

# NATIONAL STANDARD (INDIA) LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

24<sup>th</sup> September, 2019

The Listing Dept.,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Kala Ghoda, Fort, Mumbai 400 001.

**Scrip Code: 504882**

Dear Sirs,

## Summary of Proceedings and Voting Results of the 56<sup>th</sup> Annual General Meeting

The 56<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Tuesday, 24<sup>th</sup> September, 2019 at 1:00 P.M. (IST) at 8<sup>th</sup> floor Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai 400 011. All the items of business contained in the Notice of the AGM dated 23<sup>rd</sup> May, 2019, were transacted and passed by the Members with requisite majority.

In connection with the same, please find the following:


- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as **Annexure - 1**.
- b) Combined voting results of the remote e-voting together with the voting conducted at the AGM venue, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as **Annexure - 2**.
- c) The Scrutinizer's Report dated 24<sup>th</sup> September, 2019, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure - 3**.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. [www.nsil.net.in](http://www.nsil.net.in)

You are requested to kindly take the same on record.

Thanking you.

Yours truly,  
**For National Standard (India) Limited**

  
**Madhur Mittal**  
**Company Secretary & Compliance Officer**  
**Membership No. A47976**



Encl.: As above

# NATIONAL STANDARD (INDIA) LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

## ANNEXURE 1

### SUMMARY OF THE PROCEEDINGS OF THE 56<sup>TH</sup> ANNUAL GENERAL MEETING

The 56<sup>th</sup> Annual General meeting (“AGM”) of the Company was held on Tuesday, 24<sup>th</sup> September, 2019 at 1.00 p.m. which was concluded at 1:40 p.m. at 8<sup>th</sup> Floor, Lodha Excelus, N.M. Joshi Marg, Apollo Mills Compound, Mahalaxmi, Mumbai- 400011.

Ms. Smita Ghag, Chairperson of the Company chaired the meeting. The requisite quorum being present, the Chairperson called the meeting to order. With the consent of the Members, the Notice convening the Meeting and the Auditor’s Report were taken as read.

The following resolutions set out in the notice convening the AGM were proposed and seconded by the members:

| Resolution No. | Details of the resolution   | Type of resolution |
|----------------|---|--------------------|
| 1.             | Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2019 together with the Report of the Board of Director’s and Auditor’s thereon. | Ordinary           |
| 2.             | Appoint a Director in place of Ms. Smita Ghag (DIN 02447362), who retires by rotation and being eligible, offers herself for re-appointment.                                  | Ordinary           |
| 3.             | Appointment and Continuation of Directorship of Mr. Kurian Lonappen Arimpur (DIN 08265692) as a Non – Executive Director.   | Special            |

The Company Secretary informed the Members that Mr. Shравan Gupta, Practising Company Secretary had been appointed as Scrutinizers to supervise that the remote e-voting and the voting at the AGM venue was done in a fair and transparent manner.

The Company Secretary also informed that the facility of electronic voting was available at the venue of the meeting for the Members who had earlier not exercised their vote through remote e-voting.

The Chairperson then invited the Members to express their views, ask questions and seek clarifications on the operations as well as the financial performance of the Company. The Chairperson then responded to the questions asked and clarifications sought by the Members.

Post the Q&A session, the Chairperson thanked the Members for attending and participating at the meeting. The Chairperson concluded by authorizing the Company Secretary to carry out the voting process and declare the results of the consolidated voting. He informed the Members that the consolidated voting results would be made available on the website of the Company viz. [www.nsil.net.in](http://www.nsil.net.in) and the website of National Securities Depository Limited viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within 48 hours of the conclusion of the meeting.

The Scrutinizer’s Report was received on Tuesday, 24<sup>th</sup> September, 2019 and, as set out therein, all the Resolutions have been passed with the requisite majority.

Thanking you.

For National Standard (India) Limited

  
**Madhur Mittal**  
Company Secretary & Compliance Officer  
Membership No. A47976



**ANNEXURE - 2**

**DETAILS OF VOTING RESULTS OF THE 56<sup>th</sup> ANNUAL GENERAL MEETING OF NATIONAL STANDARD (INDIA) LIMITED HELD ON 24<sup>TH</sup> SEPTEMBER, 2019**

|  |                                  |
|--|----------------------------------|
| <b>Date of the AGM</b>   | 24 <sup>th</sup> September, 2019 |
| <b>Total number of shareholders on record date (i.e. 17<sup>th</sup> September, 2019 - Cut-off date for the purpose of Voting)</b> | 990                              |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b>   |                                  |
| Promoters and Promoter Group:  | 1                                |
| Public:  | 10                               |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b>  |                                  |
| Promoters and Promoter Group:  | Not arranged                     |
| Public:  |                                  |



