### STANROSE MAFATLAL

# STANDARD INDUSTRIES LTD.

CIN: L17110MH1892PLC000089

REGISTERED OFFICE: PLOT NO. 4, TTC INDUSTRIAL AREA, THANE BELAPUR ROAD, PO MILLENIUM BUSINESS PARK, NAVI MUMBAI - 400 710, MAHARASHTRA, INDIA. TEL.: 91 22 6516 2883, 6516 2890 FAX: 91 22 2778 0175

E-MAIL: standardgrievances@rediffmail.com WEBSITE: www.standardindustries.co

TBP:SH:7:33:146

14th August, 2019

The Senior General Manager, (Listing Compliance Manager) BSE Limited 24th Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001. Scrip Code: 530017

The Secretary,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Symbol: SIL

Dear Sirs,

Sub: Voting Results and Combined Scrutinizer's Report of the 122<sup>nd</sup> Annual General Meeting ("AGM") of the Company

held on 13th August, 2019

Ref: Regulation 44(3) of SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015

This is to inform you that the 122<sup>nd</sup> Annual General Meeting of the Company was held on Tuesday, the 13<sup>th</sup> August, 2019, at 3.00 p.m. at the The Park Navi Mumbai, Plot No. 1, Sector 10, CBD Belapur, Navi Mumbai – 400 614.

Enclosed please find the Voting Results of the AGM of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with Combined Scrutinizer's Report which are attached herewith as **Annexure – A** and **Annexure – B** respectively.

This is for your information and record.

Thanking you,

Yours faithfully, For and on behalf of STANDARD INDUSTRIES LIMITED.

"Faultali

(MRS. T.B. PANTHAKI)
VICE PRESIDENT (LEGAL)
& COMPANY SECRETARY

Encl:

	STANDARD INDUSTRIES LTD
Date of the AGM/EGM	13-08-2019
Total number of shareholders on record date	27946
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	69
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
	ORDINARY - ADOPTION OF DIRECTORS REPORT, AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019 AND AUDITORS								
Resolution required: (Ordinary)	REPORT THEREON.								
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	(5) (1) (5) (5) (6) (6) (6) (6) (6) (6) (6) (6) (6) (6			32 23 23				
				·					
		ļ	ļ	% of Votes Polled			% of Votes in	% of Votes	
		1		on outstanding			favour on votes	against on votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes	polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (S)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]+100	
	E-Voting		1,29,62,042	100.0000	1,29,62,042	0	100.0000	0.000	
	Poll	1,29,62,042		0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if								
Promoter and Promoter Group	applicacie)		0	0.0000	0	٥	0.0000	0.0000	
	Total	日本代表的探查	1,29,62,042	100,0000	1,29,62,042	0	100.0000	0.000	
	E-Voting	1	0	0.0000	0	٥	0.0000	0.000	
	Poli	31,88,608	0	0.0000	0	0	0.0000	0.000	
Public- Institutions	Postal Ballot (if applicable)		٥	0.0000	. 0	0	0.0000	0.0000	
	Total		0 (100)	0	0		0.0000	0.0000	
	E-Voting		2,51,07,211	52.1131	2,51,07,102	109	99.9995	0.0004	
	Poll	1 401 70 201	5,015	0.0104	5,015	0	100.0000	0.0000	
	Postal Ballot (if	4,81,78,291	· · ·						
Public- Non Institutions	applicable)			0.0000	0	0	0.0000	0.0000	
	Total	al e lateration	2,51,12,226	52.1235	2,51,12,117	109	99.9996	0.000	
	rom:	2164208941	3807/069	C 12		20109	99 9997	251 P.C. CO.000	

