STANDARD INDUSTRIES LTD.

CIN: L17110MH1892PLC000089

REGISTERED OFFICE: PLOT NO. 4, TTC INDUSTRIAL AREA, THANE BELAPUR ROAD, PO MILLENIUM BUSINESS PARK, NAV! 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: 414

16th August, 2014

The Manager,
Bombay Stock Exchange Ltd.,
Corprorate Relation Department,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai – 400 023.

Dear Sir,

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

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 7th August, 2014 to 9th August, 2014, with record date for determining shareholders, being 7th July, 2014. The Company had also provided voting by Poll on all the Resolutions at the AGM held on 14th 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 14th 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 117th 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:

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:33:415

16th August, 2014

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051.

Dear Sir,

Sub: 117th Annual General Meeting held on 14th 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 7th August, 2014 to 9th August, 2014, with record date for determining shareholders, being 7th July, 2014. The Company had also provided voting by Poll on all the Resolutions at the AGM held on 14th August, 2014.

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Thanking you,

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

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

Encl:

City OFFICE: 59, 'THE ARCADE', 1ST FLOOR, WORLD TRADE CENTRE, CUFFE PARADE, COLABA, MUMBAI - 400 005. INDIA.

TEL: 91 22 6139 1200 / 01 / 02 FAX: 91 22 6139 1203

		STAN	DARD INDUSTRIES Clause 3	LIMITED (CIN : L17 6A (Physical and e-)	110MH1892PLC000	089)		
			-	Resolution 1				
			1	% of Votes Polled			% of Votes In	
	Total Ballo	Mo of pharce ha	d No. of votes polle	on outstanding			favour on votes	
Promoter/Public	Forms	(1)	(2)	d shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - against (5)	polied (6)=[(4)/(2)	
Promoter and Promoter Grou Public - Institutional holders	10	6 1295047	4 1294404	2 99.95033			100 0 100,00000	(7)={(5)/(2)] *100 0 0.00000
Public-Others		1 2830644 47 2307203				0	D 100.00000	0.00000
Total		54 6432894						
							99.99619	9 0.00380
		STAN	DARD INDUSTRIES	LIMITED (CIN: L17 5A (Physical and e-V	110MH1892PLC0006)89)		
			0,10000	Resolution 2	oungj			
	1		1	% of Votes Polled			01 -434-4	
	1	:	1	on outstanding	'l		% of Votes in favour on votes	% of Votes again:
Promoter/Public	Total Ballo	t No. of shares het	No. of votes police		No. of Votes - in	No. of Votes -	polled (6)=[(4)/(2)	
Promoter and Promoter Grou		6 1295047	(2) 4 1294404	(3)=[(2)/(1)]* 100 99.950334	favour (4) 12944042	against (5)	*100 0 100,00000	(7)=[(5)/(2)] *100 0.00000
Public - Institutional holders Public-Others		1 2830644 6 2307203		88.319121	25000000		0 100.00000	
Total		6 2307203 6432894						
							3 99.99723	6 0.00276
		STANI	OARD INDUSTRIES L	IMITED (CIN : L171 A (Physical and e-V	10MH1892PLC0000	89)		
			Clause 35	Resolution 3	oting)			
				T		T		T
		1	İ	% of Votes Polled on outstanding			% of Votes in	96 26 1/2422 2
Dramai-uth	Total Ballo	1.10.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.	No. of votes polled	shares	No. of Votes - In	No. of Votes -	favour on votes. polled (6)=[(4)/(2)]	% of Votes agains on votes polled
Promoter/Public Promoter and Promoter Group	Forms	(1) 6 12950474	(2)	(3)=[(2)/(1)]* 100 99.950334	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100
Public - Institutional holders		1 2830644	25000000		12944042 25000000		0 100.000000	
Public-Others Total		7 2307203	154403	0.659222	151595	280	98.181382	1.81861
· vui	<u>j 5</u>	4 64328946	38098445	69.224420				
		STAND	ARD INDUSTRIES L	IMITED (CIN: L171	10MH1892PLC0000	89)		
			Clause 35	A (Physical and e-Ve	oting)			
	1	T		Resolution 4		T		7
•	1		1	% of Votes Polled	1	[% of Votes in	
	Total Ballot	No. of shares held	No. of votes polled	on outstanding	11214-4 1		favour on votes	% of Votes agains
