

NOTICE

Notice is hereby given that the **ONE HUNDRED & TWENTY EIGHTH ANNUAL GENERAL MEETING** of the Members of STANDARD INDUSTRIES LIMITED will be held on Tuesday, the 29th July, 2025, at 3.00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. Audited Balance Sheet as at 31st March, 2025, Statement of Profit and Loss (including other Comprehensive Income), 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, 2025, Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and Consolidated Cash Flow Statement for the financial year ended on that date together with the Report of the Auditors thereon.
2. 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.

SPECIAL BUSINESS

3. To consider and, if thought fit, to pass, with or without modifications, the following:

AS AN ORDINARY RESOLUTION

“RESOLVED THAT pursuant to Section 188 of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions of the Act (including any statutory modifications or amendments thereto) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI (LODR) Regulations, 2015) as amended from time to time and the Company’s

policy on Related Party Transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into the following 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, 2025 to 18th August, 2028, at a licence fee of ₹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, 2025 to 20th August, 2028, at service charges of ₹10,89,000/- p.m. excluding applicable taxes, levies and sharing of common expenses.”
4. To consider and, if thought fit, to pass, with or without modifications, the following:

AS A SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof for the time being in force) and read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with relevant provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board, the consent of the members be and is hereby accorded for re-appointment of Shri D.H. Parekh (DIN 00015734), as

Executive Director of the Company for a period of 2 years commencing from 2nd August, 2025 to 1st August, 2027, not liable to retire by rotation, upon the terms of re-appointment including remuneration, commission and perquisites as set out in the Explanatory Statement as required under Section 102(1) of the Companies Act, 2013, with a liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board) to alter and vary the said terms of re-appointment and remuneration in such manner as may be agreed to between the Board and Shri D.H. Parekh.”

“RESOLVED FURTHER THAT where in any Financial Year during the currency of Shri D.H. Parekh’s tenure as Executive Director, the Company has no profits or its profits are inadequate, the Company shall pay remuneration by way of salary, perquisites and retirement benefits as set out in this Notice as minimum remuneration subject to compliance of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, in force from time to time.”

“RESOLVED FURTHER THAT any revision in the remuneration payable to Shri D.H. Parekh shall be within the overall limits as approved by the members in terms of this Resolution and as recommended by the Nomination and Remuneration Committee to the Board for its approval, from time to time.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors to give effect to the aforesaid Resolution.”

5. To consider and, if thought fit, to pass, with or without modifications, the following:

AS AN ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel)

Rules, 2014 read with Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s S.K. Dwivedi & Associates, a firm of Practising Company Secretaries, be and are hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive Financial Years commencing from 1st April, 2025 till 31st March, 2030, at such remuneration as may be determined by the Board of Directors of the Company (including its Committee thereof) from time to time, in consultation with the Secretarial Auditor.”

“RESOLVED FURTHER THAT approval of members of the Company is hereby accorded to the Board of Directors to avail or obtain from the Secretarial Auditor, such other services or certificates, reports or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws at such remuneration, as may be determined by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) or the Vice President (Legal) & Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

NOTES:

1. Statement pursuant to Section 102(1) of the Companies Act, 2013 (“Act”), in respect of the Special Business to be transacted at the Annual General Meeting (“AGM”) is annexed hereto.
2. The Ministry of Corporate Affairs (“MCA”) vide circular dated April 8, 2020 read with circulars dated April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as “MCA Circulars”) permitted the holding of the “AGM” through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical

presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.

3. The AGM is being held pursuant to the MCA Circulars through VC/OAVM. Physical attendance of Members have been dispensed with. **Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
4. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024, Notice of the AGM along with the Annual Report for financial year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or CDSL / NSDL ("Depositories"). Members may note that the Notice and Annual Report for financial year 2024-25 will also be available on the Company's website at www.standardindustries.co, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Limited at www.kfintech.com
5. In order to enable the Company to promptly send the general meeting notices, Annual Reports and other shareholder communications in electronic form, Members are requested to register/update their e-mail addresses as under:
 - a. In case shares are held in dematerialized form: Updated details to be sent to their respective Depository Participant with whom members have opened Demat account; and
 - b. In case of shares held in physical form: Updated details to be sent to einward.ris@kfintech.com
6. The Company has engaged the services of KFin Technologies Limited, Registrar and Transfer Agent as the authorised agency

(KFinTech) for conducting of the e-AGM and providing e-voting facility.

7. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023) and Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024 has mandated that with effect from April 1, 2024, dividend to security holders holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.
8. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doFaq=yes>
9. Members holding shares in physical form, whose folio(s) are updated with PAN, Choice of Nomination, Contact Details, Mobile Number, Bank Account Details and updated Specimen Signature, will only be eligible for any payment, including dividends, interest, or redemption, through electronic mode from April 01, 2024, as per SEBI directives. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature. Therefore, Members holding shares in physical form are requested to update the mentioned details by completing the appropriate ISR forms with the RTA to ensure receipt of future dividends.
10. Procedure to be followed by the Members holding securities in physical form for updation of bank account mandate for receipt of dividend:
 - A. Send a request to KFinTech at their office address or by mail at einward.ris@kfintech.com from registered mail by providing the following details

along with Form ISR - 1, Form ISR - 2 and ISR - 3 / SH - 13:

- 1) Folio No., Name of the Member/s;
- 2) Name and Branch of the Bank in which you wish to receive the dividend;
- 3) Bank Account type;
- 4) Bank Account Number allotted by their bank after implementation of Core Banking Solutions;
- 5) 9 digit MICR Code Number; and
- 6) 11digit IFSC Code

B. Along with the request, attach a copy of Share Certificate (front and back), PAN (self-attested copy of PAN card), Self-attested Valid Address proof and a copy of cancelled cheque bearing the name of the first Shareholder.:

11. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS) / National Electronic Clearing Service (NECS)/ National Electronic Fund Transfer (NEFT)/ Real Time Gross Settlement (RTGS)/ Direct Credit, etc.
12. Members are requested to note that, in order to avoid any loss/ interception in postal transit and also to get prompt credit of dividend through NECS / ECS they should submit their NECS/ECS details to the Company's RTA. The requisite NECS/ECS application form can be obtained from the Company's RTA.
13. The Securities and Exchange Board of India (SEBI) has mandated furnishing of PAN, KYC details (i.e. Postal Address with Pin Code, email address, mobile number, bank account details and nomination details) by shareholders holding shares in physical form, in the requisite forms, ISR-1, ISR-2, ISR-3 or SH-13. The said forms are available on the website of the Company www.standardindustries.co and website of M/s KFin Technologies Limited www.kfintech.com. Any service request or complaint received from the Member will not be processed until the aforesaid details/ documents are provided to RTA.
14. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members can nominate a person in respect of all the shares held by him singly or jointly. Members holding shares in physical form and who have not yet registered their nomination, are requested to register the same by submitting Form SH-13. If a member decides to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14, as the case may be. The said Forms can be downloaded from the website of the Company and RTA. Members holding shares in electronic form may approach their respective DPs for completing the nomination formalities.
15. Members may please note that SEBI, vide its Circular No. SEBI /HO / MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 dated 25th January 2022, has mandated the listed Companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; renewal / exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/ MISRSD_ RTAMB/P/CIR/ 2022/65 dated 18th May, 2022, has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be. The said Form can be downloaded from the website of the Company and RTA.
16. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
17. As the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements

in which directors are interested maintained under section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to standardgrievances@rediffmail.com.

19. As mandated by SEBI, effective from April 01, 2019, securities of listed companies shall be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise share(s) held by them in physical form.

20. **Instructions for attending the e-AGM through VC/OAVM, Remote E-voting and E-voting at the e-AGM through insta poll are as follows:**

A. Instructions for attending the AGM through VC/OAVM:

1. Members will be able to attend the AGM through VC/ OAVM or view the live webcast of AGM at <https://emeetings.kfintech.com> and click on the "video conference" by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.
2. Facility of joining the AGM through VC/ OAVM shall open 15 minutes before the time scheduled for the AGM. The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech. On successful login,

select 'Speaker Registration' which will be open from Friday, the 25th July, 2025 to Sunday, the 27th July, 2025. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

3. The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be opened from Friday, 25th July, 2025 to Sunday, 27th July, 2025. Members may note that depending upon the availability of time, questions may be answered during the meeting or responses will be shared separately after the AGM.
4. Facility of joining the AGM through VC/OAVM shall be available for 1000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters and Institutional Investors, Directors, key managerial personnel, chairpersons of Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Auditors are not restricted on first come first served basis.
5. Members may join the AGM through laptops, smartphones, tablets or ipads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox.

Please note that participants connecting from mobile devices or

tablets or through laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
7. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday, July 22, 2025, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
8. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned in **Annexure 1** to this Notice

If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

- i) Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1800-309-4001 or write to them at evoting@kfintech.com.
9. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the

Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact Mr. Anil Dalvi, at evoting@kfintech.com or call KFintech's toll free No. 1800-309-4001 for any further clarifications.

B. Instructions for remote e-voting

1. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are annexed as **Annexure 1** to this Notice.
2. However, in pursuance to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the **individual demat account holders**, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
3. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