Resolution No.	2									
Resolution required: (Ordinary)	ORDINARY - RE-A	ORDINARY - RE-APPOINTMENT OF SHRI PRADEEP R MAFATLAL WHO RETIRES BY ROTATION.								
Whether promoter/ promoter group are				nga (1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1						
nterested in the agenda/resolution?	NO	513 Mar Mar Dag 7 (State	1911 AV 1966 - 193	L, 15 4 (425 ) Lead (225)	Voca Androna de Car	**				
				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes		
		No. of shares	No. of votes		No. of Votes – in	No. of Votes	polled	polled		
ategory	Mode of Voting	held (1)	polled (2)	(3)=((2)/(1))* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]+100		
	E-Voting	1	1,29,62,042	100.0000	1,29,62,042	0	100.0000	0.000		
	Poll	1,29,62,042	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if				İ					
Promoter and Promoter Group	applicable)			0.0000		0	0.0000			
	Total	Same Spirit	1,29,62,042	100.0000	1,29,62,042	3 44 5 6 00	100.0000	0,000		
	E-Voting	J	0	0.0000	0		0.0000	0.000		
	Poll	31,88,608	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if	31,00,000					}	i		
Public- Institutions	applicable)		0	0.0000	0	0	0.0000			
	Total 46.4	7 (256) (255)	0	· · · · · · · · · · · · · · · · · · ·	Mark III A CO		0.0000	0.0000		
	E-Voting		2,51,07,211	52.1131	2,51,07,102	109	99.9995	0.0004		
	Poli	4,81,78,291	5,015	0.0104	5,015	0	100.0000	0.0000		
<u>Public- Non Institutions</u>	Postal Ballot (if applicable)	7,31,76,251	0	0.0000	0	o	0.0000	0.0000		
	Total	CONTRACTOR	2,51,12,226	52.1235	2,51,12,117	109	99.9996	0.0004		
		A 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	5 THE TOTAL OF THE PARTY OF THE	BOOK OF STREET	3 80 74 159					

Resolution No.	3	<u> </u>								
1	SPECIAL - RE-APP	SPECIAL - RE-APPOINTMENT OF SHRI M LAPTE AS NON-EXECUTIVE -INDEPENDENT DIRECTOR AND CONTINUANCE OF HIS DIRECTORSHIP PURSUAN								
Resolution required: (Special)	TO REGULATION	171A OF SEBI LODR	REGULATIONS, 20	DIS, TILL EXPIRY OF	HIS TERM ON 13T	H AUGUST, 2022.				
Whether promoter/promoter group are interested in the agenda/resolution?	NO	2500-5040	Indianament (1977)							
1				% of Votes Polled		Í	% of Votes in	% of Votes		
			'	on outstanding			favour on votes	against on votes		
	ļ	No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes	polled	polled		
Category	Mode of Voting	held (1)	polled (2)	(3)=((2)/(1)]* 100	favour (4)	against (5)	(6)=((4)/(2))*100	(?)=[(5)/(2))*100		
	E-Voting		1,29,62,042	100.0000	1,29,62,042	0				
	Poll	1,29,62,042	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if	1,25,52,51	1 "	1						
Promoter and Promoter Group	applicable)		0'	0.0000		0	0.0000			
	Total	- Free Color (SC) (Free Color (SC)) The Color (SC) (SC) (SC) (SC)	1,29,62,042		1,29,62,042	0	100,0000			
	E-Voting		0	0.0000	0	0	0.0000			
	Poll	31,88,608	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if		! '			!	ļ	l		
Public- Institutions	applicable)	The second state of the state o	0	0.0000		0	0.0000			
	Total	ja stilaku elektik	0.0010.000	13780-1384-150	1000000					
	E-Voting		2,51,07,211	52.1131	2,51,07,102	109	99,9995	0.0004		
	Poli	4,81,78,291	5,015	0.0104	5,015	0	100.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)	1	ا، ا	0.0000	اه ۱	o	0.0000	0.0000		
	Total	NAMES V RESOLUTI	2,51,12,226			109				
	# 1013 B	2245081645	3074 268	MANAGER TA MINISTER MANAGEMENT AND	200 SERVICE A 150		9 9997			

