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:7:33:200

21st August, 2018

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 Proceedings of the 121st Annual General Meeting ("AGM") of the Company held on 20th August, 2018 Ref: Regulation 44(3) and 30 of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015

This is to inform you that 121st Annual General Meeting of the Company was held on Monday, the 20th August, 2018, 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 following disclosures in respect of the above:

- 1. Voting Results of the AGM of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), along with Combined Scrutinizer's Report which are attached herewith as **Annexure A** and **Annexure B** respectively.
- 2. Summary of Proceedings of the AGM as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Part-A of Schedule III of LODR Regulations, which is attached herewith as **Annexure C**.

...2/-

: 2 :

This is for your information and record.

Thanking you,

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

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

Encl:

c.

cc: National Securities Depository Ltd., Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

cc: Central Depository Services (India) Ltd., Phiroze Jeejeebhoy Towers, 28th Floor, Dalal Street, Mumbai - 400 023.

cc: M/s. Karvy Computershare Pvt. Ltd., Karvy Selenium Tower B, Plot No.31/32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telengana - 500 032.

Kind Attn: Mr. Anil Dalvi

	·
	STANDARD INDUSTRIES LTD
Date of the AGM/EGM	20-08-2018
Total number of shareholders on record date	29107
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	65
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adop	tion of Financial Sta	tements for the ye	ar ended 31st Marc	h,2018.			
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -				Ŋģ.		
				% of Votes Polled			% of Votes in	% of Votes
	,			on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes - in	No. of Vates –	polled	polled
Category	Mode of Voting	held (1)	poiled (2)	(3)=((2)/(1)] 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		12,962,042	100.0000	12,962,042	0	100.0000	0.000
	Poll	12,962,042	0	0.0000	0	0	0,0000	0.000
	Postal Ballot (if	12,302,042		· · ·				
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.000
	Total	2012/01/2019	12,962,042	100.0000	12,962,042	(MRX +1 0	100.0000	0.000
	E-Voting		0	0.0000	0	0	0.0000	0.000
	Poil	3,188,608	0	0.0000	0	0	0.0000	9.000
	Postal Ballot (if	3,100,000						
Public-Institutions	applicable)		0	0.0000	0	0	0,0000	0.000
	Total	Le by Text Effect	0	o	0	19 O	0.0000	0.000
	E-Voting		25,104,610	\$2.1077	25,104,530	. 80	99.9996	0.000
	Poll	48,178,291	2,605	0.0054	2,455	150	94.2418	\$.758
	Postal Ballot (if	40,175,251						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.000
	Total		25,107,215	52.1131	25,106,985	230	99.9991	0.000
29、2016年1月20日 1月1日 1月1日 1月1日 1月1日 1月1日 1月1日 1月1日 1月	Total Comment	64.328.941	38,069,257	後来記。59.1791	38,069,027	230	1 第 99.9994	0.000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Confi	rmation of interim	dividend & declara	tion of Final divider	nd.			
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in		favour on votes	% of Votes against on votes polled
Category	Mode of Voting	held (1)		(3)=((2)/(1))* 100			(6)=[(4)/(2)]*100	
	E-Voting		12,962,042				100.0000	
	Poll	1	^	0.0000			0.0000	
	Postal Ballot (if	12,962,042			-			
romoter and Promoter Group	applicable)		l o	0.0000	0	o	0.0000	0.000
	Total .		12,962,042	100.0000	12,962,042	0	100.0000	0.000
	E-Voting		0	0.0000	0	0	0.0000	0.000
	Poll	3,188,608	0	0.0000	0	0	0.0000	0.000
Public- Institutions	Postal Ballot (if applicable)	3,100,000	0	0.0000	0	o	0.0000	0.000
	Total	1	41 0	0	- 0	0	0.0000	0.000
	E-Voting]	25,104,610	52.1077	25,104,530	80	99,9996	0.000
	Poll	48,178,291	2,606	0.0054	2,456	150	94.2440	5.755
	Postal Ballot (if	40,170,291						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.000
	Total		25,107,216	52.1131	25,106,986	230	99.9991	0.000
	Total 1	64,328,941	38,069,258	59:1791	38,069,028	1数第一日 7 5230	99.9994	0.000

