

STANDARD CAPITAL MARKETS LIMITED

REGD OFFICE: -8/28, WEA ABDUL AZIZ ROAD, KAROL BAGH, NEW DELHI-110005(INDIA)

CIN -L74899DL1987PLC027057

E-MAIL: stancap.delhi@gmail.com, Phone: 011-28759592

29th August, 2018

To,
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001
Scrip Code: 511700

Sub: Submission of Voting Results & Scrutinizer Report of 31ST Annual General Meeting of STANDARD CAPITAL MARKETS LIMITED held on 28th September, 2018.

Dear Sir,

Pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 31st AGM of Standard Capital Markets Limited ("**the Company**") was held on Friday, September 28, 2018 at 11:30 A.M at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042.

All the proposed resolutions as set out in the AGM Notice were passed with the requisite majority. In this regard, we enclose herewith:

- i. Details regarding the Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. Scrutinizer Report on remote e-voting and poll conducted at the AGM pursuant to sec 108 of the Companies Act, 2013 read with rules made there under.

You are requested to kindly take the same into your records and oblige.

Thanking you.

For **STANDARD CAPITAL MARKETS LIMITED**



Managing Director
Ghanshyam Prasad Gupta
DIN: 00287019
Address: 14, Shakti Apartment Ashok Vihar,
Phase-III Delhi 110052
Encl: as above

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Voting Results

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

| | |
|---|----------------------------------|
| Name of the Company | Standard Capital Markets Limited |
| Date of the AGM | 28 th September, 2018 |
| Total number of shareholders on record date (Cut-off date - 21 st September, 2018) | 3821 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | 11 |
| Public: | 12 |
| No. of shareholders attended the meeting through Video Conferencing: | |
| Promoters and Promoter Group: | 0 |
| Public: | 0 |

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Reports of the Board of Director's and Auditor's thereon.

| Resolution Required: (Ordinary/Special) | | Ordinary Resolution | | | | | | |
|---|-------------------|---------------------|----------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | | 328175 | 18.6655 | 328175 | 0 | 0 | 0 |
| | Poll | 1758187 | 291752 | 16.5939 | 291752 | 0 | 100 | 0 |
| | Sub- Total | | 619927 | 35.2594 | 619927 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub- Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | | 190022 | 8.4646 | 190022 | 0 | 100 | 0 |
| | Poll | 2241913 | 135507 | 6.0362 | 135507 | 0 | 100 | 0 |
| | Sub- Total | | 325529 | 14.5007 | 228121 | 0 | 100 | 0 |
| TOTAL | | 4000100 | 945456 | 23.6181 | 945456 | 0 | 100 | 0 |

*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

2. To appoint a Director in place of Mr. Ghanshyam Prasad Gupta (DIN: 00287019), who retires by rotation and being eligible, offers himself for re-appointment.

| Resolution Required: (Ordinary/Special) | | Ordinary Resolution | | | | | | |
|---|-------------------|---------------------|----------------------|--|--------------------------|------------------------|---|---|
| Whether promoter/ promoter group/ are interested in the agenda/ resolution: | | No | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled* | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | (2) | | (4) | (5) | | |
| | Poll | 1758187 | 328175 | 18.6655 | 328175 | 0 | [(4)/(2)]*100 | [(5)/(2)]*100 |
| | Sub- Total | | 619927 | 35.2594 | 619927 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub- Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | | 190022 | 8.4646 | 190022 | 0 | 100 | 0 |
| | Poll | 2241913 | 135507 | 6.0362 | 135507 | 0 | 100 | 0 |
| | Sub- Total | | 325529 | 14.5007 | 228121 | 0 | 100 | 0 |
| TOTAL | | 4000100 | 945456 | 23.6181 | 945456 | 0 | 100 | 0 |

*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

CONCLUSION: All the **ORDINARY RESOLUTIONS** as per the Notice convening the Annual General Meeting have been **CARRIED WITH REQUISITE MAJORITY.**

On behalf of the Board
For STANDARD CAPITAL MARKETS LIMITED



Managing Director
Ghanshyam Prasad Gupta
DIN: 00287019
Address: 14, Shakti Apartment Ashok Vihar,
Phase-III Delhi 110052

A. K. NANDWANI ASSOCIATES

Company Secretaries

125-126, B. D. Chambers, 10/54, D. B. Gupta Road,
Karol Bagh, New Delhi - 110005 (INDIA)
Ph. : (O) 91-11-41548580 Telefax : 91-11-47528088
E-mail : info@aknassociates.in, aknconsult@gmail.com
Visit us : www.aknassociates.in

Dated: 29.09.2018

**The Chairman
Standard Capital Markets Limited
8/28, WEA Abdul Aziz Road,
Karol Bagh, New Delhi-110005.**

Sub: Scrutinizer's Report on the "Remote E-Voting" and "Voting through Ballot at the Meeting" in respect of the resolutions contained in the notice of the 31st Annual General Meeting of Standard Capital Markets Limited held on 28th September, 2018.

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report dated 28th September, 2018 on the "Remote E-Voting" and "Voting through Ballot at the meeting" in respect of the 31st Annual General Meeting of Standard Capital Markets Limited held on 28th September, 2018.

