavari Shewakramani , Brightland Hotels Private Limited are interested on 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	93.03	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
	Total		19,85,884	93.03	19,85,884	00	100.00	0.00
Public - Institutions	E-Voting (Instavote)	14,796	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)	7,81,545	3,149	0.40	3,149	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		550	0.07	550	00	100.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	Total		3,699	0.47	3,699	00	100.00	00.00
Total		29,31,125	19,89,583	67.88	19,89,583	00	100.00	00.00

All the aforesaid resolutions were passed unanimously.

For Modern Shares and Stockbrokers Limited

Vibha Axit Gandhi
Company Secretary & Compliance Officer
M.No. A40143



Anil G. Jani
B.Com, LL.B., F.C.S.

Anil Jani & Co.
Company Secretaries

Form No. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Modern Shares and Stockbrokers Limited
(CIN No.: 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: 81st Annual General Meeting of the Equity Shareholders of Modern Shares and Stockbrokers Limited held on Friday, September 18, 2020 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 First Annual General Meeting of the Equity Shareholders dated August 11, 2020. 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 resolution 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)

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Tuesday, September 15, 2020 up to 5.00 p.m. on Thursday, September 17, 2020.
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 MCA Circular No.20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.
3. The voting rights were reckoned as on Friday, September 11, 2020 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 consider and adopt the Audited Financial Statements and Cash Flow Statement of the Company for the financial year ended March 31, 2020 and the Reports 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	24	21,37,933	100%
B. E-Voting at the AGM (Instameet)	4	550	100%
C. Total (A+B)	28	21,38,483	100%





(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	--	--	--
B. E-Voting at the AGM (Instameet)	--	--	--
C. Total (A+B)	--	--	--

(iii) Invalid Votes:

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

Passed Unanimously.

RESOLUTION NO.2:- (Ordinary Resolution)

To appoint a Director in place of Mr. Narendra Hira Advani (DIN: 03351909), 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	24	16,82,134	100%
B. E-Voting at the AGM (Instameet)	4	550	100%
C. Total (A+B)	28	16,82,684	100%

(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	--	--	--
B. E-Voting at the AGM (Instameet)	--	--	--
C. Total (A+B)	--	--	--

(iii) Invalid Votes:

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

Passed Unanimously.





Anil G. Jani

B.Com, LL.B., F.C.S.

Anil Jani & Co.
Company Secretaries

(4)

RESOLUTION NO.3:- (Special Resolution)

Mr. Ghansham Shewakramani (DIN: 00413343) be continued as a Non- Executive Non-Independent Director of the Company liable to retire by rotation, notwithstanding that on 08th April, 2021 he attains the age of 75 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	24	19,89,033	100%
B. E-Voting at the AGM (Instameet)	4	550	100%
C. Total (A+B)	28	19,89,583	100%

(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	--	--	--
B. E-Voting at the AGM (Instameet)	--	--	--
C. Total (A+B)	--	--	--

(iii) Invalid Votes:

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

Passed Unanimously.

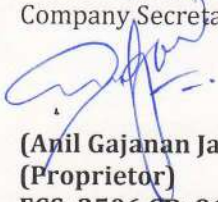
8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

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)
(Proprietor)
FCS: 2506 CP: 9154
Scrutinizer



Place: Mumbai

Dated: 18th September, 2020

UDIN: F002506B000732501