Resolution No.	3			· · · · · · · · · · · · · · · · · · ·				
Resolution required: (Ordinary/ Special)	ORDINARY - Re-ap	pointment of Smt.	Divya P. Mafatlal w	no retires by rotati	on.			
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	TTE 3,056 (6,056T)			智可語言			
Category	Mode of Voting	No. of shares	No. of votes polied (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		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
	E-Voting	127	12,962,042				100,0000	
	Poil	1	0	0,000		·		
	Postal Ballot (if	12,962,042				1		
Promoter and Promoter Group	applicable)		0	0.0000	l 0	0	0.0000	0.0000
	Total	. 1925. 202	12,962,042			0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	3.188.608	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Postal Ballot (if applicable)	3,186,006		0.0000	0	0	0.0000	0.000
	Total	19191	0	0	0	0	0.0000	0.0000
	E-Voting		25,104,608	52.1077	25,104,488	120	99.9999	0.0004
	Poll	48,178,291	2,606	0.0054	2,606	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	-10,170,251	0	0.0000	0	0	0.0000	0.0000
	Total	ezer Trach fr	25,107,214	52.1131	25,107,094	120	99.9999	0.0005
第二基的 在 网络 电路 10 年度,11 年度。4 年度。	Total And Ann.	64,328,941	数 38,069,256	59 1790	38,069,136	建筑 注意 120	99.9997	0.000

R	esolution No.	4	
	esolution required: (Ordinary/ Special)	ORDINARY - Appointment of M/s. Arunkumar K shah & Co. Chartered Accountants as Auditors of the Company.	
	thathar promotor/ promotor group are		\neg
ir	iterested in the agenda/resolution?	NO PARTICIPATION OF THE PROPERTY OF THE PROPER	

		•			•				
			1	1	i	1	1	}	
		1	ł .	ì					
			ļ	% of Votes Polled			% of Votes in	% of Votes	
1		i		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		12,962,042	100.0000	12,962,042	0	100.0000		
	Poll	12,962,042	0	0.0000	0	. 0	0.0000	0.0000	
	Postal Ballot (if	12,302,042					1		
Promoter and Promoter Group	applicable)		0	0.0000	0		0.0000	0.0000	
	Total 3 (1)	taribity disented	12,962,042	100.0000	12,962,042	0	100.0000	0,0000	
1	E-Voting]	0	0.0000	0	0	0.0000	0.0000	
1	Poll	3,188,608	. 0	0.0000	0	0	0.0000	0.0000	
L	Postal Ballot (if	*,,,,,,,,,					l .	ĺ l	
Public-Institutions	applicable}		0	0.0000	0	0	0.0000		
	Total	1 × 1 × 1 × 1 × 1	0	municipality o	0	I		******	
	E-Voting		25,104,610	52.1077	25,104,448				
	Poll	48,178,291	2,606	0.0054	2,456	150	94.2440	5.7559	
Land to the second	Postal Ballot (if							1	
Public- Non Institutions	apolicable)	<u> </u>	.0	0.0000		0	0.0000		
	Total		25,107,216 38,069,258		25,106,904 38,068,946				

Resolution No.	5							
Resolution required; (Ordinary/ Special)	SPECIAL - Continu	ance of Shri M.L.Ap	te as Non-Executiv	e-Independent Dire	ctor for the balanc	e term of his currer	it tenure upto 13th	August, 2019.
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
				% of Votes Polled			% of Votes in	% of Votes
		l , .		on outstanding		l	favour on votes	against on votes
Cotononi		No. of shares	No. of votes	shares	1	No. of Votes -	polied	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)		(7)=[(5)/(2)]*100
	E-Voting	-	12,962,042		12,962,042	0	100.0000	0.000
	Poll	12,962,042	0	0.0000	0	0	0.0000	0.000
	Postal Ballot (if	' '			1			
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	
	Totai		12,962,042		12,962,042	0	100.0000	0.000
	E-Voting	1	0	0.0000	0	0	0.0000	0.000
	Poll	3,188,608	0	0.0000	0	. 0	0.0000	0.000
	Postal Ballot (if	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.000
	Total	199 8 8 8 8 8	0	0	0	0	0.0000	0.000
	E-Voting		25,104,610	52.1077	25,104,448	162	99.9993	0.000
	Poll	48,178,291	2,606	0.0054	2,456	150	94.2440	5.7559
	Postal Ballot (if	40,1/0,291						
Public- Non Institutions	applicable)		0	0.0000	0	l o	0.0000	0.0000
	Total	William St.	25,107,216	52.1131	25,106,904	312	99.9988	0.001
Z Washing and Charles	Total (1.1.14)	64,328,941				A 3041 312	1984 99.9992	