Promoter/Public	Forms	(1)	(2)	Shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)] *100	
Promoter and Promoter Group Public – Institutional holders		12950474	12944042	99.950334	12944042			(7)=[(5)/(2)] *100
Public-Others	4	1 28306441 7 23072031	25000000 154403	88.319121 0.669222	25000000			0.00000
otal	5				151595 38095637			
		07415			*****		71 00.002.000	0.00737
		STAND	ARD INDUSTRIES L	MITED (CIN : L171 A (Physical and e-Vo	10MH1892PLC0000	39)		
	· · · · · · · · · · · · · · · · · · ·		7'	Resolution 6	, and g			
	1	1		% of Votes Polled				1
			ļ	on outstanding			% of Votes in favour on votes	% of Votes against
Promoter/Public	Total Ballot Forms		No. of votes polled	shares	No. of Votes - in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter and Promoter Group		(1)	(2) 12944042	(3)=[(2)/(1)]* 100 99.950334	favour (4) 12944042	against (5)	*100 100.000000	(7)=[(5)/(2)]*100
Public - Institutional holders Public-Others	47	20000171	25000000	88.319121	25000000	C	100.000000	
otal	54		154403 38098445	0.669222 69,224420	151955 38095997	2448 2448		
							99.993576	0.006425
		STAND	ARD INDUSTRIES LI	MITED (CIN : L1711	0MH1892PLC00008	9)		
			Clause 35F	(Physical and e-Vo Resolution 6	ungj			
							1	
			į	% of Votes Polled on outstanding			% of Votes in favour on votes	
	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes In	No. of Votes -	polled (6)=[(4)/(2)]	% of Votes against on votes policd
Promoter/Public remoter and Promoter Group	Forms 6	(1)	(2) 12944042	(3)=[(2)/(1)]* 100	favour (4)	against (5)	1100	(7)=[(5)/(2)] *100
ublic – Institutional holders	1		25000000	99.950334 88.319121	12944042 25000000	0	100.000000	0.000000
ublic-Others otal	47	23072031	154403	0.669222	151955	2448		1.585461
ota)	54	64328946	38098445	59,224420	38095997	2448	99.993575	0.006425
		STANDA	RD INDUSTRIES LI	MITED (CIN: L1711	0MH1892PLC00008	9)		
			Clause 35A	(Physical and e-Vol Resolution 7	ting)			
		İ	1	% of Votes Polled			% of Votes in	
	Total Ballot	No. of shares held	No. of votes noticed	on outstanding shares	No. of Votes - In	No. of Votes -	favour on votes	% of Votes against
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	No. or votes – against (5)	polled (6)={(4)/(2)] *100	on votes polled (7)=[(5)/(2)] *100
omoter and Promoter Group iblic – Institutional holders	6	12950474 28306441	12944042 25000000	99.950334	12944042	Ö	100.000000	0.000000
ublic-Others	47	23072031	154403	88.319121 0.669222	25000000 151955	0 2448	100.000000 98.414539	0.000000 1,585461
otal	54	64328946	38098445	59.224420	38095997	2448	99.993575	0.006425
		STANDA	RD INDUSTRIES LIN	AITED (CIN+1 1744)	MH4892DI Conoces	91		
		317111074	Clause 35A	(Physical and e-Vot	ing)	·		
				Resolution 8				
		1		% of Votes Polled	1		% of Votes in	
	Total Ballot	No. of shares held	No of water and	on outstanding			favour on votes	% of Votes against
Promoter/Public	Forms	No. or snares held (1)	No. of votes polled (2)	shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	polled (6)=[(4)/(2)] *100	on votes polled (7)=[(5)/(2)] *100
omoter and Promoter Group	6	12950474	12944042	99.950334	12944042	against (5)	100.000000	0.000000
blic – institutional holders blic-Others	47	28306441 23072031	25000000 154403	88.319121	25000000	0	100.000000	0.000000
tal	54	64328946	38098445	0.669222 59.224420	151955 38095997	2448 2448	98.414539 99.993576	1.585461 0.008425
							77.200010	0.000420]
		SIANDA	RD INDUSTRIES LIN Clause 35A	ITED (CIN : L17110 (Physical and e-Vot		9)		
				Resolution 9	·//#/			
			7.	% of Votes Polled			% of Valar !-	
	1	1	*	on outstanding			% of Votes In favour on votes	% of Votes against
Promoter/Public	Total Ballot Forms	No. of shares held t		shares	No. of Votes - In	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
moter and Promoter Group	FORMS 6	(1) 12950474	(2) 12944042	(3)=[(2)/(1)]* 100 99.950334	favour (4) 12944042	against (5)	100.000000	(7)=[(6)/(2)] *100 0.000000
olic – Institutional holders olic-Others	1 47	28306441	25000000	88.319121	25000000	0	100.000000	0.000000
one-curara (471	23072031	154403	0.669222	151505	2808]	09 101202	1.040040



