Regd. Off: Rau-Pithampur Link Road, Tehsil: Mhow, Dist.: Indore - 453 332 (M. P.) India Phone No. 0091-731-4014400, Fax 0091-731-4020011 Email:share3@stitextile.net Website: www.stitextile.net CIN: L27105MP1984PLC002521

STIIL:SH:30AGM:REP:35A:BSE:2015-16

30th September, 2015

To,
The Listing Department,
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001

Ref : Clause 35A of Listing Agreement.

Sub: Voting results of the 30th Annual General Meeting held on 28th September, 2015

Dear Sir / Madam,

In terms of Clause 35A of the Listing Agreement, we are pleased to submit herewith the following details in the prescribed format regarding voting results on the business transacted as per the Notice of 30th Annual General Meeting of the Company held on 28th September, 2015.

S. No.	Particulars	Details
01.	Date of Annual General Meeting	Monday, the 28 th September, 2015
02.	Total No. of Shareholders on record date i.e. as on 21 st September, 2015.	5350
03.	Total No. of shareholders present in the meeting either in person or through proxy:	,
	03. Promoter / Promoter Group	01
	04. Public	32
04.	Total No. shareholders attended the meeting through video conferencing:	
	03. Promoter / Promoter Group 04. Public	Not applicable
05.	Resolution(s) required in the Annual General Meeting	Ordinary & Special Resolutions
06.	Mode of Voting	Remote E-voting and Ballot Paper
07.	Details of agenda wise voting	Enclosed herewith

Thanking you,

Yours faithfully,

For STI INDIA LIMITED

COMPANY SECRETARY

Encl: as above.

STI INDIA LIMITED

Report on Annual General Meeting held on 28.09.2015 (E-Voting & Physical)
(As per Clause 35A of Listing Agreement)

ORDINARY RESOLUTIONS

Resolution No. 1: Adoption of Books of Accounts for the financial year ended on 31st March, 2015

	99.99	100	21757718	75.03	21757818	29000000	
1.28	98.72	100	7718	0.40	7818	. 1932078	Public - Others
0.00	0.00	0	0	0	0	5317922	Public - Institutional holders
0.00	100.00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
% of votes in against on votes polled (7) = [(5) / (2)]*100	% of votes in favour on votes polled (6) = [(4)/(2)] * 100	No. of votes (in against) (5)	No. of votes (in favour) (4)	% of votes polled on outstanding shares $(3) = [(2) / (1)]^4 100$	No. of votes polled (2)	No. of Shares held No. of votes polled (1) (2)	Promoter / Public

Resolution No. 2: Re-appointment of Mr. K. N. Garg (DIN: 00008402) Director retiring by rotation

4

0.00	99.99	100	21757718	75.03	21757818	29000000	
1.28	98.72	100	7718	0.40	7818	1932078	Public - Others
0	0.00	0	0	0	0	5317922	Public - Institutional holders
0	100.00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
(7) = [(5)/(2)]*100	$(6) = [(4)/(2)] \times 100$	(5)	(4)	(3) = [(2)/(1)] * 100	(2)	(1)	
on votes polled	on votes polled	(in against)	(in favour)	outstanding shares			
% of votes in against	% of votes in favour	No. of votes	No. of votes	% of votes polled on		No. of Shares held No. of votes polled	Promoter / Public

Resolution No. 3: Re-appointment of Mr. A. R. Mundra (DIN: 00019234) Director retiring by rotation

		100	21757718	75.03	21757818	29000000	
98 72 1 28		100	7718	0.40	7818	1932078	Public - Others
0.00		0	0	0	0	5317922	Public - Institutional holders
100.00		0	21750000	100	21750000	21750000	Promoter/Promoter Group
* 100 (7) = [(5) / (2)]*100	(6) = [(4)/(2)] * 100	(5)	(4)	$(3) = (2)/(1) \times 100$	(2)	(I)	
led on votes polled	on votes polled	(in against)	(in favour)	outstanding shares			
avour % of votes in against	% of votes in favour	No. of votes	No. of votes	No. of Shares held No. of votes polled % of votes polled on	No. of votes polled	No. of Shares held	Promoter / Public

Resolution No. 4: Re-appointment of M/s V. K. Beswal & Associates, Chartered Accountant, Mumbai as Statutory Auditor of the Company

		100	21757718		21757818	29000000	
1.28	98.72	100	7718	0.40		1932078	Public - Others
0	0.00	0	0	0	0	5317922	Public - Institutional holders
0	100.00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
% of votes in against on votes polled (7) = [(5)/(2)]*100	% of votes in favour on votes polled (6) = [(4) '(2)] * 100	No. of votes (in against) (5)	No. of votes (in favour) (4)	% of votes polled on outstanding shares (3) = [(2) / (1)]* 100	No. of Shares held No. of votes polled (1) (2)	No. of Shares held (1)	Promoter / Public



