

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  
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TBP:SH:7: 414

16<sup>th</sup> August, 2014

The Manager,  
Bombay Stock Exchange Ltd.,  
Corporate Relation Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building,  
P.J. Towers, Dalal Street, Fort,  
Mumbai - 400 023.

Dear Sir,

Sub : 117<sup>th</sup> Annual General Meeting held on 14<sup>th</sup> August, 2014  
Declaration of Results of E-Voting and Poll at AGM

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management & Administration) Rules, 2014, the Company had provided electronic voting facility (E-Voting) to the members entitled to cast their vote at the Annual General Meeting. The E-voting process was carried out by the Company between 7<sup>th</sup> August, 2014 to 9<sup>th</sup> August, 2014, with record date for determining shareholders, being 7<sup>th</sup> July, 2014. The Company had also provided voting by Poll on all the Resolutions at the AGM held on 14<sup>th</sup> August, 2014.


Mrs. Ratan Kapadia, Practicing Company Secretary, who was appointed as a Scrutinizer for E-voting as well as voting by Poll at the AGM, has submitted her consolidated Report to the Chairman.

The consolidated voting results in terms of Clause 35A of the Listing Agreement and the Report of the Scrutinizer dated 14<sup>th</sup> August, 2014, in form MGT 13, are enclosed herewith.

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 117<sup>th</sup> Annual General Meeting of the Company have been duly approved by the Shareholders with requisite majority. Please take the same on record.

Thanking you,

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

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

Encl:



Phone : 26515711  
Cell : 9820258332

109A Rizvi Chambers, Near Vodafone Gallery,  
Hill Road, Bandra (West), Mumbai- 400 050.

*Ratan Kapadia  
& Associates*

COMPANY SECRETARIES

**FORM No. MGT-13 Report of Scrutinizer(s)  
[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]**

To,  
The Chairman,  
Standard Industries Limited

117<sup>th</sup> Annual General Meeting of STANDARD INDUSTRIES LIMITED held at The Park Navi  
Mumbai, Plot No.1, Sector 10, CBD Belapur, Navi Mumbai – 400 614.

Sub: Passing of Resolution through poll conducted at the 117<sup>th</sup> AGM of Standard Industries Limited  
(the Company) held on 14<sup>th</sup> August 2014.

Dear Sir,

I, CS Ratan Kapadia, appointed as Scrutinizer(s) for the purpose of the poll taken on the below  
mentioned resolution(s), at the 117<sup>th</sup> Annual General Meeting of the Equity Shareholders of Standard  
Industries Limited (the Company), held on Thursday, 14<sup>th</sup> August 2014 at 1.00 P.M. at The Park Navi  
Mumbai, Plot No.1, Sector 10, CBD Belapur, Navi Mumbai – 400 614 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) -ballot box kept for polling was  
locked in my presence.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses  
and poll papers were diligently scrutinized. The poll papers were reconciled with the records  
maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies  
lodged with the Company.



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COMPANY SECRETARIES

3. The result of the Poll is as under:

**ORDINARY BUSINESS:**

**Item No. 1. -As an Ordinary Resolution – Passed with requisite majority**

*To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Directors and Auditors thereon*

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100 ,
(ii)Voted against the resolution	0		
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	

**Item No. 2. -As an Ordinary Resolution – Passed with requisite majority**

*To declare dividend on Equity Shares*

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	



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**Item No. 3. -As an Ordinary Resolution - Passed with requisite majority**

*To appoint a Director in place of Shri Pradeep R. Mafatlal (holding DIN 00015361), who retires by rotation and is eligible for re-appointment*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	

**Item No. 4. -As an Ordinary Resolution – Passed with requisite majority**

*To appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company.*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	



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**SPECIAL BUSINESS:**

**Item No. 5 -As an Ordinary Resolution – Passed with requisite majority**

*To appoint Shri Russi Jal Taraporevala (holding DIN 00019069) as an Independent Director to hold office for five consecutive years from the conclusion of this Annual General Meeting, not liable to retire by rotation.*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	

**Item No. 6. -As an Ordinary Resolution - Passed with requisite majority**

*To appoint Shri M.L. Apte (holding DIN 00003656) as an Independent Director to hold office for five consecutive years from the conclusion of this Annual General Meeting, not liable to retire by rotation.*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	0
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	



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COMPANY SECRETARIES

**Item No. 7. -As an Ordinary Resolution - Passed with requisite majority**

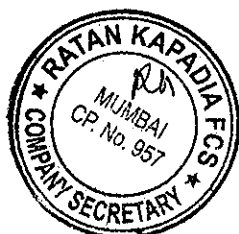
*To appoint Shri F.M. Pardiwalla (holding DIN 00228390) as an Independent Director to hold office for five consecutive years from the conclusion of this Annual General Meeting, not liable to retire by rotation.*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	

**Item No. 8. -As an Ordinary Resolution - Passed with requisite majority**

*To appoint Shri Shobhan Diwanji (holding DIN 01667803) as an Independent Director to hold office for five consecutive years from the conclusion of this Annual General Meeting, not liable to retire by rotation.*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	



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**Item No. 9. -As a Special Resolution - Passed with the requisite majority**

*To reappoint Shri D.H. Parekh (holding DIN 00015734) as an Executive Director for a period of 3 years from 2<sup>nd</sup> August, 2014.*

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
(i)Voted in favour of the resolution	29	3,80,81,499	100
(ii)Voted against the resolution	0	0	0
(iii)Invalid Votes	Total number of members voted whose votes were declared invalid	Total number of votes cast by them	
	Nil	Nil	

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR". "AGAINST" for each resolution is enclosed.

The poll papers and other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Ratan Kapadia & Associates

*R Kapadia*

CS Ratan Kapadia  
**Ratan Kapadia**  
Company Secretary  
FCS No.: 1395 C.P. No.:957

Date :14<sup>th</sup> August 2014

Place :Navi Mumbai



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The result of the E-voting together with the Poll is as under:

Item no. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	15,198	91.301	1,448	8.699	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,96,697	99.996	1,448	0.004	0	0
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	16,398	93.966	1,053	6.034	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,97,897	99.997	1053	0.003	0	0
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	14,138	83.430	2,808	16.570	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,637	99.993	2808	0.007	0	0
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	14,138	83.430	2,808	16.570	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,637	99.993	2808	0.007	0	0
Item No. 5 of the Notice (As an Ordinary Resolution)	E-voting	14,498	85.554	2,448	14.446	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,997	99.994	2,448	0.006	0	0
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting	14,498	85.554	2,448	14.446	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,997	99.994	2,448	0.006	0	0



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Item No. 7 of the Notice (As an Ordinary Resolution)	E-voting	14,498	85.554	2,448	14.446	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,997	99.994	2,448	0.006	0	0
Item No. 8 of the Notice (As an Ordinary Resolution)	E-voting	14,498	85.554	2,448	14.446	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,997	99.994	2,448	0.006	0	0
Item No. 9 of the Notice (As a Special Resolution)	E-voting	14,138	83.430	2,808	16.570	0	0
	Poll	3,80,81,499	100	0	0	0	0
	TOTAL	3,80,95,637	99.993	2,808	0.007	0	0

All the resolutions stands passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from both the Service Provider electronically in respect of the votes cast through e-Voting and for Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,

Yours faithfully

For Ratan Kapadia & Associates

*R Kapadia*  
CS Ratan Kapadia  
*Ratan Kapadia*  
Company Secretary  
FCS No.: 1395 C.P. No.: 967

Date: 14<sup>th</sup> August 2014  
Place: Navi Mumbai