Thanking You

Yours Sincerely

**For A. K. Nandwani & Associates
Company Secretaries**

Kavita
**Kavita
Partner
FCS- 9115
CP- 10641**



Encl.: As above

A. K. NANDWANI

ASSOCIATES

Company Secretaries

125-126, B. D. Chambers, 10/54, D. B. Gupta Road,
Karol Bagh, New Delhi - 110005 (INDIA)

Ph. : (O) 91-11-41548580 Telefax : 91-11-47528088

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Visit us : www.aknassociates.in

Consolidated Report of Scrutinizer on remote e-voting and voting through ballot at the Meeting
(Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of
Companies (Management & Administration) Rules, 2014)

Dated: 29.09.2018

The Chairman

Standard Capital Markets Limited

8/28 WEA Abdul Aziz Road

Karol Bagh, New Delhi-110005

Sub: Scrutinizer's Report on the "Remote E-Voting" and "Voting through ballot at the Meeting" in respect of the resolutions contained in the notice of the 31st Annual General Meeting of Standard Capital Markets Limited held on 28.09.2018.

Dear Sir,

I, Kavita, Partner of M/s. A.K. Nandwani & Associates, Company Secretaries in whole Time Practice, having office at 125-126, B.D. Chambers, 10/54, D.B. Gupta Road, Karol Bagh, New Delhi-110005, have been appointed as a scrutinizer of Standard Capital Markets Limited (hereinafter referred to as 'the Company') to carry out the scrutiny of the Remote E-Voting and Voting through ballot at the 31st Annual General Meeting (hereinafter referred to as 'AGM' / 'said AGM'), for and in respect of all the Resolutions, as contained in the notice of the said AGM.

I have consented to act as Scrutinizer and have accepted the said appointment in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Secretarial Standards on General Meetings (SS-2). I have conducted the scrutiny of the aforesaid Remote E-Voting and Voting through Ballot at the said AGM, in respect of all the Proposed Resolutions contained in the Notice.



The management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and Rules made there under relating to remote e-voting and physical ballot voting on the resolutions contained in the notice dated September 01, 2018 of the 31st AGM of the Members of the Company. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated 1st September, 2018 based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL/Service Provider), the authorized agency to provide e-voting facility and voting conducted at the venue of the AGM.

I hereby submit my consolidated scrutinizer's report on all resolutions contained in the notice of the said Annual General Meeting:

1. CDSL has provided a system for recording the votes of the Members electronically on all the items of the business (Ordinary and Special) sought to be transacted in the 31st AGM of the Company which was held on Friday, September 28, 2018.
2. The Shareholders holding shares as on the "cut off" date i.e. as on 21st September, 2018, were entitled to vote on the proposed resolutions (item no. 1 to 2 as set out in the notice of Annual General Meeting.)
3. In terms of the Clause (vi) of the Sub Rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Remote e-voting remained opened from 25th September, 2018 at 10:00 A.M. and ends on 27th September, 2018 at 5:00 P.M..
4. At the end of the voting period on Thursday, September 27, 2018 at 05.00 P.M., the voting portal of the Service Provider was blocked forthwith.
5. At the venue of the 31st AGM of the Company held on September 28, 2018, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E- Voting to register their votes. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me.
6. After the voting at the AGM was concluded, the sealed ballot box was subsequently opened in my presence and of the two witnesses, Ms. Harpreet Kaur and Ms. Renuka and ballot papers were diligently scrutinized. The ballot papers were reconciled with



the records maintained by the Company and the Registrar and Transfer Agents with respect to the authorisations/proxies lodged with the Company.

7. The votes casted through Remote E- Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Harpreet Kaur and Ms. Renuka who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the said Rule 20.
8. The votes casted at the venue of the AGM through ballot paper were counted.
9. The details containing, inter alia, list of equity shareholders, who voted “for” or “against”, were downloaded from the e-voting website of Central Depository Services (India) Limited (<http://www.evotingindia.com>).
10. The details of the Consolidated Results of the Remote e-Voting together with voting conducted at venue of the AGM by way of Ballot Papers in respect of each of the proposed resolution are as under:

ORDINARY BUSINESS:

Item No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.

| Category | Manner of Voting | Votes in favour of the resolution | | Votes against resolution | | Invalid/abstain Votes Nos. |
|-----------------------------|------------------|-----------------------------------|--------------|--------------------------|----------|----------------------------|
| Promoter and promoter Group | Remote E-Voting | 3,28,175 | 08.20 | - | - | - |
| | Physical Voting | 2,91,752 | 07.29 | - | - | - |
| Public | Remote E-Voting | 1,90,022 | 04.75 | - | - | - |
| | Physical Voting | 1,35,507 | 03.39 | - | - | - |
| | Total | 9,45,456 | 23.63 | - | - | - |

Item No. 2

To appoint a Director in place of Mr. Ghanshyam Prashad Gupta (DIN: 00287019), Director, who retires by rotation and being eligible, offers himself for re-appointment as Director.

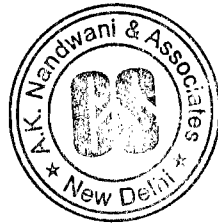


| Category | Manner of Voting | Votes in favour of the resolution | | Votes against resolution | | Invalid/abstain Votes Nos. |
|-----------------------------|------------------|-----------------------------------|--------------|--------------------------|----------|----------------------------|
| | | | | | | |
| Promoter and promoter Group | Remote E-Voting | 3,28,175 | 08.20 | - | - | - |
| | Physical Voting | 2,91,752 | 07.29 | - | - | - |
| Public | Remote E-Voting | 1,90,022 | 04.75 | - | - | - |
| | Physical Voting | 1,35,507 | 03.39 | - | - | - |
| | Total | 9,45,456 | 23.63 | - | - | - |

I hereby confirm that, I am maintaining the Register/records received from the service Provider electronically, in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the members of the company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Authorised person of the Company for safe keeping, after the Chairman signs the Minutes of the 31st AGM.

For A. K. Nandwani & Associates
Company Secretaries

Kavita
Kavita
Partner
FCS- 9115
CP- 10641



Harpreet
 29/09/2018

Date: 28.09.2018
Place: New Delhi

Renjita
 29/09/2018