

**MODISON
LIMITED**

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(Formerly known as MODISON METALS LIMITED)



ML/Compliance/2025-26/39

September 09, 2025

BSE Limited

Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 506261

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Symbol: MODISONLTD

Dear Sir/Madam,

Subject : Summary of Proceedings of the 42nd Annual General Meeting of the Company

Reference: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015

We are pleased to submit the summary of proceedings of the 42nd Annual General Meeting (“AGM”) of Modison Limited (“the Company”) held on Tuesday, September 09, 2025, through Video Conference and Audio Visual Means. The AGM commenced at 11:30 a.m. (IST) and concluded at 12.50 p.m. (IST) (including the time allowed for e-Voting at the AGM).

The Company also facilitated the live webcast of proceedings of the 42nd AGM and recording of the same is made available on the Company’s website at www.modisonltd.com

This is for your information & record.

Thanking you.

Yours faithfully,
For Modison Limited

Pooja Birendra Sinha
Company Secretary & Compliance Officer
ACS65836
Encl: As above

Summary of the Proceedings of the 42nd Annual General Meeting (“AGM” / “Meeting”) of Modison Limited (the “Company”) held through Video Conferencing and Audio-Visual Means on Tuesday, September 09, 2025
-----**Meeting Details:**

The AGM was held on Tuesday, September 09, 2025, at 11:30 a.m. (IST). The Cut-off date for e-Voting was Tuesday, September 02, 2025. The Meeting started at 11:30 a.m. and concluded at 12.50 p.m. (IST) (including the time allowed for e-Voting at the AGM).

Meeting Mode:

The Meeting was conducted through VC and Audio-Visual Means, in compliance with the General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circulars dated May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 issued by the Securities and Exchange Board of India (“SEBI Circulars”), as per the applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Chairman:

Mr. Jayant Govindrao Kulkarni, Non-Executive Independent Director of the Company took the chair. The Chairman joined the Meeting from Common Venue over VC and Audio Visual Mode.

Directors in attendance:

Sr. No	Name of Director	Designation & Chairmanship of Committee	Location
1	Mr. Girdhari Lal Modi	Managing Director	Deemed Venue over Video Conferencing and Audio Visual Mode.
2	Mr. Rajkumar Mohanlal Modi	Jt. Managing Director	
3	Mr. Kumar Jay Modi,	Jt. Managing Director	
4	Mr. Jayant Govindrao Kulkarni	Non-Executive Independent Director	
5	Mr. Ashok Shantilal Jatia	Non-Executive Independent Director & Chairman of – Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee	
6	Ms. Preeti Arvind Shah	Non-Executive Independent Director	

Key Managerial Personnel in attendance:

Sr. No	Name of Key Managerial Personnel	Designation	Location
1	Murlidhar Narayan Nikam	Chief Executive Officer	Deemed Venue over Video Conferencing and Audio Visual Mode.
2	Mr. Ramesh Mangilal Kothari	Chief Financial Officer	
3	Ms. Pooja Birendra Sinha	Company Secretary & Compliance Officer	

The representatives Statutory Auditors and Secretarial Auditors were also present through VC from their respective locations.

Members attending the Meeting:

46 Members had attended the Meeting virtually, in person / through authorized representatives. In terms of the circulars issued by MCA and SEBI, the requirement of appointing proxy was not applicable.

Quorum:

The requisite quorum as required under Section 103 of the Act was present throughout the Meeting.

E-Voting during the Meeting:

The Members attending the Meeting who had the right to vote but had not cast their votes through Remote e-Voting were given the opportunity to vote using the e-Voting platform of NSDL, which was activated from the beginning of the Meeting and till 30 minutes after the conclusion of the proceedings.

Proceedings of the Meeting:

Ms. Pooja Birendra Sinha, Company Secretary, welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting.