Promoter / Public No. of Shares held No. of votes polled % of votes polled on votes	0.00	99.99	100	21757718	75.03	21757818	29000000	
No. of Shares held No. of votes polled % of votes polled on outstanding shares No. of votes (in favour) No. of votes (in favour) % of votes in favour % of votes in favour (1) (2) (3) = [(2)/(1)]*100 (4) (5) (6) = [(4)/(2)]*100 21750000 21750000 21750000 0 0 0 0	1.28	98.72	100	7718	0.40	7818	1932078	Public - Others
No. of Shares held No. of votes polled % of votes polled on outstanding shares No. of votes (in favour) No. of votes (in favour) % of votes in favour % of votes in favour (1) (2) (3) = [(2)/(1)]*100 (4) (5) (6) = [(4)/(2)]*100 (2) (3) = [(2)/(1)]*100 21750000 0 (6) = [(4)/(2)]*100		0.00	0	0	0	0	5317922	Public - Institutional holders
No. of Shares held No. of votes polled % of votes polled on No. of votes No. of votes % of votes in favour $^{\circ}$ on votes polled outstanding shares (in favour) (in against) on votes polled $^{\circ}$ (1) (2) (3) = $[(2)/(1)]^*$ 100 (4) (5) (6) = $[(4)/(2)]^*$ 100	0	100.00	0	21750000	. 100	21750000	21750000	Promoter/Promoter Group
No. of Shares held No. of votes polled % of votes polled on No. of votes No. of votes % of votes in favour	on votes polled $(7) = {(5)/(2)}^{100}$	on votes polled $(6) = [(4)/(2)] * 100$		(in favour) (4)	outstanding shares $(3) = [(2)/(1)] * 100$	(2)	(1)	
	% of votes in against	% of votes in favour	No. of votes	No. of votes	99	No. of votes polled	No. of Shares held	Promoter / Public

0.00	99.99	100	21757718	75.03	21757818	29000000	
1.28	98.72	100	7718	0.40	7818	1932078	Public - Others
0	0.00	0	0	0	0	5317922	Public - Institutional holders
0	100.00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
(7) = [(5)/(2)]*100	(6) = (4)/(2) = 100	(5)	(4)	$(3) = (2) \neq (1) * 100$	(2)	(1)	
on votes polled	on votes polled	(in against)	(in favour)	outstanding shares			
% of votes in against	% of votes in favour	No. of votes	No. of votes	No. of Shares held No. of votes polled % of votes polled on No. of votes	No. of votes polled	No. of Shares held	Promoter / Public
	01	75271) as Direct	pande (DIN: 029	Resolution No. 6: Appointment of Ms. Prachi Deshpande (DIN: 02975271) as Director	ution No. 6: Appoint	Resol	

0.00	99.99	100	21757718	75.03	21757818	29000000	
1.28	98.72	100	7718	0.40	7818	1932078	Public - Others
0	0.00	0	0	0	0	5317922	Public - Institutional holders
0	100.00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
(7) = [(5)/(2)]*100	(6) = [(4)/(2)] * 100	(5)	(4)	(3) = [(2)/(1)] * 100	(2)	(1)	
on votes polled	on votes polled	(in against)	(in favour)	outstanding shares			
% of votes in against	vo. of votes % of votes in favour	No. of votes	No. of votes	No. of Shares held No. of votes polled % of votes polled on No. of votes	No. of votes polled	No. of Shares held	Promoter / Public

			ı				
0.00	99,99	100	21757718	75.03	21757818	29000000	
1.28	98.72	100	7718	0.40	7818	1932078	Public - Others
0	0.00	0	0	0	0	5317922	Public - Institutional holders
0	100.00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
on votes polled $(7) = [(5)/(2)]*100$	on votes polled (6) = $[(4)/(2)] * 100$	(in against) (5)	(in favour) (4)	outstanding shares (3) = $[(2)/(1)]^*$ 100	(2)	(I)	
% of votes in against	% of votes in favour	No. of votes	No. of votes	No. of Shares held No. of votes polled % of votes polled on No. of votes	No. of votes polled	No. of Shares held	Promoter / Public
	0=1	a (water o cooperation	o De la constante	to the second part of	anon too o cappaora		
	171	ti (DIN: 00008202	nn D R Rahe	Resolution No. 8 : Approval for remuneration poid to Dr. R. R. Raheti (tion No 8 - Approve	Besoli	



RAO SAKLECHA & CO.

COMPANY SECRETARIES

Off.: 210, Rajani Bhawan, 569, M.G. Road, INDORE (M.P.)
Tel.: (0731) 2542994 Cell: 98260-27611, 94259-68006
Fax: (0731) 2538710 e-mail: pankajsaklecha@yahoo.com
Resi: "JATAN PRAKASH", 86, Tilak Nagar Extn. INDORE

Scrutinizer's Report

No.:

To,
The Chairman
STI India Limited
Rau-pithampur Link Road,
Tehsil – Mhow, Distt. Indore
453 332 (M.P.)

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots conducted at 30th Annual General Meeting of the members of STI India Limited held on 28th September 2015.