4. The Remote E-voting period commences from 9:00 A.M. (IST) on Friday, the 25th July, 2025 to 5:00 P.M. (IST) on Monday, the 28th July, 2025.
5. Any person holding shares in physical form and non-individual shareholders, who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
6. In case of individual members holding securities in demat mode and who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in **Annexure 1** for "Login method for remote e-Voting and joining virtual meeting for individual member holding securities in demat mode."
7. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/ OAVM but shall not be entitled to cast their vote again.
8. The Members present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
9. The detailed instructions in connection with exercising the right to vote by the members using the remote e-voting facility or e-voting during the AGM are enclosed as **Annexure 1** to this Notice.
10. Once the member has cast his/her vote on resolutions set forth in the AGM Notice through remote e-voting, he/ she shall not be allowed to change it subsequently or cast the vote again.
11. Members who do not have the User ID/ Password for e-voting or have forgotten the User ID/ Password may retrieve the same by following the steps given under remote e-voting instructions annexed as **Annexure 1** to this Notice.
21. Corporate Members are required to send scanned copy (PDF / JPG format) of the relevant Board or governing body Resolution / Authorisation together with attested specimen signature of the duly authorised signatory (ies) who are authorised to vote, to evoting@kfintech.com.
22. The voting rights of the Members shall be in proportion to the number of shares held by them in the equity share capital of the Company as on the cut-off date being Tuesday, the 22nd July, 2025.
23. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password" or "Physical User Reset Password" option available on <https://evoting.kfintech.com> to reset the password.
24. The Board of Directors have appointed Shri Kaushik M. Jhaveri, Proprietor, M/s. Kaushik M. Jhaveri & Co., Practicing Company Secretary, (Membership No. FCS 4254) as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
25. The Scrutinizer, after the conclusion of voting at the AGM, shall first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 (two) Working Days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

26. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.standardindustries.co and the website of Kfintech at <https://evoting.kfintech.com> immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded but not later than 2 working days from the conclusion of e-voting to the Stock Exchanges.
27. In case of any query pertaining to e-voting, please visit Help and FAQs section available at Kfintech's website <https://evoting.kfintech.com> or contact toll free no. 1800 309 4001.
28. The unclaimed dividend for the accounting periods ending 31st March, 2018 onwards are to be transferred to the IEPF on the dates given in the table below:

Financial Year	Date of Declaration of Dividend	Date for transfer to IEPF
April, 2017 To March, 2018	29.05.2018 (Interim) 20.08.2018 (Final)	03.07.2025 24.09.2025
April, 2018 To March, 2019	—	—
April, 2019 To March, 2020	—	—
April, 2020 To March, 2021	—	—
April, 2021 To March, 2022	19.05.2022 (Interim) 18.08.2022 (Final)	21.06.2029 22.09.2029
April, 2022 To March, 2023	22.05.2023 (Interim) 01.08.2023 (Final)	22.06.2030 01.09.2030
April, 2023 To March, 2024	15.03.2024 (Interim) 06.08.2024 (Final)	17.04.2031 05.09.2031

The details of unpaid/unclaimed Dividend(s) are available on the website of the Company www.standardindustries.co and on the Ministry of Corporate Affairs website.

The Ministry of Corporate Affairs ('MCA') had notified the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016, effective from 7th September, 2016 ('IEPF Rules 2016').

The Rules, contain provisions for transfer of all those shares in respect of which dividend has not been encashed or claimed by members for seven consecutive years or more in

the account of the Investor Education and Protection Fund (IEPF) Authority.

Accordingly, the Company would be transferring every year to IEPF Authority, those shares in respect of which Dividend has not been encashed or claimed by the Members for seven consecutive years. Members who have so far not encashed the Dividend Warrants for the Financial years ended March, 2018, onwards, are advised to submit their claims to the Company's Registrar and Share Transfer Agents, Kfintech, or the Company's Registered office at Flat No. 1, Ground Floor, Harsh Apartment, Plot No. 211, Sector – 28, Vashi, Navi Mumbai – 400 703.

Pursuant to Rule 6 of IEPF Rules, 2016, as amended from time to time, shares on which dividend has not been claimed from financial year 2016-17 & seven consecutive years thereafter, have been transferred to IEPF authority in the financial year 2024-25 as per Section 124(5) of the Companies Act, 2013.

Members/ claimants whose shares, unclaimed dividend have been transferred to the IEPF, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF- 5 (available on www.mca.gov.in) along with requisite fees, if any, as decided by the IEPF Authority from time to time. The Member/Claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

29. The Company's securities are listed on the following Stock Exchanges

Sr. No.	Name & Address of the Stock Exchange	Nature of Security
1.	BSE Ltd., Jeejeebhoy Towers, Dalal Street, Mumbai – 400 023.	Equity Shares
2.	National Stock Exchange of India Ltd., Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051.	- do -

STANDARD INDUSTRIES LTD.

The Company has paid Annual Listing fees to the above Stock Exchanges upto 31st March, 2026.

30. The Annual Report of the Company circulated electronically to the Members of the Company, is available on the Company's website: www.standardindustries.co
31. Details of Shri Pradeep R. Mafatlal and Shri Dhansukh Harilal Parekh as required to be given pursuant to the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is attached to this Notice as "**Annexure 2**".

In case of any query pertaining to e-voting, Members may refer to the "Help" and "FAQs" sections / E-voting user manual available through a dropdown menu in the "Downloads" section of KFinTech's website for e-voting: <https://evoting.kfintech.com> or call KFinTech on 1800 309 4001 (toll free).

Members are requested to note the following contact details for addressing e-voting grievances:

Mr. Anil Dalvi
Senior Manager

KFin Technologies Limited
Selenium Tower B, Plot 31 - 32,
Gachibowli, Financial District,
Nanakramguda,
Hyderabad - 500 032
Telephone: +91 – 40 6716 2222
E-mail: einward.ris@kfintech.com.

