

Ref: MSSL/0024/2022-2023

September 23, 2022

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 Third Annual General Meeting held on Friday, 23rd September, 2022 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 Third Annual General Meeting (AGM) of the Company was held on Friday, 23rd September, 2022 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 23, 2022 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 A. Gandhi

Vibha Axit Gandhi
Company Secretary and Compliance Officer
M. No: A40143
ECSIN: EA040143A000047843



Encl. as above:

Voting Results of the 83rd AGM pursuant to Regulation 44 of the Listing Regulations

Date of the AGM/EGM	Friday, September 23, 2022
Total number of shareholders on record date (i.e. as on Friday, 16th September, 2022)	1411
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:	6
Public:	21
Total:	27

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, 2022 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	20,35,484	95.3484	20,35,484	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	00	00	00	00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	Total		20,35,484	95.3484	20,35,484	00	100.00	0.00
Public - Institutions	E-Voting (Instavote)	7,482	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)	7,88,859	4,295	0.5444	4,270	25	99.4179	0.5821
	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		4,295	0.5444	4,270	25	99.4179	0.5821
Total		29,31,125	20,39,779	69.5903	20,39,754	25	99.9988	0.0012

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Resolution 2 Resolution required: (Ordinary/Special)			Ordinary: Appointment of Director in place of Mrs. Roshan Advani Patheria (DIN: 00651144), who retires by rotation and is eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Mr. Narendra Advani - Brother of Mrs. Roshan Advani Patheria Mrs. Shalini Advani - Spouse of Mr. Narendra Advani Neelgagan Investment Private Limited is interested in 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	15,79,685	73.9974	15,79,685	00	100.00	0.00
	E-voting at AGM (Poll) (Instameet)		00	00	00	00	0.00	0.00
	Postal Ballot (if applicable)		00	0.00	00	00	0.00	0.00
	Total		15,79,685	73.9974	15,79,685	00	100.00	0.00
Public Institutions	E-Voting (Instavote)	7,482	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)	7,88,859	4,295	0.5444	4,270	25	99.4179	0.5821
	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		4,295	0.5444	4,270	25	99.4179	0.5821
Total		29,31,125	15,83,980	54.0400	15,83,955	25	99.9984	0.0016

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Resolution 3 Resolution required: (Ordinary/Special)			Ordinary: Appointment of M/s. BDG & Associates, Chartered Accountants, Statutory Auditors of the Company for a period of 5 years						
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	20,35,484	95.3484	20,35,484	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		20,35,484	95.3484	20,35,484	00	100.00	0.00	
Public - Institutions	E-Voting (Instavote)	7,482	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)	7,88,859	4,295	0.5444	4,270	25	99.4179	0.5821	
	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		4,295	0.5444	4,270	25	99.4179	0.5821	
Total		29,31,125	20,39,779	69.5903	20,39,754	25	99.9988	0.0012	

All the aforesaid resolutions were passed with requisite majority.

For Modern Shares and Stockbrokers Limited

Vibha A. Gandhi.

Vibha Axit Gandhi
Company Secretary & Compliance Officer
M.No. A40143
ECSIN: EA040143A000047843





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: 83rd Annual General Meeting of the Equity Shareholders of Modern Shares and Stockbrokers Limited held on Friday, September 23, 2022 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 Third Annual General Meeting of the Equity Shareholders dated August 05, 2022. 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").



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I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Tuesday, September 20, 2022 up to 5.00 p.m. on Thursday, September 22, 2022.
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. 02/2022 read with General Circular Nos. 02/2021, 19/2021, 21/2021, 14/2020, 17/2020, 20/2020 issued by Ministry of Corporate Affairs read with Circulars issued by Securities and Exchange Board of India dated 13th May, 2022, 15th January, 2021 and 12th May, 2020 (Collectively referred to as "Circulars").
3. The voting rights were reckoned as on Friday, September 16, 2022 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, 2022 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	26	20,39,754	99.9988
B. E-Voting at the AGM (Instameet)	00	00	0.00
C. Total (A+B)	26	20,39,754	99.9988

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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	1	25	0.0012
B. E-Voting at the AGM (Instameet)	00	00	0.00
C. Total (A+B)	1	25	0.0012

(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 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	23	15,83,955	99.9984
B. E-Voting at the AGM (Instameet)	00	00	0.00
C. Total (A+B)	23	15,83,955	99.9984

(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	1	25	0.0016
B. E-Voting at the AGM (Instameet)	00	00	0.00
C. Total (A+B)	1	25	0.0016

(iii) Invalid Votes:

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

Passed with requisite majority.



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RESOLUTION NO.3:- (Ordinary Resolution)

To appoint M/s. BDG & Associates, Chartered Accountants, Statutory Auditors of the Company for a period of 5 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	26	20,39,754	99.9988
B. E-Voting at the AGM (Instameet)	00	00	0.00
C. Total (A+B)	26	20,39,754	99.9988

(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	1	25	0.0012
B. E-Voting at the AGM (Instameet)	00	00	0.00
C. Total (A+B)	1	25	0.0012

(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 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: 23rd September, 2022

UDIN: F002506D001028256