

### **dern** Insulators Limited

Registered Office:

A-4, Vijay Path, Tilak Nagar, Jaipur-302 004

Ph.: 0141-4113645 Fax: 2621382 E-mail: modernjaipuroffice@gmail.com Website: www.moderninsulators.com CIN: L31300RJ1982PLC002460

Date: - 29/09/2018

BSE Ltd.

Department of Corporate Services

1st Floor, New Trading Ring, Rotunda Building P J Towers, Dalal Street, Fort Mumbai - 400 001

Dear Sir.

Sub: - Disclosure of Scrutinizer's Report and format of Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015 of the 33rd Annual General Meeting of the Company

Scrip Code: BSE 515008

Please find enclosed herewith report of scrutinizer and the Format of Voting Result under Regulation 44(3) of SEBI (LODR) Regulations, 2015 related to e-voting and voting through poll papers related to 33rd Annual General Meeting of the Company held on 28th September, 2018 at the registered office of the Company at A-4, Vijay Path, Tilak Nagar, Jaipur-302004.

All the resolutions were passed with requisite majority.

Kindly take the same on your record.

Thanking you

Yours Faithfully

For Modern Insulators Limited

Gaurav Goyal

Company Secretary

1. Voting Result in terms of the provisions of Regulation 44(3) of SEBI (LODR) Encl: -Regulations, 2015 (Annexure I)

2. Scrutinizers Report

Corporate Head Office: 68/69, Godavari, Pochkhanwala Road, Worli, Mumbai-400030

Tel.: 022-24973269 Fax: 022-24950962

Plant: P.B. No. 23, Abu Road-307026 (Rajasthan) Tel.: 02974-228044 Fax: 02974-228043

Annexure !

Total number of shareholders on record date  No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:  No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:  Not Applicable Public	The second secon	
proxy:	Date of the AGM	28-09-2018
proxy:	Total number of shareholders on record date	134228
	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	
	Public:	29
	No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:  Public	Not Applicable

## RESOLUTION NO 1

		7	Public- Non	*		Institutions	Public-			Promoter Group		Promoter		Category	Whether promoter/ promo in the agenda/resolution?	Resolution re
Total	Total	applicable)	Poll	E-Voting	Total	applicable)	Poll	E-Voting	Total	applicable)	Poll	E-Voting		Mode of voting	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/ Special)
47143900	14282623		14282623	<u>;                                    </u>	5302540		5302540	<u></u>	27558737		27558737		(1)	No. of shares held	re interested	
28506104	949367	N.A.	949167	200	0	N.A.	<u>_</u>	<b>=</b>	27556737	N.A.	27556737	Z	(2)	No. of votes polled		Ordinary- Ac 31 <sup>st</sup> March,
-60.47	6.65	N.A.	6.65	0	0	N.A.	N.	Z	99.99	N.A.	99.99	N.	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares		doption of the Au 2018, together wit
28506104	949367	N.A.	949167	200	0	N.A.	2	Z	27556737	N.A.	27556737	N.	(4)	No. of votes – in favour		dited Financi h the reports
0	0	N.A.	N	Ni	0	N.A.	N.	<u>z</u>	0	N.A.	N	Zi.	(5)	No. of votes – against	No	al Statemer of the Board
100.00	100.00	N.A.	100.00	0	0	N.A.	. Nil	Nil	100.0000	N.A.	100.00	N.	(6)=[(4)/(2)]*100	% of votes in favour on votes polled		Ordinary- Adoption of the Audited Financial Statements of the Company for the Financ 31st March, 2018, together with the reports of the Board of Directors and Auditors thereon
0	0	N.A.	0.0000	0	0.0000	N.A	<u>.</u>	N.	0.0000	N.A.	0.0000	Z	(7)=[(5)/(2)]*100	% of Votes against on votes polled		Ordinary- Adoption of the Audited Financial Statements of the Company for the Financial year ended 31 <sup>st</sup> March, 2018, together with the reports of the Board of Directors and Auditors thereon
0	0	N A	i	0	0	N.A.	0	0	0	N,A.	ò	0	(8)	Invalid Votes		al year ended

# RESOLUTION NO 2

nd being eligible, offers	- Re-appointment of Shri T.C. Chejara (Dir nd being eligible, offers himself for re-appointment of Shri T.C. Chejara (Dir nd being eligible, offers himself for re-appointment of Shri T.C. Chejara (Dir	Ordinary- Re-appointment of Shri T.C. Chejara (DIN : 07619881) as Director, who retires by rotation and being eligible, offers himself for re-appointment  No
% of Votes polled on vote	No. of No.	No. of votes – in
	5. of No. of Votes -	No  No. of No. of % of votes in votes — favour on votes