INSTRUCTIONS AT A GLANCE

Cut-off date : Tuesday, the 22nd July, 2025

Remote e-voting period Starts at 9.00 a.m. on Friday, the 25th July, 2025 and ends at 5.00 p.m. on Monday, the 28th July, 2025

For remote e-voting log on to: <https://evoting.kfintech.com>

Speaker Registration from Friday, the 25th July, 2025 to Sunday, the 27th July, 2025.

Log onto: <https://emeetings.kfintech.com>

AGM Date and time : Tuesday, the 29th July, 2025 at 3.00 P.M.

For attending AGM log on to: <https://emeetings.kfintech.com>

For e-voting during AGM go to the “Insta Poll” page after voting is announced by clicking on the thumb icon on the video screen

User ID and Passwords: Use your existing User ID and Password; OR

User ID and Password mentioned in the email; OR

Write to einward.ris@kfintech.com (for shares held in physical form); OR

Register /update your email addresses with the Depository Participant(s) (for shares held in Demat form)

KFintech’s contact details Toll free number: 1800-309-4001.

By Order of the Board

**TANAZ B. PANTHAKI
Vice President (Legal)
& Company Secretary
FCS No. 2894**

Registered Office:

**Flat No. 1, Ground Floor,
Harsh Apartment, Plot No. 211,
Sector – 28, Vashi,
Navi Mumbai – 400 703.
CIN: L17110MH1892PLC000089**

Dated: 20th May, 2025.

ANNEXURE TO THE NOTICE

Explanatory Statement as required under Section 102(1) of the Companies Act, 2013:

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to Items Nos.3 to 5 contained in the accompanying Notice dated 20th May, 2025.

Item No. 3

Shanudeep Private Limited, one of the promoters of the Company, is a private limited company wherein Shri Pradeep R. Mafatlal, Smt. Divya P. Mafatlal and Shri Rajanya P. Mafatlal, the Directors of the Company are directors and / or members and hence Shanudeep Private Limited is a related party under Section 2(76) of the Companies Act, 2013 ("the Act") and Regulation 2(1)(zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015").

The Company has been renewing from time to time:

- Leave & Licence Agreement with Shanudeep Private Limited, for use of their Office Premises admeasuring 9,000 Sq.ft. or thereabouts, at Vijyalaxmi Mafatlal Centre at 57A Dr. G. Deshmukh Marg, Mumbai-400 026; and
- Arrangement for sharing of facilities and/or services with Shanudeep Private Limited, at the above mentioned premises.

The above transactions are due for renewal on 19th August, 2025 and 21st August, 2025, respectively.

The last renewal for Leave & Licence Agreement with Shanudeep Pvt. Ltd., was for a period of three years from 19th August, 2022 to 18th August, 2025, at a licence fee of ₹ 8,10,000/- p.m. excluding applicable taxes, levies and sharing of common expenses.

The Company had entered into an arrangement for sharing of Facilities and/ or Services, with Shanudeep Private Limited for a period of 3 (three) years from 21st August, 2022 to 20th August, 2025 at Service Charges of ₹ 10,89,000 p.m. excluding applicable taxes, levies and sharing of common expenses.

Accordingly, the Company now proposes to renew:

- Leave and Licence Agreement with Shanudeep Private Limited at Vijyalaxmi Mafatlal Centre at 57A, Dr. G. Deshmukh Marg, Mumbai-400 026, for a period of three years from 19th August, 2025 to 18th August, 2028, at a license fee of ₹ 8,10,000/- p.m. exclusive of all applicable taxes, levies and sharing of common expenses.
- Arrangement for sharing of Facilities and/ or Services, with Shanudeep Private Limited at Vijyalaxmi Mafatlal Centre at 57A, Dr. G. Deshmukh Marg, Mumbai-400 026, for a period of three years from 21st August, 2025 to 20th August, 2028, for better enjoyment of the premises at service charges of ₹ 10,89,000/- p.m. exclusive of all applicable taxes, levies and sharing of common expenses.

The terms and conditions of renewed arrangements would be as per the leave and license agreement and Service Agreement, to be entered into between the Company and Shanudeep Private Limited.

The above transactions will exceed the materiality threshold of 10% of the annual turnover of the Company as per the audited accounts of the Company as on 31st March, 2025 and hence will require approval of the shareholders by Ordinary Resolution as per Section 188 of the Companies Act, 2013 read with Rule 15 of (Meeting of Board and its powers) Rules, 2014.

Please note that the above related party transactions do not require approval of the shareholders under Regulation 23(4) of the SEBI (LODR) Regulations, 2015 as the same is within the limit of 10% of the annual consolidated turnover of the Company as per last audited financial statements of FY 2024-25.

Further, the aforesaid transactions with Shanudeep Private Limited are in the ordinary course of business and at arms' length basis. The Audit Committee and Board of Directors at its Meeting held on 20th May, 2025, have approved entering into the said Leave and Licence Agreement and arrangement for sharing of Facilities and/or Services as related party transactions subject to approval of the shareholders by Ordinary Resolution.