The Chairman informed the Members that the proceedings of the 42nd Annual General Meeting were conducted through video conferencing and other audio video means in compliance with the applicable circulars issued by the Ministry of Corporate Affairs and by the Securities Exchange Board of India and a live streaming was being webcast on the website of National Depository System Limited ("NSDL"). The Company had taken requisite steps to enable Members to participate and vote on the items of businesses considered at the AGM.

The requisite quorum for the Meeting being present, the Chairman called the Meeting to order. Statutory Registers under the Act, and other relevant documents as required to be kept open in terms of the resolutions provided in the Notice of AGM, were available for inspection of the Members electronically.

Since, the Auditor's Report on the Financial Statements (Standalone as well as Consolidated) for the year ended March 31, 2025, did not have any qualifications, reservations, observations, adverse remarks or disclaimer, the same was not required to be read. Also, the Notice convening the Meeting along with text of resolutions and explanatory statements were taken as read.

In his opening remarks, the Chairman provided a brief overview of present Global & Domestic Economic Condition, Overview of Companies performance in the financial year 2024-25 which included operational and financial performance. Furthermore, he also emphasizes key areas such as strategic initiatives, the Company's work culture, Corporate Social Responsibility (CSR) activities, and sustainability initiatives.

Mr. Murlidhar Narayan Nikam, the CEO, then proceeded with a comprehensive presentation to the Members. He provided a concise overview on key highlights and financial performance for the financial year 2024-25. Additionally, he discussed on the growth, assessed the business performance and highlighted the awards and recognitions received by the Company.

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the Remote e-Voting facility to the Members in respect of businesses to be transacted at the AGM. The Remote e-Voting commenced at 9.00 a.m. on Friday, September 05, 2025 and ended at 5:00 p.m. on Monday, September 08, 2025. Further, the Company had also provided the facility for e-Voting during the AGM on all the resolutions to facilitate the Members who had not cast their votes earlier through Remote e-Voting.

The Board of Directors had appointed Mrs. Ragini Chokshi of M/s. Ragini Chokshi & Associates, Practising Company Secretaries as the Scrutinizer to scrutinize the Remote e-Voting process before the AGM as well as e-Voting process during the AGM.

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-Voting and e-Voting at the Meeting:

Business	Nature of Resolution	Resolution
Ordinary Business	Ordinary Resolution	Adoption of Audited Financial Statements (Standalone and Consolidated) along with Directors' Report and Auditors' Report thereon.
	Ordinary Resolution	Confirmation of Interim Dividend and Declaration of Final Dividend.
	Ordinary Resolution	Approve Re-appointment of Director, who is liable to retire by rotation.
Special Business	Ordinary Resolution	Ratification of remuneration payable to the Cost Auditors for Financial Year 2025-26.
	Ordinary Resolution	Appointment of Secretarial Auditors.
	Ordinary Resolution	To approve the Related Party Transaction.
	Special Resolution	To enhance the Borrowing Limit of the Company.
	Special Resolution	Authorization for creation of Security on the assets of the Company.

The Chairman then invited the Members to express their views, suggestions and questions, if any, on the operations and financial performance of the Company and related matters. The Members were given an opportunity to speak in the order in which they had registered their names. The CEO appropriately responded to the queries raised by them.

The Company Secretary was authorised, to accept, acknowledge and countersign the Scrutinizer's report in connection with the AGM and declare the results of the e-Voting in accordance with the requirements prescribed under the Act and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India.

The Chairman stated that the consolidated results of the remote e-Voting and e-Voting at the AGM venue would be announced within 2 working days of the conclusion of the Meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI Listing Regulations and would be uploaded on the website of the Company and NSDL, and would also be displayed at the Registered Office of the Company.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting. The e-Voting facility remained available until 30 minutes after the conclusion of the proceedings, allowing Members who had not cast their votes to cast their votes earlier. Upon the closure of the e-voting window, the Meeting was officially declared closed.

The Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations and Report of the Scrutinizer, pursuant to Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, will be submitted in due course.

Yours faithfully,
For Modison Limited

Pooja Birendra Sinha
Company Secretary & Compliance Officer
ACS65836