

STANDARD CAPITAL MARKETS LIMITED

Regd. Office: 8/28 WEA, Abdul Aziz Road, Karol Bagh, New Delhi - 110005

CIN: L74899DL1987PLC027057 Tel.: 011-28759592,

Email: stancap.delhi@gmail.com, Website: www.stancap.co.in

Date: 31st August, 2019

To
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400098.

Sub.: Outcome of Board Meeting held on 31st August, 2019.

Dear Sir/Madam,

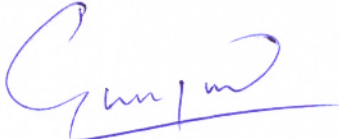
The Board of Directors of the Company at their meeting held today i.e. 31st August, 2019, has fixed that the 32nd Annual General Meeting of the Company will be held on **Monday, 30th September, 2019 at 11:00 A.M.** at BG-223, Sanjay Gandhi Transport Nagar, G.T. Karnal Road, Delhi-110042.

The meeting of the Board Commenced at 04:00 P.M and concluded at 04.30 P.M.

Kindly take the same on your records.

Thanking You,
Yours faithfully,

For STANDARD CAPITAL MARKETS LIMITED



GHANSHYAM PRASAD GUPTA
[MANAGING DIRECTOR]

DIN: 00287019

ADD: 8/28, W.E.A., ABDUL AZIZ ROAD,
KAROL BAGH, NEW DELHI - 110005.

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CIN: L74899DL1987PLC027057 Tel.: 011-28759592

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NOTICE

Notice is hereby given that the 32nd Annual General Meeting of Standard Capital Markets Limited (the "Company") will be held as follows:

(Note: The Company is providing facility of voting by electronic means and business of the Meeting may be transacted through electronic voting system)

Day: Monday

Date: 30th September, 2019

Time: 11:00 A.M.

Place: BG-223, Sanjay Gandhi Transport Nagar, G.T. Karnal Road, Delhi-110042

to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Auditors and of the Directors thereon.
2. To appoint a Director in place of **Mr. Ghanshyam Prashad Gupta (DIN: 00287019)**, who retires by rotation and being eligible, offers himself for re-appointment as Director.

AS SPECIAL BUSINESS:

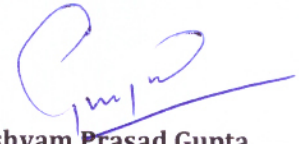
3. Appointment of **Mr. Kishore Kargeti (DIN: 00095763)**, as Independent Director on the Board of the Company

To consider and, if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution

"RESOLVED THAT Mr. Kishore Kargeti (DIN: 00095763), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 13, 2019 to holds office upto the date of this Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013 (the 'Act') and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modifications or re-enactments thereof and Schedule IV to the Act and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), as amended from time to time, Mr. Kishore Kargeti (DIN: 00095763), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Non-Executive Director of the Company, to hold the office for a term of five years from February 13, 2019 upto 12 February, 2024."

By order of the Board



**Ghanshyam Prasad Gupta
(Managing Director)**

DIN: 00287019

**Address: 14, Shakti Apartment
Ashok Vihar, Phase-III,
Delhi 110052**

Date: 31.08.2019

Place: New Delhi

NOTES

1. Explanatory statement pursuant to section 102(1) of the Companies Act, 2013, setting out the material facts in respect of business under item no. 3 is annexed here to.

2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a member of the company. A proxy in order to be effective must be lodged at the registered office of the company at least 48 hours before the time of the meeting.

A person can act as proxy on behalf of members not exceeding fifty (50) members and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

3. The Register of Members and Share Transfer Books of the Company shall remain closed from 24th September, 2019 to 30th September, 2019 (Both days inclusive).

4. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent namely **SKYLINE FINANCIAL SERVICES PVT. LTD.**

5. Members/Proxies should bring Attendance Slips duly filled and signed in for attending the meeting.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

7. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.

8. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least Seven (7) days before the date of the meeting so as to enable the management to keep the information ready.

9. Members are requested to:

a. Notify any change in their address to the Company including PIN CODE to the Registrar and Share Transfer Agent of the Company namely:

SKYLINE FINANCIAL SERVICES PVT. LTD.
D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA
PHASE-I, NEW DELHI- 110020
PH. +91-11-64732681 to 88
E-mail: admin@skylinerta.com

Members whose shareholding is in electronic mode are requested to direct change of address notifications and bank particulars for receiving the dividend, if declared, through electronic credit under ECS, to their respective Depository participants.

- b. Bring their copies of Annual Report with them to the meeting as the same will not be supplied again at the Meeting as a measure of economy.
- 10.** The Company is implementing the “Green Initiative” as per Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 to enable electronic delivery of notices/ documents and annual reports to shareholders. Henceforth, the email addresses indicated in your respective Depository Participant (DP) accounts which will be periodically downloaded from NSDL/ CDSL will be deemed to be your registered email address for serving notices/ documents including those covered under Section 136 of the Companies Act, 2013. The Notice of AGM and the copies of audited financial statements, directors’ report, auditor’s report etc. will also be displayed on the website www.stancap.co.in of the Company and the other requirements of the aforesaid MCA circular will be duly complied with.