Resolution No.	6			······································						
Resolution required: (Ordinary/ Special)	SPECIAL - Continuance of Shri K.J.Pordiwalla as Non- Executive Independent Director for the balance term of his current tenure upto 9th February, 2020									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held (1)	No. of votes	% of Votes Polled on outstanding shares (3)=((2)/(1) * 100		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		
	E-Voting		12,962,042			0	100.0000			
	Poll	12,962,042	0	0.0000	0	0	0.0000	0.000		
Promoter and Promoter Group	Postal Ballot (if applicable) Total		12,962,042	0.0000		0	0.0000			
	E-Voting	-	12,962,042	0,0000	12,962,042	0	0.0000			
	Poll	1	0	0.0000	0	- 0	0.0000	***************************************		
Public- institutions	Postal Ballot (if applicable)	3,188,608	0	0.0000		0	0.0000			
,,	Total	1 1	0	0	0	0	0.0000	0.0000		
	E-Voting	1	25,104,610				 			
	Poll	48,178,291	2,606	0.0054	2,456	150	94.2440	5.7559		
Public- Non Institutions	Postal Ballot (if applicable)		0	0,0000			0,0000	0.0000		
, 10,72,700.00	Total	178 Ed. 1984	25,107,216		25,106,904					
(秦)、李] [[] [[] [[] [] [] [[] [] [] [] [] [] [Total # 4 4 4 4	64,328,941	38,069,258	\$ 59.1791	38,068,946	312 Miles	99.9992	25,000		

Report of Scrutinizer

Combined Scrutinizer's Report on Remote E-voting & Physical voting conducted at the 121st Annual General Meeting (AGM) of the Members of Standard Industries Limited held on Monday, 20th August, 2018 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 - 400 710.

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. K. M. Jhaveri & Co., appointed as Scrutinizer by the Board of Directors of Standard Industries Limited on Tuesday, 29th May 2018 (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 Regulation44 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.



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Report on Scrutiny

- 1. The Company had appointed Karvy Computershare Private limited ('KCPL' or 'Karvy') as the Service Provider, for the purpose of extending the facility of Remote E-voting the members of the Company. KCPL 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 Monday, 20th August, 2018.
- 3. The Service Provider had set up electronic voting facility on their website, http://evoting.karvy.com. 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 resolution placed for the approval of the Members was **Monday**, 13th **August**, 2018.
- The remote E-voting facility was kept open from Thursday, 16th August, 2018, 9.00 A. M. to Sunday, 19th August 2018 at 5.00 P.M.
- 6. At the end of the voting period on 19th August 2018 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- 7. At the venue of the 121st AGM of the Company held on 20th August, 2018, the facility to vote through Ballot Paper was provided to facilitate those members present at the meeting but could not participate in Remote Evoting to record their votes.
- 8. The Remote E-voting facility was duly unblocked by me as a scrutinizer in the presence of Ms. Pooja Merchant and Ms. Nishi 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.

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Regd. Office: B-408, Crystal Plaza premises CHSL, Opp. Infinity Mall & Raheja Classique, Off. New Link Road, Andheri (W), Mumbai – 400 053, INDIA.

- 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 complied 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 E-Voting	Voting through Ballot Paper at AGM	Total voting			
Number of members who cast their votes	27	15	42			
Total number of shares held by them	38066652	2606	38069258			
Valid votes	As per the details provided under each one of the Resolution(s) mentioned hereunder					
Abstained / Invalid Votes	As mentioned mentioned hereu	under each of t nder	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.

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ORDINARY BUSINESS:

I) Item No. 1 of the Notice (As on Ordinary Resolution):

To receive, consider and adopt:

- a. Audited Balance Sheet as at 31st March, 2018, Statement of Profit and Loss (including Comprehensive Income), the Statement of Changes in Equity and 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, 2018, 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.

Votes in far resolution	vour of the	Votes resolutio	against the n	Abstained / Invalid votes	
Nos.	%age	Nos.	%age	Nos.	
38066572	99.98	80	0.02	0	
2455	94.24	150	5.76	0	
38069027	99.94	230	0.06	0	
	Nos. 38066572 2455	resolution Nos. %age 38066572 99.98 2455 94.24	resolution resolution Nos. %age Nos. 38066572 99.98 80 2455 94.24 150	resolution resolution Nos. %age Nos. %age 38066572 99.98 80 0.02 2455 94.24 150 5.76	

II) Item No. 2 of the Notice (As on Ordinary Resolution):

Confirm declared Interim Equity Dividend for FY 2017-18 and Approval of Final Dividend on Equity Shares.