The approval of shareholders is sought for the entire tenure of the said Leave and Licence Agreement and arrangement for sharing of Facilities and/or Services.

The information required pursuant to Rule 15(3) of the Companies (Meeting of Board and its Powers) Rules, 2014 is provided in the Resolution and Explanatory Statement.

The Board of Directors of your Company recommend the Resolution at Item No.3 for your approval as an Ordinary Resolution. Shri Pradeep R. Mafatlal, Smt. Divya P. Mafatlal and Shri Rajanya P. Mafatlal, Directors of the Company and Smt. Pravina R. Mafatlal (relative of Shri Pradeep R. Mafatlal, Smt. Divya P. Mafatlal and Shri Rajanya P. Mafatlal) may be regarded as interested in the Resolution to the extent of their shareholdings / directorships in Shanudeep Private Limited.

None of the other Directors or Key Managerial Personnel or their relatives are concerned or interested in this Resolution.

Item No. 4

The Board of Directors of the Company ("the Board"), at its meeting held on 20th May, 2025, has, subject to approval of members, re-appointed Shri D. H. Parekh (DIN: 00015734) as an Executive Director for a period of 2 (two) years with effect from August 2, 2025, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee (the 'NRC') of the Board. Members' approval is sought for the re-appointment and remuneration payable to Shri D. H. Parekh as Executive Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 ("the Act"). Shri D. H. Parekh shall not be liable to retire by rotation as long as he holds office of Executive Director in the Company.

The terms of remuneration comprising salary, commission and perquisites to Shri D. H. Parekh are as under:

- (1) Salary of ₹ 7,00,000/- per month inclusive of dearness and all other allowances with the authority to the NRC of the Board to grant such increments from time to time as it may decide in its absolute discretion upto a salary of ₹ 15,00,000/- per month.
- (2) Commission as may be decided by the NRC subject to the overall ceiling laid-down in Section 197 read with Schedule V of the Companies Act, 2013. Such commission will be determined by the Board and be payable after the financial statements for the said financial year have been approved by the Board and adopted by the Members.
- (3) Perquisites:

Perquisites such as furnished accommodation or house rent allowance, provision of gas, electricity, water and furnishings in respect of such accommodation, medical reimbursement for self and family, club fees (excluding admission and life membership fees), leave benefits (including leave encashment), leave travel concessions for self and family, personal accident insurance and such other perquisites and on such terms and conditions as the NRC may in its absolute discretion determine from time to time.

Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be treated as perquisite to the Executive Director.

Shri D. H. Parekh shall be entitled to Earned/ Privilege Leave on full pay and Allowances as per the Rules of the Company but not more than 1 month's leave for every 11 months' service.

The monetary value of perquisites will be determined in accordance with the relevant rules laid down in this regard under the Income-tax Act. In the absence of such rules, the monetary value of such perquisite shall be determined at cost.

Shri D. H. Parekh shall be entitled to reimbursement of expenses incurred by him for the business of the Company.

Shri D. H. Parekh will not be entitled to sitting fees for attending meetings of the Board of Directors or Committees thereof of the Company.

STANDARD INDUSTRIES LTD.

Shri D. H. Parekh's services are liable to be terminated by giving three months' notice from either side or by giving him three months' salary in lieu of notice.

Shri D. H. Parekh will not be granted any stock options.

(4) Retirement Benefits:

- Company's contribution to Provident Fund & Superannuation Fund as per the Rules of the Company.
- Gratuity as per the Rules of the Company including continuity of service for the time served in any other capacity other than Executive Director within the Company.
- Leave & encashment of leave as per the Rules of the Company.

The retirement benefits in (a), (b) and (c) above shall not be included in the computation of ceiling on remuneration of Shri D. H. Parekh to the extent provided in Section IV of Schedule V to the Companies Act, 2013.

Notwithstanding anything contained hereinabove, where in any financial year during the currency of Shri D. H. Parekh's tenure as Executive Director, the Company has no profits or its profits are inadequate, he shall be paid aforesaid remuneration by way of salary, perquisites and retirement benefits as minimum remuneration subject to compliance with Schedule V and other applicable provisions, if any, of the Companies Act 2013.

A statement pursuant to clause (iv) of Section II of Part II of Schedule V of the Companies Act, 2013 is as follows:

I. General Information:

1) Nature of industry:

Presently the Company has a Property Division (previously known as real estate) and Trading in Textiles.

The Property Division comprises of assets which are in excess of business needs which the Company would liquidate based on market conditions.

2) Date or expected date of commencement of commercial production:

Not Applicable

3) In case of new companies, expected date of commencement of activities as per project approved by Financial Institutions appearing in the prospectus:

Not Applicable

4) Financial performance based on given indicators:

Particulars	₹ in lakhs (2024-25)	₹ in lakhs (2023-24)	₹ in lakhs (2022-23)
Turnover	2234.98	1905.48	1591.65
Profit Before Tax	(1378.75)	(758.15)	2228.60
Profit After Tax	(1380.44)	(203.64)	2028.60
Networth	16921.18	18645.52	19915.98

5) Foreign investments or collaborations, if any:

There are no foreign investments or collaborations by the Company. However, 39.62% of the share capital of the Company is held by NRI/OCB and FIIs.