**AGENDA-WISE DISCLOSURE**

| Item No. 1: Consider and adopt audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019, and the reports of the Board of Directors' and Auditors' thereon. |                |                        |                         |   |                            |                            |   |  |               |  |
|---|----------------|------------------------|-------------------------|---|----------------------------|----------------------------|---|--|---------------|--|
| Resolution required: (Ordinary/Special)   | Ordinary       |                        |                         |   |                            |                            |   |  |               |  |
| Whether promoter/ promoter group are interested in the agenda/resolution?   | No             |                        |                         |   |                            |                            |   |  |               |  |
| 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 polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes |  |
| Promoter and Promoter Group   | E-Voting       |                        | 14788099                | 100.00  | 14788099                   | 0                          | 100.00  | 0  | 0             |  |
|   | Poll           | 14788099               | 0                       | 0   | 0                          | 0                          | 0   | 0  | 0             |  |
|   | Total          | 14788099               | 14788099                | 100.00  | 14788099                   | 0                          | 100.00  | 0  | 0             |  |
| Public Institutional holders  | E-Voting       | 90                     | 0                       | 0   | 0                          | 0                          | 0   | 0  | 0             |  |
|   | Poll           |                        | 0                       | 0   | 0                          | 0                          | 0   | 0  | 0             |  |
|   | Total          | 90                     | 0                       | 0   | 0                          | 0                          | 0   | 0  | 0             |  |
| Public Non Institutional holders  | E-Voting       | 5211811                | 990013                  | 19  | 990013                     | 0                          | 100   | 0  | 0             |  |
|   | Poll           |                        | 43                      | 0   | 43                         | 0                          | 100   | 0  | 0             |  |
|   | Total          | 5211811                | 990056                  | 19  | 990056                     | 0                          | 100   | 0  | 0             |  |
| Total   |                | 20000000               | 15778155                | 78.89   | 15778155                   | 0                          | 100   | 0  | 0             |  |



*Handwritten signature/initials*

**Item No. 2: Re-appointment of Ms. Smita Ghag (DIN 02447362) as the Director, retiring by rotation.**

| Resolution required: (Ordinary/<br>Special)                               |                | Ordinary               |                         |   |                              |                            |  |  |               |  |  |
|---|----------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|---------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                | No                     |                         |   |                              |                            |  |  |               |  |  |
| 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 | Invalid Votes |  |  |
| Promoter and Promoter Group   | E-Voting Poll  | 14788099               | 14788099                | 100.00  | 14788099                     | 0                          | 100.00   | 0  | 0             |  |  |
|   | Total          | 14788099               | 14788099                | 100.00  | 14788099                     | 0                          | 100.00   | 0  | 0             |  |  |
| Public Institutional holders  | E-Voting Poll  | 90                     | 0                       | 0   | 0                            | 0                          | 0  | 0  | 0             |  |  |
|   | Total          | 90                     | 0                       | 0   | 0                            | 0                          | 0  | 0  | 0             |  |  |
| Public Non Institutional holders  | E-Voting Poll  | 5211811                | 990013                  | 19  | 990013                       | 0                          | 100  | 0  | 0             |  |  |
|   | Total          | 5211811                | 990056                  | 19  | 990056                       | 0                          | 100  | 0  | 0             |  |  |
| Total   | E-Voting Poll  | 20000000               | 15778155                | 78.89   | 15778155                     | 0                          | 100  | 0  | 0             |  |  |
|   | Total          | 20000000               | 15778155                | 78.89   | 15778155                     | 0                          | 100  | 0  | 0             |  |  |



*Smita Ghag*

**Item No. 3: Appointment and Continuation of Directorship of Mr. Kurian Lonappen Arimpur (DIN 08265692) as a Non – Executive Director.**