		-		ţ		20000	4/143900	lotal	<u>_</u>
		100.00	0	28506104	60.47	28508104	10000	lotal	
0		100.00	0	949367	6.65	949367	14282623		Horitagono
0				2.5	N.A.	N.A.		Postal Ballot (if applicable)	Public- Non
N.A.	NA	N.A.				949167	14282823		
. 0	0.0000	100.00		040		200		E-Voting	
0	0	0	Z	200			5302540	Total	<u>-</u>
	0.0000	0	0	0		5		Postal Ballot (if applicable)	Institutions
N.A	N.A.	N.A.	N.A.	N.A	Z A	NI A	000000	Poll	Public-
· ·		N	Z.	<u></u>	Z.	N:i	5005A0	E-Voting	
)   C	<u> </u>	<u> </u>	Z.	N.	Z	Nii Oool Oi	70000101	Total	
0	0.0000	100.0000	0	27556737	99.99	27556737	27650727	Postal Ballot (II applicable)	Group
	3 222	N.A.	N.A.	N.A.	N.A.	NA		Pol	and
N A	0.000	100.00	<u>Z</u>	27556737	99.99	27556737	27558737	E-voung	Promoter
0	0,000	NI NI	Z	Z	N.	<u>Z</u>			
0	<u>z</u>						(1)		
(8)	(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]*100	(2)	3		
(e)									
	7	polled	against	favour	shares	polled	held	Mode of Young	Category
Votes	against on	favour on votes		No. or votes - in	polled on	No. of	No. of		
lavalid ———	% of Votes	% of votes in	<u>-</u>	:	of Votes				
,								solution?	the agenda/resolution?
		Ranka	Shri Sachin Ranka	•			terested in	Whather promoter/ promoter group are interested in	Whether prom
			CHIII IXAHAM	1 Sureyans St	Special- Appointment of Snrl Sureyans Sacu	Special- A Company		Resolution required: Special	Resolution rea
tor of the	in Banka (DIN 06470710) as Whole-Time Director of the	MIN 06470710) as	ahin Danka	2				NO 3	RESOLUTION NO 3



RESOLUTION NO 4  Resolution required: Special	uired: Special		Special- R Company	Special- Re-appointment of Shri D.B. Desh Company	Shri D.B. De	shpande (D	IN: 06463412) as	hpande (DIN: 06463412) as an Executive Director of the	ctor of the
Whether promoter/ prot the agenda/resolution?	Whether promoter/ promoter group are interested in the agenda/resolution?	terested in				No			
Category	Mode of voting	No. of shares	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	Invalid Votes
		3	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter	E-Voting Poll Poll Posto Ballot (if applicable)	27558737	Nil 27556737 N.A.	99.99 N.A.	27556737 N.A.	N N N	100.00 N.A.	0.0000 N.A. 0.0000	N.A. 0
Group	Total	27558737	27556737 Nii	99.99 Nil	27556/3/ Nii	Ni o	<u>N</u>	Z.	0
Public- Institutions	E-Voting Poll Postal Ballot (if applicable)	5302540	N.A.	N.A.	N.A.	N.A.	N.A.	0.0000 N.A.	N.A.
Public- Non	Total  E-Voting  Poll  Postal Ballot (if applicable)	14282623	200 949167 N.A.	6.65 N.A.	200 949167 N.A.	N N	100.00 N.A.	0.0000 N.A	N.A.
I Silanons	Total	14282623	949367	6.65	949367 28506104	0 0			0
	Total	4/143900	20000	-					And and the Control of the Control o



RESOLUTION NO 5	0.5				Davmont	اد	ration to Rajesh	Remuneration to Rajesh & Co., (FRN: 000031), Cost	)31), Cost
Resolution required: Ordinary	uired: Ordinary		Ordinary - Accountants	Ordinary - Ratification of the Laymon Accountants, as cost auditors of the Company	of the Compa	ny			
Whether promoter/ pror	Whether promoter/ promoter group are interested in the agenda/resolution?	erested in				No			
Category	Mode of voting	No. of shares	No. of votes	% 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	Invalid Votes
				201-751/41/400	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
		3	(2)	(c) (1) ((a) (-(c)	N.	<u>Z</u>	N.i.	N.	0
Promoter and	E-Voting Poll	27558737	27556737 N.A.	99.99 N.A.	27556737 N.A.	N.A.	100, 00 N.A.	0.0000 0.0000	N.A.
Promoter Group	Postal Ballot (if applicable) Total	27558737	27556737 Nii	99.99 Nil	27556737 Nil	N. O	Nii Nii	Z::	0
Public-	E-Voting Poll	5302540	N.A.	N.A.	N.A.	N P	N.A.	0.0000	N.A
Institutions	Total Ballot (II applicable)	5302540	0	0 0	200	N. I		0.0000	0
Public- Non	E-Voting  Poll  Foll  Figure (if applicable)	14282623	949167 N.A.	6.65 N.A.		N.A.	100.00		N.A.
Institutions	Total	14282623	949367	60.47	28506104			0	
	Total	4/ 14/0000	t						



### Deepak Arora & Associates

(Practicing Company Secretaries)