II. Information about the appointee:

1) Background details:

Shri D. H. Parekh is a Chartered Accountant and has diversified experience in Financial Accounting, Taxation and Management.

He joined the Company in the year 1976. In 1998, he was promoted to the post of Vice-President (Finance).

Shri D. H. Parekh is Executive Director on the Board of Standard Industries Limited and a Director in Stanrose Mafatlal Investments and Finance Limited, Stan Plaza Limited and Umiya Balaji Real Estate Private Limited. He is a Member of Audit Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee of Standard Industries Limited.

Shri D. H. Parekh holds 100 shares in the Company as of date of this notice.

2) Past remuneration:

Remuneration paid to Shri D. H. Parekh for past 3 financial years is as under:

Financial year	Salary	Perquisites	Contributions	Personal Accident & Medical Insurance	Total
2022-23	60,00,000	30,30,524	21,20,000	1,55,647	1,13,06,171
2023-24	75,93,548	40,71,592	27,50,258	1,77,793	1,45,93,191
2024-25	84,00,000	42,52,387	29,68,000	1,89,951	1,58,10,338

3) Recognition or awards:

Refer Para (1) above under section 'Background details':

4) Job profile and his suitability/ justification:

As an Executive Director & KMP of the Company, Shri D. H. Parekh will be responsible for the business affairs of the Company. Shri D. H. Parekh's profile includes assisting Board in taking business and policy decisions. By qualification Shri D. H. Parekh is a Chartered Accountant and has diverse experience in Financial Accounting, Taxation and Management. He is associated with the Company for about 49 years holding various responsible positions in the Company. Having regard to his vast experience, it will be in the interest of the Company to re-appoint him as Executive Director & KMP of the Company.

5) Remuneration proposed:

As given above.

6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with regard to the country of his origin);

The aforesaid proposed remuneration is competitive and commensurate with the size of the Company, profile of the position and person and compares favourably with the remuneration package in the industry.

7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any;

Shri D. H. Parekh does not have any pecuniary relationship with the Company or any other

key managerial personnel except to the extent of remuneration drawn by him.

III. Other information

Reasons of loss or inadequate profits; Steps taken or proposed to be taken for improvement; Expected increase in productivity and profits in measurable terms:

As on 31st March 2025, the Company has a net loss of ₹1370.53 lakhs. The remuneration proposed to be paid to Shri D.H Parekh is within the overall limits prescribed under section 197 of the Companies Act, 2013. As you are aware, the Company had suspended in-house production of its Textiles and Garments Divisions. The Company is, inter alia, engaged in the trading of Textiles and has Property Division. The company experienced a slowdown in demand of textile products due to unfavorable macroeconomic conditions and reduced consumer spending in key markets.

Also, the volatility in investment market is reflected in the conservative approach of consumers.

The Company continues to focus on cost control. The Company is also looking to the territorial and volume expansion of its Trading activities in the Textiles business to enhance market presence and optimize resource utilization. While positive outcomes in productivity and profit margins are expected, precise metrics cannot be established at this point in time.

As part of its strategic growth agenda, the Company has broad based its board members, aimed at injecting fresh perspectives, and strengthening leadership capabilities to enable long-term, sustainable expansion of the Company.

Keeping in view that Shri D. H. Parekh has rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time, the Board is of the opinion that the re-appointment of Shri D. H. Parekh as Executive Director & KMP, would be in the interest of the Company.

As per Section 197 read with Schedule V of the Companies Act, 2013, reappointment of Shri D. H. Parekh as Executive Director & KMP of the Company including the terms of his reappointment are placed before the Members in General Meeting for their approval by Special Resolution.

Section 196(3) of the Companies Act, 2013, *inter alia*, provides that no company shall appoint / re-appoint a person who has attained the age of 70 years as Executive Director unless it is approved by the members by passing a special resolution. Further, if the remuneration is in excess of the limits of net profit prescribed under section 197 or in accordance with Schedule V of the Act, the same shall require approval of shareholders by way of a special resolution. Accordingly, the Board of Directors recommends the Special Resolution set out in Item No.4 of this Notice for approval of members.

Shri D. H. Parekh is interested in the Resolution as the same concerns his reappointment. None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested in this Resolution at Item No.4 of the accompanying Notice.

In view of the aforesaid provisions, you are requested to grant your consent to the Special Resolution as set out at item No.4 of the accompanying Notice.

Item No.5

Pursuant to provisions of Section 204 of the Companies Act, 2013 and relevant rules thereunder read with Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), every listed company is required to annex with its Board's Report, a Secretarial Audit Report, issued by a Practising Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s. S.K. Dwivedi & Associates, a firm of Practising Company Secretary, as Secretarial Auditors of the Company.