Resolution No.	4							
Resolution required: (Special)	SPECIAL - RE-APP	OINTMENT OF SHE	I SHOBHAN DIWA	NJI AS NON-EXECU	TIVE -INDEPENDEN	IT DIRECTOR.		
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1			Collina Article			
Category	Mode of Voting	No. of shares	No. of votes polled {2} 1,29,62,042	% of Votes Polied on outstanding shares {3}=[{2}/{1}]* 100	No. of Votes - in	against (5)		% of Votes against on votes polled (7)=[(5)/(2)]*100
	Poll Postal Ballot (if	1,29,62,042		0.0000	1,23,02,042			
Promoter and Promoter Group	applicable)		0	0.0000	0		0.0000	
	Total	094040000000000000000000000000000000000	1,29,62,042					
	E-Voting Poll	1			0			
	Postal Ballot (if	31,88,608						
Public- Institutions	applicable)	THE THE PERSON NAMED AND ADDRESS OF THE PERSON NAMED AND ADDRE	0	0.0000	0	0	0.0000	
	Total E-Voting		2,51,07,211	52.1131	2,51,07,102			0.000
	Poll	4,81,78,291	5,015	0.0104	5,015	0		
L.,	Postal Ballot (if	4,01,78,231				l .		
Public- Non Institutions	applicable) Total	Conscionation san	2 51 12 226	0.0000		ware constant 109	0.0000	
	Total	6/43728.941		591868				Control of the contro
	-							
Resolution No.	5							
Resolution required: (Special)				AS NON-EXECUTIV LATIONS, 2015, TIL				DIRECTORSHIP
Whether promoter/ promoter group are	AMMARA 50000000		SVA SQUARE		041510808			
interested in the agenda/resolution?	NO	.10,51,00,00,00,000	inspiration of	43/64/44/46	802 N 56 B C 1 7 1 C	witured sing	TO MEMBER AND	LACENDARY LE
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	1	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 100.0000	favour (4) 1,29,62,042	against (5)	(6)=[(4)/(2)]*100 100.0000	
	E-Voting Poll		1,29,62,042	t	1,29,62,042	0		
	Postal Ballot (if	1,29,62,042						
Promoter and Promoter Group	applicable) Yotal	Section session con	0 1,29,62,042	0.0000	1,29,62,042	0		
***************************************	E-Voting		0		0		0.0000	
	Poli	31,88,608	0	0.0000	0	0	0.0000	0.000
oublic- Institutions	Postal Ballot (if applicable)	İ	o	0.0000	، ا	۱ ،	0.0000	0.000
	Total	transfer transfer	0		11776		0.0000	
	E-Voting		2,51,07,211	52.1131	2,51,07,102	109	99.9995	0.000
	Poll Postal Ballot (if	4,81,78,291	5,015	0.0104	5,015	0	100.0000	0.000
Public- Non Institutions	applicable)	ĺ	. 0	0.0000	0	0	0.0000	0.000
	Total		2,51,12,226		2,51,12,117			
	Total Sales Sales	38 243 28 941	3.807/A7268	185971868	380,747159	100	16868888888888	12.02.03.000
Resolution No.	6							
Resolution required: (Ordinary)	ORDINARY - APPR	OVAL OF MATERIA	L RELATED PART T	RANSACTIONS WIT	H SHANUDEEP PRI	IVATE LIMITED.	Languages and the	F**********
Whether promoter/promoter group are interested in the agenda/resolution?	Yes							
Cohanna	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	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
CALENDIA	v. TVINB		0	0.0000	0	0	0.0000	0.000
Lategory	E-Voting	]				0	0.0000	0.000
Lategory	Poll	1,29,62,042	0	0.0000	0	<u>°</u>		
	Poll Postal Ballot (if	1,29,62,042	0			0		0.000
	Poll Postal Ballot (if applicable) Total	1,29,62,042		0.0000	0	0	0.0000	0.000
	Poil Postal Ballot (if applicable) Total E-Voting		0 0 0 0 0	0.0000 0.0000 0.0000	0	0	0.0000 0.0000 0.0000	0.000
	Poil Postal Ballot (if applicable) Total E-Voting Poil		0	0.0000 0.0000 0.0000	0	0	0.0000 0.0000 0.0000	0.000
Promoter and Promoter Group	Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	31,88,608	0 0 0 0	0.0000 0.0000 0.0000 0.0000	0 0 0 0	0 0 0	0.0000 0.0000 0.0000 0.0000	0.000 0.000 0.000
Promoter and Promoter Group Public- Institutions	Poil Postal Ballot (if applicable) Total E-Voting Poil Postal Ballot (if applicable) Total		0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0.0000 0.0000 0.0000 0.0000	0 0 0	0 0 0 0	0.0000 0.0000 0.0000 0.0000	0.000 0.000 0.000 0.000
Promoter and Promoter Group	Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	31,88,608	0 0 0 0 0 0 0 2,51,07,211	0.0000 0.0000 0.0000 0.0000 0.0000 52.1131	0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0	0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 99.9995	0.000 0.000 0.000 0.000 0.000
Promoter and Promoter Group	Poil Postal Ballot (if applicable) Total E-Voting Poil Postal Ballot (if applicable) Total	31,88,608	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0,0000 0,0000 0,0000 0,0000 0,0000 52,1131 0,0104	0 0 0	0 0 0 0	0,0000 0,0000 0,0000 0,0000 0,0000 0,0000 99,9995 100,0000	0.000 0.000 0.000 0.000 0.000 0.000 0.000
Promoter and Promoter Group	Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	31,88,608	0 0 0 0 0 0 0 2,51,07,211	0,0000 0,0000 0,0000 0,0000 0,0000 52,1131 0,0104	0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0,0000 0,0000 0,0000 0,0000 0,0000 99,995 100,0000	0.000 0.000 0.000 0.000 0.000 0.000 0.000