| Resolution required: (Ordinary/<br>Special)                               |                | Special                |                         |   |                              |                            |  |  |               |  |  |
|---|----------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|---------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                | No                     |                         |   |                              |                            |  |  |               |  |  |
| 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 | Invalid Votes |  |  |
| Promoter and Promoter Group   | E-Voting       |                        | 14788099                | 100.00  | 14788099                     | 0                          | 100.00   | 0  | 0             |  |  |
|   | Poll           | 14788099               | 0                       | 0   | 0                            | 0                          | 0  | 0  | 0             |  |  |
|   | Total          | 14788099               | 14788099                | 100.00  | 14788099                     | 0                          | 100.00   | 0  | 0             |  |  |
| Public Institutional holders  | E-Voting       | 90                     | 0                       | 0   | 0                            | 0                          | 0  | 0  | 0             |  |  |
|   | Poll           |                        | 0                       | 0   | 0                            | 0                          | 0  | 0  | 0             |  |  |
|   | Total          | 90                     | 0                       | 0   | 0                            | 0                          | 0  | 0  | 0             |  |  |
| Public Non Institutional holders  | E-Voting       |                        | 990013                  | 19  | 990013                       | 0                          | 100  | 0  | 0             |  |  |
|   | Poll           | 5211811                | 43                      | 0   | 43                           | 0                          | 100  | 0  | 0             |  |  |
|   | Total          | 5211811                | 990056                  | 19  | 990056                       | 0                          | 100  | 0  | 0             |  |  |
| Total   |                | 20000000               | 15778155                | 78.89   | 15778155                     | 0                          | 100  | 0  | 0             |  |  |



*M. V. Arimpur*





## FORM No. MGT-13

## Consolidated Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

**The Chairman of the 56<sup>th</sup> Annual General Meeting of the Shareholders of NATIONAL STANDARD (INDIA) LIMITED held on Tuesday, the 24<sup>th</sup> day of September, 2019 at 01.00 P.M. At 08<sup>th</sup> Floor, Lodha Excelus, Apollo Mills Compound, N.M. Joshi Marg, Mahalaxmi, Mumbai 400011.**

Dear Sir,


I, Shravan A. Gupta, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, situated at A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai - 400092 have been appointed as scrutinizer by the Board of Directors of **National Standard (India) Limited** ("the company") for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the companies Act, 2013 read with Rule 20 of companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 on the 3 resolutions contained in the notice convening the 56<sup>th</sup> Annual General Meeting of the members of the company, held on Tuesday, the 24<sup>th</sup> day of September, 2019 **at 01.00 P.M. At 08<sup>th</sup> FLOOR, LODHA EXCELUS, APOLLO MILLS COMPOUND, N.M. JOSHI MARG, MAHALAXMI, MUMBAI 400011.**

1. I, Shravan A. Gupta, practicing Company Secretaries, A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai - 400092. I am well versed with the process of e-voting, as Associate for the process of scrutiny of e-voting.
2. The Management of the Company is responsible for the compliance of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. My responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against for respective resolutions.
3. The Company had availed the remote e- voting facility provided by National Securities Depository Limited ("NSDL"), the agency authorized under the rules and engaged by the Company to provide e- voting facilities for voting through electronic means.
4. The Shareholders holding equity shares as on the "cut- off date" i.e. 17<sup>th</sup> September 2019 were entitled to vote on the resolutions proposed in the Notice calling the 56<sup>th</sup> Annual General Meeting of the Company. The remote e- voting commenced on 20<sup>th</sup> September 2019 (9:00 AM) and closed on 23<sup>rd</sup> September 2019 (05.00 P.M).



5. Ballot box which was being kept for the purpose of voting through ballots was locked by me and was opened on closure of the meeting in my presence and in presence of Ms. Kiran Vishwakarma and Mr. Jayesh Savaliya who are not in employment of the Company and all ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company.
6. The Members who have abstained from voting in polling process have been included in Invalid/ Abstain votes.
7. I am submitting herewith a consolidated report on the remote e- voting together with that of voting through ballot process at the venue of the meeting in Annexure 1.
8. The electronic data and all other relevant records relating to the remote e- voting and voting through ballot process is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
9. All the resolutions as per the results given in Annexure 1 were passed with requisite majority.

**Thanking you,  
For Shravan A. Gupta & Associates**

  
**Shravan A. Gupta  
Proprietor  
ACS: 27484, CP:9990  
Place Mumbai  
Dated : 24.09.2019**



**Encl. as aboves**



### ANNEXURE -1

Consolidated Report of the Remote E- Voting together with that of Voting through Ballot process at the venue of the meeting

a) **Item NO. 1: Ordinary Resolution-** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

| Mode of Voting                                   | Number of Members voting | Number of votes cast by them | % of total number of valid votes cast |
|--|--------------------------|------------------------------|---------------------------------------|
| Number of members voted through remote e- voting | 3                        | 1,57,78,112                  | 99.99                                 |
| Number of members voted through ballot           | 8                        | 43                           | 0.01                                  |
| <b>Total</b>                                     | <b>11</b>                | <b>1,57,78,155</b>           | <b>100</b>                            |