23 Ka-4 Jyoti Nagar, Jaipur-302005 (Rajasthan) Ph.: 0141 - 2740960, 9351788834, 9829188834

email : cs@csdeepakarora.com www.csdeepakarora.com

#### Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Amendments Rules, 2015 and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
33<sup>rd</sup> Annual General Meeting of the Equity Shareholders
of Modern Insulators Limited held on Friday, 28<sup>th</sup> September, 2018 at 4.00 P.M. at
A-4, Vijay Path, Tilak Nagar, Jaipur - 302004 Rajasthan

Dear Sir,

I, Deepak Arora, Proprietor of M/s. Deepak Arora & Associates, a Company Secretary Firm having its office at 23 ka 4, Jyoti Nagar, Near Vidhan Sabha, Jaipur-302001, Rajasthan, was appointed as a scrutinizer of **Modern Insulators Limited** ("the Company") for the purpose of scrutinizing the Remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote e-voting, carried out as per the provisions of Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Amendments Rules, 2015, and the poll taken on the resolutions, as set out in the Notice dated May 29, 2018 convening the 33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Modern Insulators Limited, held on Friday, 28<sup>th</sup> September, 2018 at 4.00 P.M. at A-4, Vijay Path, Tilak Nagar, Jaipur - 302004 Rajasthan.

#### We submit our Report as under:

- 1. The Remote e-voting remained open from September 25, 2018 at (09.00 A.M.) to September 27, 2018 at (05.00 P.M.).
- The Shareholders holding shares as on the "cut off" date i.e. 21<sup>st</sup> September, 2018, were entitled to vote on the proposed resolutions (item no. 1 to 5 as set out in the Notice dated May 29, 2018 convening the 33<sup>rd</sup> Annual General Meeting of Modern Insulators Limited.
- 3. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.

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- 4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/ proxies lodged with the company.
- 5. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately: Not Found.
- 6. The remote e-voting was unblocked on 28<sup>th</sup> September 2018 at 06.08 P.M. in the presence of two witnesses, Ms. Jyoti Soni R/o P.no. 3, Keshav Marg, Shivaji Chowk, Brahampuri Jaipur- 302002 and Mrs. Divya Kalra R/o 6Cha 31, Jawahar Nagar, Jaipur-302004 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

Name: Jyoti Soni

Name: Divya Kalra

- 7. For further details on voting through poll kindly refer to my Scrutinizers report in Form MGT-13.
- 8. The overall result of Remote e-voting and Poll at AGM is as under:

**Resolution 1:** Adoption of Audited Financial statements of the company for the financial year ended 31st March, 2018, with the Report of the Board of Director's and Auditor's thereon. (Ordinary Resolution)

Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	1	200	100.00%
Physical		. 33	28505904	100.00%
Total		34	28506104	100.00%



Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	0	0	0
Physical		0	0	0
Total		0	0	0

#### (iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Physical	0	0
Total	0	0

**Resolution 2: :** Appointment of Director in place of Shri T.C. CHEJARA (DIN:07619881), who retires by rotation and being eligible, offers himself for reappointment. **(Ordinary Resolution)** 

Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	. 1	200	100.00%
Physical		33	28505904	100.00%
Total		34	28506104	100.00%



Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	0	0	0
Physical		0	0	0
Total		0	0	0

#### (iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Physical	0	0
Total	0	0

**Resolution 3-** Appointment of Shri Shreyans Sachin Ranka as Whole time Director of the company.

#### (Special Resolution)

Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	1	200	100.00%
Physical		33	28505904	100.00%
Total		34	28506104	100.00%



Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	0	0	0
Physical		0	0	0
Total		0	0	0

#### (iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Physical	0	0
Total	0	0

**Resolution 4-** Re-appointment of Shri D.B. Deshpande as an Executive Director of the company. **(Special Resolution)** 

Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	1	200	100.00%
Physical		33	28505904	100.00%
Total	***	34	28506104	100.00%



Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	0	0	0
Physical		0	. 0	0
Total		0	0	0

#### (iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Physical	0	0
Total	0	0

**Resolution 5-** Ratification of the remuneration of M/s. Rajesh & Company, Cost Accountants (Firm Registration No. 000031), the Cost Auditors for the financial year ending March 31, 2018. (**Ordinary Resolution**)

Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	1	200	100.00%
Physical		33	28505904	100.00%
Total		34	28506104	100.00%



Mode Polling	of	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote voting	e-	0	0	0
Physical		0	0	0
Total		0	0	0

#### (iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	0	0
Physical	0	0
Total	0	0

The poll papers and relevant records relating to electronic voting and Poll at AGM were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Note: Total No. of Members Present in the Annual General Meeting was 33 and the no. of Members voted through poll is 33.

Thanking you

Yours faithfully,

For Deepak Arora and Associates

Practicing Company Secretaries

(Deepak Arora) CP. NO- 3641 FCS No.: 5104

**Place:** Jaipur **Date:** 29.09.2018