B.COM, LL.B(Gen), FCS

**IS** K.M.JHAVERI & CO. Practising Company Secretary

## **Report of Scrutinizer**

Combined Scrutinizer's Report on Remote E-voting & Physical voting conducted at the 122<sup>nd</sup> Annual General Meeting (AGM) of the Members of Standard Industries Limited held on Tuesday, 13<sup>th</sup> August, 2019 at 3.00 p.m. at The Park Navi Mumbai, Plot No. 1, sector 10, CBD Belapur, Navi Mumbai – 400 614.

To,
The Chairman,
Standard Industries Limited
Plot no. 4, ITC Industrial Area,
Thane Belapur Road,
PO Millenium Business Park,
Navi Mumbai - 400710.

Sub: Passing of Resolution(s) through electronic voting and physical voting done at the venue of the AGM pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

I, Kaushik M. Jhaveri, of M/s. Kaushik. M. Jhaveri & Co., appointed as Scrutinizer by the Board of Directors of Standard Industries Limited on Thursday, 30th May, 2019 (hereinafter referred to as the "the Company" for the purpose of the Remote E-voting process as well as to scrutinize the physical ballot forms to be received from the members at the venue of the Annual General Meeting Pursuant to rule section 108 and 109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I confirm that, I am familiar and well versed with the concept of electronic voting system as prescribed under the Rules.