Members holding shares in electronic mode are therefore requested to ensure to keep their email addresses updated with the Depository Participants. Members holding shares in physical mode are also requested to update their email addresses by writing to the Registrar and Share Transfer Agent of the Company at the address mentioned above quoting their folio number(s).

Copies of the Annual Report 2019 are being sent by electronic mode only to all the members whose email addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2019 including Attendance Slip and Proxy Form are being sent by the permitted mode.

- 11.** The notice of AGM and copy of audited financial statements and annual report will also be available on the website of the company www.stancap.co.in and on the website of stock exchange www.bseindia.com
- 12.** As per Section 136(1) of Companies Act, 2013, Physical copies of the aforesaid documents will also be available for inspection at the registered office of the company during the normal business hours on all working days excluding Saturdays up to the date of Annual General Meeting.

13. Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to offer facility of voting through electronic means to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. The facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM (“**remote e-voting**”) will be provided by CDSL (Central Depository Services (India) Limited). The remote e-voting rights of the Members /beneficial owners shall be reckoned in proportion to the equity shares held by them in the Company as on **23rd September, 2019** (Cut-off date fixed for determining the eligibility to vote by electronic means or by ballot in the general meeting). Detailed

instructions for availing the e-voting facility indicating the process and manner of e-voting are given hereunder.

The e-Voting process to be followed by the shareholders to cast their votes:

- During the voting period, the shareholders can visit the e-Voting website www.evotingindia.com and select the relevant EVSN / Company for voting.
- The shareholders having shares in the demat form can login to the e-Voting system using their user-id (i.e. demat account number), PAN and password provided. The shareholders having shares in Physical form can log-in using the folio number of the shares, PAN and the password provided.
- After logging in, demat security holders will have to mandatorily change their password. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote. Physical security holders will be provided with a fresh password for every e-voting.
- Security holders can then cast their vote on the resolutions available for voting.
- Security holders can also view the resolution details on the e-Voting website.
- Once the security holder casts the vote, the system will not allow modification of the same.
- During the voting period, security holders can login any number of times till they have voted on all the resolutions.

Instructions For E-Voting: The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 27th September, 2019 at 10:00 A.M. and ends on 29th September, 2019 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders".
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p>
OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Standard Capital Markets Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- (xix) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxii) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 23rd September, 2019 may obtain login ID and password by sending a request at www.evotingindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.
- (xxiii) **The Remote e-voting period commences on 27th September, 2019 (10:00 A.M.) and ends on 29th September, 2019 (5:00 P.M.).** During this period, members of the Company holding shares either in physical or dematerialized form, as on the cut-off date of 23rd September, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (xxiv) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- (xxv) The members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote through ballot paper at the meeting in terms of Companies (Management and Administration) Amendment Rules, 2015.

- (xxvi) Mr. Anil Kumar Nandwani, Advocate & failing him Ms. Meenu Sharma of M/s. A. K. Nandwani & Associates, Company Secretaries in Practice (Membership No ACS 32806), have been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- (xxvii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members present at the AGM but have not cast their vote by availing remote e-voting facility.
- (xxviii) Immediately after the conclusion of voting at the AGM, the scrutinizer will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of company. The scrutinizer will prepare a consolidated scrutinizer's Report of the total votes cast in favour or against, if any, not later than three days after the conclusion of the AGM. This report shall be made to the Chairman or any other person authorized by the Chairman, who will then declare the result of the voting.
- (xxix) The Results declared along with the Scrutinizer's Report(s) shall be placed on the website of the CDSL viz. www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Shares of the Company are listed.
14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 and the Certificate from Auditors of the Company will be available for inspection at the Annual General Meeting.
15. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M to 5:30 P.M) on all working days up to and including the date of the Annual General Meeting of the Company.
16. Details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting (Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been annexed to this notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 3.**

Mr. Kishore Kargeti (DIN: 00095763) was appointed as an Additional Director of the Company with effect from February 13, 2019, on the recommendation of Nomination and Remuneration Committee, to hold office up to the date of this Annual General Meeting pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act"). The Board has also appointed him as an Independent Non-Executive Director pursuant to the provisions of Section 149 of the Act read with Regulation 16 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), for a period of 5 years with effect from February 13, 2019, subject to approval of the Members. The Company has received a notice pursuant to Section 160 of the Act proposing his candidature for the office of Director of the Company.

The details including the qualification and the list of companies in which Mr. Kishore Kargeti serves as Director and Member/ Chairman of various committees are stated in the annexure attached to the Notice.