M/s. S.K Dwivedi & Associates was appointed as Secretarial Auditor of the Company to conduct Secretarial Audit for Financial Year 2024-25 on

10th February, 2025 to fill the causal vacancy caused due to the sad demise of Mr. Nishant Jawasa, Proprietor of M/s. Nishant Jawasa & Associates, the erstwhile Secretarial Auditors of the Company.

SEBI vide its notification dated 12th December, 2024, amended the Listing Regulations. The amended regulations require companies to obtain Shareholders' approval for appointment of Secretarial Auditor of the Company from the financial year 2025-2026 onwards for a period of five consecutive years, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed Company Secretary and should not have incurred any of the disqualifications as specified by SEBI.

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of Audit Committee, has recommended appointment of M/s. S.K. Dwivedi & Associates, a firm of Practising Company Secretary, as Secretarial Auditors of the Company for a term of five consecutive financial years commencing from 1st April, 2025 till 31st March, 2030.

M/s. S K Dwivedi & Associates is a proprietary concern established and owned by Mr. Shailendra Kumar Dwivedi, engaged in rendering professional services in the domain of corporate laws and regulatory procedures. The firm specializes in ensuring compliance with statutory requirements, including but not limited to, Secretarial Audits, compliance under the Securities and Exchange Board of India (SEBI) regulations, Corporate Takeovers, Mergers, Demergers, and Acquisitions.

Furthermore, S K Dwivedi & Associates actively provides expert advisory and procedural assistance in matters pertaining to public issues, preferential allotments, and compliance with the Foreign Exchange Management Act (FEMA), including obtaining requisite approvals from the Reserve Bank of India (RBI) and other regulatory authorities. The firm is committed to upholding the highest professional standards while delivering comprehensive corporate compliance solutions.

In terms of amended Listing Regulations, M/s. S K Dwivedi & Associates has provided a confirmation that they have subjected themselves to peer review

process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. S K Dwivedi & Associates has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of Interest.

The proposed remuneration to be paid to M/s. S K Dwivedi & Associates for acting as Secretarial Auditor of the Company shall be ₹70,000/- per annum plus applicable taxes and out-of-pocket expenses, if any. In addition to the auditing services, the Company would also obtain certifications which are to be mandatorily received from the Secretarial Auditors under various statutory regulations from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The Board of Directors in consultation with the Audit Committee may alter or vary the terms and conditions of the appointment including remuneration in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned

or interested in passing of the Resolution at Item No.5 of the accompanying Notice.

In view of the aforesaid provisions, you are requested to grant your consent to the Ordinary Resolution as set out at item No.5 of the accompanying Notice.

By Order of the Board

TANAZ B. PANTHAKI
Vice President (Legal)
& Company Secretary
FCS No. 2894

Registered Office:

Flat No. 1, Ground Floor,
Harsh Apartment, Plot No. 211,
Sector – 28, Vashi,
Navi Mumbai – 400 703.
CIN: L17110MH1892PLC000089

Dated: 20th May, 2025.

Annexure 1 INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING AT AGM

The details of the process and manner for remote e-voting and joining and voting at the e-AGM are explained below:

Step 1: Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Step 2: Access to KFintech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

Step 3: Access to join virtual meetings (e-AGM) of the Company on KFin system to participate and vote at the e-AGM.

Details on Step 1 are mentioned below:

As per the SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on e-voting facility provided by Listed Companies, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Members are advised to update their mobile number and email-id in their demat accounts in order to access e-voting facility

I) Login method for remote e-voting for Individual Members holding equity shares in demat mode.

Type of Member	Login Method
<u>Individual Members holding securities in demat mode with NSDL</u>	<ol style="list-style-type: none">User already registered for IDeAS facility:<ol style="list-style-type: none">Visit URL: https://eservices.nsdl.comClick on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.User not registered for IDeAS e-Services<ol style="list-style-type: none">To register click on link : https://eservices.nsdl.comSelect “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jspProceed with completing the required fields.Follow steps given in point 1Alternatively by directly accessing the e-Voting website of NSDL<ol style="list-style-type: none">Open URL: https://www.evoting.nsdl.comClick on the icon “Login” which is available under ‘Shareholder/Member’ section.A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech.On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.

Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com Click on New System Myeasi Login with your registered user id and password. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi / Easiest</p> <ol style="list-style-type: none"> Option to register is available at https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com Proceed with completing the required fields. Follow the steps given in point 1. <p>3. Alternatively, by directly accessing the e-voting website of CDSL</p> <ol style="list-style-type: none"> Visit URL: www.cdslindia.com Provide your demat Account Number and PAN No. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP, i.e. KFinTech where the e- Voting is in progress.
Individual Members login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Individual Members holding Securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Members holding Securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

II) Login method for e-voting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode.

(A) Members whose email IDs are registered with the Company / Depository Participant(s), will receive an email from KFintech which will include details of E-voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if a Member is registered with KFin for e-voting, they can use their existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. Members will now reach password change Menu wherein they are required to mandatorily change the password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt the Member to change their password and update their contact details viz. mobile number, email ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve their password in case they forget it. It is strongly recommended that Members do not share their password with any other person and that they take utmost care to keep their password confidential.