#### Report on Scrutiny

- 1. The Company had appointed Karvy Fintech Private Limited ('KFPL' or 'Karvy') (Formerly known as Karvy Computershare Private Limited) as the Service Provider, for the purpose of extending the facility of Remote E-voting the members of the Company. KFPL are also the Registrar and Share transfer Agents (RTA) of the Company.
- 2. The service provider had provided system for recording the votes of the members electronically on all the items of the business (both Ordinary and Special Businesses) sought to be transacted at the AGM of the Company, which was held on Tuesday, 13th August, 2019.
- 3. The service provider had set up electronic voting facility on their website, <a href="http://evoting.karvy.com">http://evoting.karvy.com</a>. The company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also on the Service Provider to facilitate their Members to cast their vote through Remote E-voting.
- 4. The **Cut-off date** for the purpose of identifying the Members who will be entitled to vote on the Resolutions placed for the approval of the Members was **Tuesday**, **06**<sup>th</sup> **August**, **2019**.
- 5. The remote E-voting facility was kept open from Friday, 09th August, 2019, 9.00 A. M. to Monday, 12th August 2019 at 5.00 P.M.
- 6. At the end of the voting period on 12<sup>th</sup> August 2019 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- 7. At the venue of the 122<sup>nd</sup> AGM of the Company held on Tuesday, 13<sup>th</sup> August, 2019, the facility to vote through Ballot Paper was provided to facilitate those members present at the meeting but could not participate in Remote E-voting to record their votes.
- 8. The Remote E-voting facility was duly unblocked by me as a scrutinizer in the presence of Ms. Tejashree Pajave and Ms. Trushali Shah who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
- 9. At the AGM venue, one (1) ballot box kept for the purpose of casting of votes was locked in my presence with due identification marks placed by

me. The locked ballot box was subsequently opened in my presence and in presence of two witnesses, as mentioned above, and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisation / proxies lodge with the Company.

10. Thereafter, I as a scrutinizer duly compiled the details of the Remote E-Voting carried out by the Members together with the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conducted at the venue of the AGM by way of Ballot Papers are as under:

Details	Remote	Voting through	Total voting
:	E-Voting	Ballot Paper at	
	_	AGM	
Number of members who cast their votes	28	19	47
Total number of shares held	38069253	5015	38074268
by them			
Valid votes	As per the deta	ils provided under	each one of the
	Resolution(s) me	entioned hereunder	
Abstained / Invalid Votes	As mentioned mentioned hereu	under each of t inder	he Resolution(s)

NOTE: Percentage of votes cast in favour or against the resolutions are calculated based on the <u>Valid Votes</u> cast through Remote E-voting and Physical Voting by ballot paper at the venue of the meeting.



#### **ORDINARY BUSINESS:**

- I) Item No. 1 of the Notice (As an Ordinary Resolution):
   To receive, consider and adopt:
  - a. Audited Balance Sheet as at 31st March, 2019, Statement of Profit and Loss (including other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.
  - b. Consolidated Audited Balance Sheet as at 31st March, 2019, Consolidated Statement of Profit and Loss (including Other Comprehensive Income) and Consolidated Cash Flow Statement for the financial year ended on that date together with the Report of the Auditors thereon.

Manner of Voting	Votes in far resolution	vour of the	Votes resolutio	Abstained / Invalid votes	
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	38069144	99.99	109	0.0003	0
Physical voting	5015	100	0	0	0
Total	38074159	99.99	109	0.0003	0

II) Item No. 2 of the Notice (As an Ordinary Resolution): To appoint a Director in place of Shri Pradeep R. Mafatlal (DIN 00015361), who retires by rotation and being eligible offers himself for re-appointment.

Manner of Voting	Votes in far resolution	vour of the	Votes resolutio	Abstained / Invalid votes	
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	38069144	99.99	109	0.0003	0
Physical voting	5015	100	0	0	0
Total	38074159	99.99	109	0.0003	0

#### **SPECIAL BUSINESS:**

I) Item No. 3 of the Notice (As a Special Resolution):

Approval for continuation of holding office of Non-Executive-Independent Director of the Company by Shri M. L. Apte (DIN 00003656) who is above the age of 75 years as on 1st April, 2019 to hold directorship as Non-Executive Independent Director of the company from 14th August, 2019 till the expiry of his term on 13th August, 2022.