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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

117th 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 117th AGM of Standard Industries Limited (the Company) held on 14th 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 117th Annual General Meeting of the Equity Shareholders of Standard Industries Limited (the Company), held on Thursday, 14th 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 vote	es cast by them		
	Nil	Nil			



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COMPANY SECRETARIES

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 vote	es 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 vote	es cast by them	
	Nil	Nil		



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COMPANY SECRETARIES

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 vote	es 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 vote	es 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 vote	es 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 vote	es cast by them		
	Nil	Nil			



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COMPANY SECRETARIES

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 2nd 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 vote	s 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

CS Ratan Kapadia

Rkuruela

Ratan Kapadia

Company Secretary FCS No.: 1395 C.P. No.:957

Date: 14th August 2014 Place :Navi Mumbai

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COMPANY SECRETARIES

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

	Particulars of Business	Votes in fav- the resolution		Votes ag		Invalid v	otes
		Nos.	%age	Nos.	%age	Nos	%age
1405100 (115 mil	E-voting	15,198	91.301	1,448	8.699	o	o
Ordinary Resolution)	Poll	3,80,81,499	100	0	0	O	0
	TOTAL	3,80,96,697	99.996	1,448	0.004		0
Item No. 2 of the Notice (As an	E-voting	16,398	93.966	1,053	6.034	o	0
Ordinary Resolution)	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	E-voting	14,138	83.430	2,808	16.570	O	0
Ordinary Resolution)	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	E-voting	14,138	83.430	2,808	16.570	0	C
Ordinary Resolution)	Poli	3,80,81,499	100	0	0	0	C
	TOTAL	3,80,95,637	99.993	2808	0.007	0	(
Item No. 5 of the Notice (As an	E-voting	14,498	85.554	2,448	14.446	C	(
Ordinary Resolution	Poll	3,80,81,499	100	0	0	C	1
	TOTAL	3,80,95,997	99.994	2,448	0.006	(
Item No. 6 of the Notice (As an	E-voting	14,498	85.554	2,448	14.446		
Ordinary Resolution	Poll	3,80,81,499	100		0		
	TOTAL	3,80,95,99	7 99.994	2,448	0.006	5	<u> </u>



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COMPANY SECRETARIES

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

Kkakadia CS Ratan Kapadia Ratan Kapadia

Company Secretary FCS No.: 1395 C.P. No.:967

Date: 14th August 2014 Place: Navi Mumbai