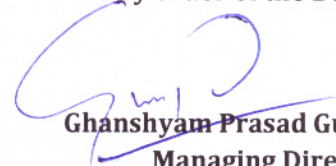
Mr. Kishore Kargeti has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations. Further, in the opinion of the Board, Mr. Kishore Kargeti fulfills the conditions specified in the Act and the Rules made there under for appointment as an Independent Non-Executive Director and he is independent of the management. Mr. Kishore Kargeti does not hold any share in the Company, either in his individual capacity or on a beneficial basis for any other person.

In compliance with the provisions of Sections 149, 150, 152 and 160 read with Schedule IV to the Act and Regulation 16(1) (b) of the Listing Regulations, the appointment of Mr. Kishore Kargeti, as a Non-Executive Director and Independent Director is now being placed before the Members at this Annual General Meeting ("AGM") for their approval.

The Board recommends the special Resolution set out at Item No. 3 of the Notice for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives, except Mr. Kishore Kargeti, in any way concerned or interested in passing of the resolution mentioned at Item No. 3 of the Notice.

By order of the Board


Ghanshyam Prasad Gupta
Managing Director
DIN: 00287019

Date: 31.08.2019
Place: New Delhi

Address: 14, Shakti Apartment,
Ashok Vihar, Phase-III, New Delhi-110052


Annexure to the Notice**PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT THE ENSUING (32nd) AGM****Item No. 2**

Name of the Director	Mr. Ghanshyam Prashad Gupta
DIN	00287019
Date of Birth	15.01.1956
Date of Appointment	30.05.2016
Profile/Expertise in Specific functional Areas	Sh. Ghanshyam Prasad Gupta is a Chartered Accountant with 30 years' experience in the field of shares and security market and allied fields.
Qualifications	Chartered Accountant
List of directorships in other Public Companies As on 31st March, 2019	1. Sahyog Multibase Limited
Membership of Committee of Board in other Public Companies. (As on 31st March,2019)	Nil
Shareholding in the Company	Nil
Relation with the Company	Promoter

Item No. 3

Name of the Director	Mr. Kishore Kargeti
DIN	00095763
Date of Birth	20.09.1977
Date of Appointment	13.02.2019
Profile/Expertise in Specific functional Areas	Sh. Kishore Kargeti has more than 20 years experience in administrative work.
Qualifications	COMMERCE GRAUATE (B.COM)
List of directorships in other Public Companies As on 31st March, 2019	1. Jumbo Exports Limited
Membership of Committee of Board in other Public Companies. (As on 31st March,2019)	Nil
Shareholding in the Company	Nil
Relation with the Company	None

By order of the Board


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

Date: 31.08.2019

Place: New Delhi

Form No. MGT-11**Proxy Form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L74899DL1987PLC027057

Name of the Company: STANDARD CAPITAL MARKETS LIMITED

Venue of the Meeting: BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042

Date and Time: Monday, 30th September, 2019 at 11:00 A.M.

I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

2. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

3. Name: _____ Address: _____
E-mail ID: _____ Signature: _____, or failing him/her

as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Monday, 30th September, 2019 at 11:00 a.m. at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042 and at any adjournment thereof) in respect of such resolutions as are indicated below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	Adoption of Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2019 and the Reports of the Board of Directors and Auditors thereon.			
2.	To appoint a director in place of Mr. Ghanshyam Prasad Gupta (DIN:00287019) who retires by rotation and being eligible, offers herself for re-appointment as Director.			
SPECIAL BUSINESS:				
3.	Appointment of Mr. Kishore Kargeti (DIN: 00095763) , as Independent Director on the Board of the Company To consider and, if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution "RESOLVED THAT Mr. Kishore Kargeti (DIN: 00095763), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 13, 2019 to holds office upto the date of this Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013 (the 'Act') and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company; RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Act read with			

4.	Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modifications or re-enactments thereof and Schedule IV to the Act and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), as amended from time to time, Mr. Kishore Kargeti (DIN: 00095763), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Non-Executive Director of the Company, to hold the office for a term of five years from February 13, 2019 upto 12 February, 2024."			
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** This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signed this Day of 2019

Signature of shareholder.....

Signature of Proxy holder(s)

Affix One Rupee Revenue Stamp
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Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID
Name and Address of the Shareholder

- I hereby record my presence at the 32nd Annual General Meeting of the Company being held on Monday, 30th September, 2019 at 11:00 A.M. at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042.
- Signature of the Shareholder/Proxy Present
- Shareholder/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
- Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

NOTE: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

ELECTRONIC VOTING PARTICULARS

EVEN (E Voting Event Number)	User ID	Password / PIN

Note: Please read the instructions printed under the Note to the Notice dated 31st August, 2019 of the 32nd Annual General Meeting of the Company. The E-Voting period starts from 10:00 A.M on Friday, 27th September, 2019 and ends at 5:00 P.M on Sunday, 29th September, 2019. The e-Voting module shall be disabled by CDSL for voting thereafter.

Route Map for AGM of Standard Capital Markets Limited to be held on Monday, 30th September, 2019 at 11:00 P.M.