(ii) Voted against the resolution:

| Mode of Voting                                   | Number of Members voting | Number of votes cast by them | % of total number of valid votes cast |
|--|--------------------------|------------------------------|---------------------------------------|
| Number of members voted through remote e- voting | --                       | --                           | --                                    |
| Number of members voted through ballot           | --                       | --                           | --                                    |
| <b>Total</b>                                     | <b>--</b>                | <b>--</b>                    | <b>--</b>                             |

(iii) Invalid/ Abstain Votes:

| Mode of Voting                                   | Number of Members voting | Number of shares held |
|--|--------------------------|-----------------------|
| Number of members voted through remote e- voting | --                       | --                    |
| Number of members voted through ballot           | --                       | --                    |
| <b>Total</b>                                     | <b>--</b>                | <b>--</b>             |

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated May 23, 2019 has been passed by the members with requisite majority.



(b) **Item No.2: Ordinary Resolution** – To appoint a Director in place of Ms. Smita Ghag (DIN 02447362), who retires by rotation and is eligible, offers herself for re-appointment

(i) Voted in favour of the resolution:

| Mode of Voting                                   | Number of Members voting | Number of votes cast by them | % of total number of valid votes cast |
|--|--------------------------|------------------------------|---------------------------------------|
| Number of members voted through remote e- voting | 3                        | 1,57,78,112                  | 99.99                                 |
| Number of members voted through ballot           | 8                        | 43                           | 0.01                                  |
| <b>Total</b>                                     | <b>11</b>                | <b>1,57,78,155</b>           | <b>100</b>                            |

(ii) Voted against the resolution:

| Mode of Voting                                   | Number of Members voting | Number of votes cast by them | % of total number of valid votes cast |
|--|--------------------------|------------------------------|---------------------------------------|
| Number of members voted through remote e- voting | --                       | --                           | --                                    |
| Number of members voted through ballot           | --                       | --                           | --                                    |
| <b>Total</b>                                     | <b>--</b>                | <b>--</b>                    | <b>--</b>                             |

(iii) Invalid/ Abstain Votes:

| Mode of Voting                                   | Number of Members voting | Number of shares held |
|--|--------------------------|-----------------------|
| Number of members voted through remote e- voting | --                       | --                    |
| Number of members voted through ballot           | --                       | --                    |
| <b>Total</b>                                     | <b>--</b>                | <b>--</b>             |

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated May 23, 2019 has been passed by the members with requisite majority.



- (c) **Item No.3: Special Resolution** – To approve appointment and Continuation of Directorship of Mr. Kurian Lonappen Arimpur (DIN 08265692) as a Non – Executive Director.

(i) Voted in favour of the resolution:

| Mode of Voting                                   | Number of Members voting | Number of votes cast by them | % of total number of valid votes cast |
|--|--------------------------|------------------------------|---------------------------------------|
| Number of members voted through remote e- voting | 3                        | 1,57,78,112                  | 99.99                                 |
| Number of members voted through ballot           | 8                        | 43                           | 0.01                                  |
| <b>Total</b>                                     | <b>11</b>                | <b>1,57,78,155</b>           | <b>100</b>                            |

(ii) Voted against the resolution:

| Mode of Voting                                   | Number of Members voting | Number of votes cast by them | % of total number of valid votes cast |
|--|--------------------------|------------------------------|---------------------------------------|
| Number of members voted through remote e- voting | --                       | --                           | --                                    |
| Number of members voted through ballot           | --                       | --                           | --                                    |
| <b>Total</b>                                     | <b>--</b>                | <b>--</b>                    | <b>--</b>                             |


(iii) Invalid/ Abstain Votes:

| Mode of Voting                                   | Number of Members voting | Number of shares held |
|--|--------------------------|-----------------------|
| Number of members voted through remote e- voting | --                       | --                    |
| Number of members voted through ballot           | --                       | --                    |
| <b>Total</b>                                     | <b>--</b>                | <b>--</b>             |

Based on the aforesaid results, ordinary resolution at Item No. 3 of the Notice dated May 23, 2019 has been passed by the members with requisite majority.

Thanking you  
Yours faithfully

For Shravan A. Gupta & Associates

  
Shravan A. Gupta  
Proprietor  
ACS: 27484, CP:9990  
Place Mumbai  
Dated : 24.09.2019  
Encl. as above





Countersigned by:

Witness 1

Witness 2

Chairman of 56<sup>th</sup> AGM

Jayesh Savaliya

Kiran Vishwakarma