Manner of Voting	Votes in favour of the resolution		Votes resolutio	against the on	Abstained / Invalid votes	
	Nos.	%age	Nos.	%age	Nos.	
Remote E- voting	38069144	99.99	109	0.0003	0	
Physical voting	5015	100	0	0	0	
Total	38074159	99.99	109	0.0003	0	

II) Item No. 4 of the Notice (As a Special Resolution):

Approval for continuation of holding office of Non-Executive-Independent Director of the Company by Shri Shobhan Diwanji (DIN 01667803) whose term shall not be subject to retirement by rotation, to hold office for five (5) consecutive years on the Board of the Company for a term w.e.f. 14th August 2019 upto 13th August, 2024.

Manner of Voting	er of Votes in favour of the resolution		Votes resolutio	against the on	Abstained / Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E- voting	38069144	99.99	109	0.0003	0
Physical voting	5015	100	0	0	0
Total	38074159	99.99	109	0.0003	0

III) Item No. 5 of the Notice (As a Special Resolution):

Approval for continuation of holding office of Non-Executive-Independent Director of the Company by Shri K. J. Pardiwalla (DIN 00015670) who is above the age of 75 years as on 1st April 2019 to hold directorship as Non-Executive Independent Director of the company from 10<sup>th</sup> February, 2020 till the expiry of his term on 9<sup>th</sup> February, 2023.

Manner of Voting	Votes in far resolution	vour of the	Votes against the resolution		Abstained / Invalid votes	
	Nos.	%age	Nos.	%age	Nos.	
Remote E- voting	38069144	99.99	109	0.0003	0	
Physical voting	5015	100	0	0	0	
Total	38074159	99.99	109	0.0003	0	

## IV) Item No. 6 of the Notice (As an Ordinary Resolution):

Approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into the following material related party transactions with Shanudeep Private Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of SEBI (LODR) Regulations 2015:

A. Leave & Licence Agreement for use of Office Premises admeasuring 9,000 Sq.ft. or thereabouts, at Vijyalaxmi Mafatlal Centre at 57A, Dr. G. Deshmukh Marg, Mumbai-400 026, for a period of 3 years from 19th August, 2019 to 18th August, 2022, at a licence fee of Rs. 8,10,000/p.m. excluding applicable taxes, levies and sharing of common expenses.

B. Sharing of Facilities and/or Services at Vijyalaxmi Mafatlal Centre at 57A, Dr. G. Deshmukh Marg, Mumbai-400 026, for a period of 3 years from 21st August, 2019 to 20th August, 2022, at service charges of Rs. 10,89,000/- p.m. excluding applicable taxes, levies and sharing of common expenses.



Manner of Voting	Votes in favour of the resolution		Votes a resolution	Abstained / Invalid votes	
	Nos.	%age	Nos.	%age	Nos.
Remote E- voting	25107102	99.99	109	0.0004	12962042
Physical voting	5015	100	0	0	0
Total	25112117	99.99	109	0.0004	12962042

All the resolutions mentioned in the AGM Notice as per the details above stand passed under Remote E-voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed at the AGM.

I hereby confirm that, I have maintained the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through Remote E-voting and voting conducted at the AGM by way of Ballot Papers from the members of the Company. The Ballot Papers and all other relevant records relating to E-voting and physical voting which were under my safe custody are separately handed over to the Company Secretary for safe keeping.

Thanking you, Yours faithfully,

FOR KAUSHIK M. JHAVERI & CO.

Kaushik M. Ihaveri

**Proprietor** 

FCS: 4254 / COP. No. 2592

Witnesses

1. : Tejashee l'ajare 2. : Te. el el such

Received the Report together with other data / records mentioned therein:

Place: Mumbai Date: 13.08.2019

> Chairman of the 122nd AGM Signed by Mr. K. J. Pardiwalla