- v. Members would need to login again with the new credentials.
- vi. On successful login, the system will prompt the Member to select the "EVEN" i.e., 'Standard Industries Limited - AGM' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, a Member may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed the total shareholding as mentioned herein above. A Member may also choose the option ABSTAIN. If a Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.
- ix. Voting has to be done for each item of the notice separately. In case a Member does not desire to cast their vote on any specific item, it will be treated as abstained.
- x. A Member may then cast their vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once a Member has voted on the resolution (s), they will not be allowed to modify their vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of

the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id kaushikjhaverics1@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_Even No."

- (B) Members whose email IDs are not registered with the Company/Depository Participant(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of e-mail and mobile: Securities in Physical Mode

Members holding Physical shares are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated 16th March, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR-1 form along with the supporting documents.

ISR-1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the member and retain

copy(ies) with IPV stamping with date and initials; or

- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

After receiving the e-voting instructions, please follow all the above steps to cast your vote by electronic means.

Details on Step 3 are mentioned below:

III) Instructions for all the Members, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com> by using the e-voting login credentials provided in the email received from the Company/ KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may

retrieve the same by following the remote e-Voting instructions as mentioned in **Annexure 1** to this Notice.

- ii. Facility for joining AGM through VC/ OAVM shall open atleast 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number and email id. Questions /queries received by the Company till Sunday, 27th July, 2025 shall only be considered and responded during the AGM.
- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during

the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

- vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- viii. Facility of joining the AGM through VC / OAVM shall be available for atleast 1000 members on first come first served basis.
- ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

By Order of the Board

TANAZ B. PANTHAKI
Vice President (Legal)
& Company Secretary
FCS No. 2894

Registered Office:

Flat No. 1, Ground Floor,
Harsh Apartment, Plot No. 211,
Sector – 28, Vashi,
Navi Mumbai – 400 703.
CIN:L17110MH1892PLC000089

Dated: 20th May, 2025.

Annexure 2: Information required to be furnished under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Name of the Director	Pradeep R. Mafatlal	D.H. Parekh
DIN	00015361	00015734
Age	60 Years	73 Years
Date of birth	18 th March, 1965	16 th July, 1951
Nationality	Indian	Indian
Date of first appointment on the board	10 th July, 1984	02 nd August, 2011
Relationship with other directors and KMPs	Spouse of Divya P. Mafatlal, Non-Executive Director	There is no relation with other Directors on the Board
Qualification	<ul style="list-style-type: none"> • D.D. Com • Diploma in Business Management 	<ul style="list-style-type: none"> • Chartered Accountant
Terms and condition of appointment/re-appointment	Non-Executive, Promoter Director liable to retire by rotation	As per the Resolution at item No. 4 of the Notice convening this Meeting read with explanatory statement thereto, Shri D.H. Parekh is proposed to be re-appointed as an Executive Director.
Remuneration sought to be paid	Entitled to commission in addition to sitting fees for attending the meetings	Refer item no. 4 in the Explanatory Statement of this Notice.
Remuneration last drawn	Remuneration paid in 2024-25 is given in the Corporate Governance Report	As disclosed in Explanatory Statement of this Notice
Nature of expertise in specific functional areas	He is an industrialist having diversifies experience of more than 39 years in the areas of textiles, chemicals, realty & other businesses.	He has diversified experience for about 49 years in financial accounting, taxation and management.
In the case of Independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable
Number of shares & % of holding as on 31.03.2025	13555 shares, comprising of 0.02% of share capital of the Company.	100 shares which is negligible % of the Share Capital of the Company.

STANDARD INDUSTRIES LTD.

Name of the Director	Pradeep R. Mafatlal	D.H. Parekh
List of directorships held in other companies	<p>Listed Company:</p> <ul style="list-style-type: none"> • Stanrose Mafatlal Investments and Finance Limited <p>Unlisted Companies:</p> <ul style="list-style-type: none"> • Shanudeep Private Limited • Standard Salt Works Limited • Mafatlal Enterprises Limited • Sheiladeep Investments Private Limited • Vinadeep Investments Private Limited • Umiya Balaji Real Estate Private Limited • HPA Sports Private Limited 	<p>Listed Company:</p> <ul style="list-style-type: none"> • Stanrose Mafatlal Investments and Finance Limited <p>Unlisted Companies:</p> <ul style="list-style-type: none"> • Stan Plaza Limited • Umiya Balaji Real Estate Private Limited
Names of the Listed Entities from which resigned in the past 3 years	NIL	NIL
Chairmanships/memberships of committees in other companies (includes Audit Committee [AC] and Stakeholders Relationship Committee [SRC])	He is a member of Stakeholders Relationship Committee of Stanrose Mafatlal Investments & Finance Limited	NIL
Number of Board Meetings attended during the FY 2024-25	<p>Held – 4</p> <p>Attended – 4</p>	<p>Held – 4</p> <p>Attended – 4</p>

By Order of the Board

TANAZ B. PANTHAKI
Vice President (Legal) &
Company Secretary
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Dated: 20th May, 2025.