

**Date: August 18, 2025**

To,  
**BSE Limited**  
P.J Towers, Dalal Street,  
Fort, Mumbai - 400 001

**Scrip Code: 543539**

Dear Sir/Madam,

**Sub: Voting Results and Scrutinizer's Report on the Postal Ballot Notice dated July 12, 2025**

This is further to our letter dated July 14, 2025 and, pursuant to Regulation 44 (3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find attached herewith the Postal Ballot voting result and Scrutinizer Report as enclosed;

- 1.Voting results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report dated August 18, 2025 on the Postal Ballot including Remote E-voting.

The resolution as set out in the postal ballot notice has been duly passed by the shareholders of the Company with requisite majority on August 15, 2025 i.e., the last date of Remote E-voting and receipt of Postal Ballot Forms.

The Voting Results along with the Scrutinizer's Report are also available on the Company's website [www.modisnirman.com](http://www.modisnirman.com)

This is for your information and record.

Thanking you,

Yours faithfully,  
**FOR MODI'S NAVNIRMAN LIMITED**

**NISHI MODI**  
**(COMPANY SECRETARY & COMPLIANCE OFFICER)**

**Encl: As Above**

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### General information about company

Scrip code	543539
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE0L0L01012
Name of the company	MODIS NAVNIRMAN LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-08-2025
Start time of the meeting	
End time of the meeting	

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### Scrutinizer Details

Name of the Scrutinizer	JIGARKUMAR GANDHI
Firms Name	JNG & CO. LLP
Qualification	CS
Membership Number	7569
Date of Board Meeting in which appointed	09-06-2025
Date of Issuance of Report to the company	18-08-2025

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Voting results	
Record date	11-07-2025
Total number of shareholders on record date	1099
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF SCHEME OF ARRANGEMENT OF THE WHOLLY OWNED SUBSIDIARY OF THE COMPANY I.E., SHREE MODI'S NAVNIRMAN PRIVATE LIMITED ("TRANSFEROR COMPANY") WITH THE HOLDING COMPANY I.E. MODI'S NAVNIRMAN LIMITED ("TRANSEEREE COMPANY")				
Category	Mode of voting	No. of shares held	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12498000	12498000	100.0000	12498000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12498000	12498000	100.0000	12498000	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	7093200	5294000	74.6349	5293600	400	99.9924	0.0076
	Poll							
	Postal Ballot (if applicable)		443600	6.2539	443600	0	100.0000	0.0000
	Total	7093200	5737600	80.8887	5737200	400	99.9930	0.0070
Total		19591200	18235600	93.0806	18235200	400	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

**Scrutinizer's Report on Postal Ballot**

To,  
The Chairman  
**Modi's Navnirman Limited**  
Address: Shop No.1, Rashmi Heights,  
M. G. Road, Kandivali West,  
Mumbai, 400067

**Sub: Scrutinizer's Report on Postal Ballot process conducted through remote e-voting and Postal Ballot Form in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended.**

Dear Sir,

I, Jigarkumar Gandhi, Practicing Company Secretary and Partner of JNG & Co. LLP, have been appointed as scrutinizer by the Board of Directors for conducting postal ballot voting process **through remote e-voting and Postal Ballot Form** in respect of the Resolutions set out in the notice dated 12<sup>th</sup> July, 2025 (hereinafter referred as "Postal Ballot Notice") issued to the members of the Company, in terms of Section 108 and Section 110 of Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force), read with the Rule 20 and Rule 22 and any other applicable rules of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013.

In this connection, I submit herewith my report as under:

The company has completed the dispatch of Notice of Postal Ballot by E-Mail on Saturday, 12<sup>th</sup> July, 2025 along with explanatory statement to its members whose name(s) appeared on the Register of Members/list of beneficiaries as on Friday, 11<sup>th</sup> July, 2025 ("Cut-off Date").

1. Postal ballot conducted in compliance with provisions with Section 108, 110 of Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force), read with the Rule 20 and Rule 22 and any other applicable rules of the Companies (Management and Administration) Rules, 2014 as amended from time to time.
2. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through e-voting system, on e-voting platform provided by NSDL from Thursday, 17<sup>th</sup> July, 2025, at 09.00 A.M. IST and end on Friday, 15<sup>th</sup> August, 2025 at 5.00 P.M. IST.
3. The e-voting facility was blocked at 5:14 P.M. (IST) on Friday, 15<sup>th</sup> August, 2025 and the e-voting summary statement was downloaded from e-voting website of National Securities Depository Limited ("NSDL").
4. 238 Members had cast their votes on the e-voting platform till 5:00 P.M. (IST) on Friday, 15<sup>th</sup> August, 2025.
5. 13 Members had cast their votes through Postal Ballot Form till 5:00 P.M. (IST) Friday, 15<sup>th</sup> August, 2025.
6. After the scrutiny of e-voting result and Postal Ballot Forms, I report that Special Resolutions as contained in the Notice of Postal Ballot dated 12<sup>th</sup> July, 2025 has been passed with requisite majority as on 15<sup>th</sup> August, 2025.

**JNG & Co. LLP (ACJ-8706)**

Company Secretaries | Registered Trade Mark Agent

Office: 5, 1st Floor, Harismruti CHSL,  
S V P Road, Opp. HDFC Bank, Chamunda Circle,  
Boarivali West, Mumbai - 400092.



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Mob. : +91 80805 44769  
Email : info@jngandco.in

I hereby annexed with this report, the result of the Postal Ballot together with that of the e-voting in respect of the said Special Resolution as contained in the said Notice.

**SPECIAL BUSINESS: SPECIAL RESOLUTION**

**1. APPROVAL OF SCHEME OF ARRANGEMENT OF THE WHOLLY OWNED SUBSIDIARY OF THE COMPANY I.E., SHREE MODI'S NAVNIRMAN PRIVATE LIMITED ("TRANSFEROR COMPANY") WITH THE HOLDING COMPANY I.E., MODI'S NAVNIRMAN LIMITED ("TRANSFeree COMPANY"):**

(i) Voted in favour of the resolution:

Mode of Voting	Number of E-voters	Number of votes cast by them	% of total number of valid votes cast
E-Voting	237	17791600	99.9978%
Postal Ballot Form	13	443600	100%
Combined	250	18235200	

(ii) Voted against the resolution:

Mode of Voting	Number of E-voters	Number of votes cast by them	% of total number of valid votes cast
E-Voting	1	400	0.0022%
Postal Ballot Form	0	0	0
Combined	0	0	0

(iii) Invalid votes:

Number of E-voters whose votes are declared invalid	Total number of votes cast by them
NIL	NIL

Pursuant to Section 233 of the Companies Act, 2013 the above Special Resolution is passed by 93.08% of the total number of shares (i.e. 19591200) of the company of which 18235200 (93.08%) shares constitutes in favour and 400 (0.00%) shares constitutes in against.

Date: 18<sup>th</sup> August, 2025  
Place: Mumbai  
UDIN: F007569G001021890  
Peer Review No.: 6167/2024  
FRN: L2024MH017500



FOR JNG & CO. LLP,  
Company Secretaries

Jigarkumar Gandhi  
Partner  
FCS: 7569  
COP:8108

Countersigned:  
For Modi's Navnirman Limited