Manner of Voting	Votes in far resolution	s in favour of the lution		against on	Abstained / Invalid votes		
	Nos.	%age	Nos.	%age		Nos.	
Remote E- voting	38066572	99.98	80	0.02		0	

Physical voting	2456	94.24	150	5.76	0
Total	38069028	99.94	230	0.06	0

III) Item No. 3 of the Notice (As on Ordinary Resolution):

Appoint a Director in place of Smt. Divya P. Mafatlal (DIN 00011525), who retires by rotation and being eligible, offers herself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E- voting	38066530	99.98	120	0.02	0
Physical voting	2606	100	0	0	0
Total	38069136	99.97	120	0.03	0

IV) Item No. 4 of the Notice (As on Ordinary Resolution):

Appointment of M/s. Arunkumar K. Shah & Co., Chartered Accountants (ICAI Firm Registration No. 126935W), (in place of the Auditors M/s. SHR & Co., Chartered Accountants, who have expressed their unwillingness for reappointment), as the Auditors of the Company for five consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 126th Annual General Meeting.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E- voting	38066490	99.96	162	0.04	0
Physical voting	2456	94.24	150	5.76	0
Total	38068946	99.92	312	0.08	0

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gd. Office: B-408, Crystal Plaza premises CHSL, Opp. Infinity Mall & Raheja Classique, Off.
New Link Road, Andheri (W), Mumbai – 400 053, INDIA.

Tel: +91 22 2630 5037 Mob.: +91 98210 34511 Email: kaushikjhaverics1@gmail.com

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SPECIAL BUSINESS:

I) 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 M. L. Apte (DIN 00003656) who is above the age of 75 years as on 1st April, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E- voting	38066490	99.96	162	0.04	0
Physical voting	2456	94.24	150	5.76	0
Total	38068946	99.92	312	0.08	0

II) Item No. 6 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.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	38066490	99.96	162	0.04	0
Physical voting	2456	94.24	150	5.76	0
Total	38068946	99.92	312	0.08	0

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Regd. Office: B-408, Crystal Plaza premises CHSL, Opp. Infinity Mall & Raheja Classique, Off. New Link Road, Andheri (W), Mumbai – 400 053, INDIA.

Tel: +91 22 2630 5037 Mob.: +91 98210 34511 Email: kaushikjhaverics1@gmail.com

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 by 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 K.M.IHAVERI & CO.

Kaushik M. Jhaveri

Proprietor

FCS: 4254 / COP. No. 2592

Witnesses:

1. : p.p. Merchant [Pooja. Merchant]

2. : @yoh [Nuhi . Shah]

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

Place: Mumbai Date: 20.08.2018

Chairman of the 121st AGM

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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

Annexure - C

Summary of proceedings of the 121st Annual General Meeting:

The 121st Annual General Meeting (AGM) of the Members of Standard Industries Limited ('the Company') was held on Monday, the 20th August, 2018, at 3.00 P.M. at the The Park Navi Mumbai, Plot No. 1, Sector 10, CBD Belapur, Navi Mumbai – 400 614. Shri K.J. Pardiwalla, Director, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all Resolutions set forth in the Notice. Members who were present at the Annual General Meeting and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the Meeting by ballot. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated 29th May, 2018, were transacted at the Meeting:

ORDINARY BUSINESS

- 1. Adoption of Directors' Report, Audited Financial Statements for the year ended 31st March, 2018 & Auditors' Report thereon.
- 2. Confirmation of Interim Dividend & Declaration of Final Dividend.
- 3. Re-appointment of Smt. Divya P. Mafatlal, who retires by rotation.
- 4. Appointment of M/s. Arunkumar K. Shah & Co., Chartered Accountants as the Auditors of the Company.

SPECIAL BUSINESS

- 5. Continuance of Shri M.L. Apte as Non-Executive-Independent Director for the balance term of his current tenure upto 13th August, 2019.
- 6. Continuance of Shri K.J. Pardiwalla as Non-Executive-Independent Director for the balance term of his current tenure upto 9th February, 2020.

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The Board of Directors had appointed Mr. Kaushik Jhaveri, Proprietor, M/s. Kaushik. M. Jhaveri & Co., Practicing Company Secretary, as the Scrutinizer to supervise the e-voting and ballot voting process.

All the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the Resolutions have been passed by the Shareholders by requisite majority either by remote e-voting or through voting by poll conducted at the Annual General Meeting.

The Annual General Meeting concluded at 3.20 p.m.

The combined Scrutinizer's Report dated 20th August, 2018, on remote e-voting and Poll has been received.

This is for your information and record.

Thanking you,

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

(MRS. T.B. PANTHAKI)

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VICE PRESIDENT (LEGAL)

& COMPANY SECRETARY