STI India Limited ("the Company"), at their Board meeting held on 14th August, 2015 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Clause 35B of the Listing Agreement, at the 30th Annual General Meeting ("30th AGM"), on the resolutions contained in the Notice dated 14th August, 2015 for the AGM, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of the Listing Agreement, relating to remote e-voting and physical ballot on the resolutions as contained in the aforesaid notice. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited and of voting through ballot as provided by the Company.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the 30th AGM, was sent to the Members by permitted means, for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of the Audited Financial Statements of the Company for the financial year 31st March, 2015 together with the Report of the Board of Directors and Auditors thereon;

- 2. **Resolution No. 2** as an Ordinary Resolution for re-appointment of Mr. K. N. Garg (DIN: 00008402), who retires by rotation at this Annual General Meeting;
- 3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of Mr. A. R. Mundra (DIN: 00019234), who retires by rotation at this Annual General Meeting;
- 4. Resolution No. 4 as an Ordinary Resolution for re-appointment of M/s. V. K. Beswal & Associates, Chartered Accountants (Firm Registration No. 101083W) as the Statutory Auditors of the Company and to authorised the Board of Directors to fix their remuneration.
- 5. **Resolution No. 5** as an Ordinary Resolution for appointment of Mr. John Mathew (DIN: 01632626) as an Independent Director of the Company;
- 6. **Resolution No. 6** as an Ordinary Resolution for appointment of Ms. Prachi Deshpande (DIN: 02975271) as a Director of the Company;
- Resolution No. 7 as a Special Resolution for Alteration of Articles of Association of the Company pursuant to the provisions of Section 14 of Companies Act, 2013 and other applicable provisions, if any, of the Act;
- 8. **Resolution No. 8** as a Special Resolution for approving remuneration paid to Dr. R. B. Baheti (DIN: 00008202), Chairman of the Company.

The Company provided the remote e-Voting facility offered by Central Depository Services (India) Limited to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facilities were made available to shareholders of the Company to exercise their voting rights from 9:00 A.M. of Friday, 25th September, 2015 upto 5:00 P.M. of Sunday, 27th September, 2015. Accordingly, e-votes casted upto 5:00 p.m. of Monday, 28th September, 2015 have been considered for my scrutiny.

After the conclusion of the 30th AGM, first the voting conducted through remote e-voting and thereafter through physical ballot at the meeting, had been unblocked in the presence of two witnesses not in employment of the Company. A summary of the votes cast by shareholders through remote e-voting and physical ballots at the 30th Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.



The results of the voting by members through remote e-voting and physical ballots at the 30th Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company who has also countersigned this report.

Thanking you,

Thanking you,

Yours Faithfully

Pankaj Kumar C Saklecha

Objection age of by Frein, Summer Submit a Date of the Fernand, (IE) IN 1988, part of 100 and 2001; in Submit purpose, annihilation in Frein and Bellocker Submit and in a MSA (2011 for Submit SEE) (SEE Submit) in Fee Sublation Submit (IE) (SEE Submit) in Fee Sub-Submit Submit (IE) (SEE Submit) in Fee Submit

Scrutinizer

Name: Pankaj Kumar Saklecha Practicing Company Secretary

FCS: 6292; CP: 6434

COUNTERSIGNED BY FOR STI INDIA LIMITED

OBBanel.

R. B. BAHETI CHAIRMAN

Witness 1: Hansa Maloo D/o Kailash Chandra Maloo

Add: - Sadar Bazzar. Sarwania maharaj Teh Jawad, Dist Neemuch.

Witness 2: Nupur Nahar D/o Raj Kumar Nahar

Add: - Alm. 58, Sukhliga Indone (M.P)



ANNEXURE

The summary of the votes cast through e-Voting and physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

			Resolut	ion 1
Sr. No.	a a	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted
a.	Votes cast the	rough physical ballot	17	2053
b.	Votes cast the	rough Remote e-Voting	30	2,17,55,765
	Total	= VCVL_0	47	2,17,57,818
c.	Less: Inval	man man and a second of the se	-	
d.	Net Valid P Voting	hysical Ballot Forms / Remote e-	47	2,17,57,818
	75.70	ysical Ballot Forms / Remote e- ting with assent for the Resolution	46	2,17,57,718
% of A	Assent	7		*100%
		ysical Ballot Forms / Remote e- ting with dissent for the Resolution	1	100
% of 1	Dissent			0%

^{*} Rounded off to the nearest number

For Resolution No. 2:

	. =		Resolut	ion 1
Sr. No.	0 9	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted
a.	Votes cast through	physical ballot	17	2053
b.	Votes cast through	Remote e-Voting	30	2,17,55,765
	Total		47	2,17,57,818
c.	Less: Invalid confirmations	Ballot / Remote e-Voting	-	
d.	Net Valid Physic Voting	al Ballot Forms / Remote e-	47	2,17,57,818
	(i) Physical	Ballot Forms / Remote e- vith assent for the Resolution	46	2,17,57,718
% of A	Assent			*100%
		Ballot Forms / Remote e- vith dissent for the Resolution	1	100
% of 1	Dissent	3)		0%

^{*} Rounded off to the nearest number



For Resolution No. 3:

		Resolut	ion 1
Sr. No.	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	2053
b.	Votes cast through Remote e-Voting	30	2,17,55,765
	Total	47	2,17,57,818
c.	Less: Invalid Ballot / Remote e-Voting confirmations	ng	rest of the second
d.	Net Valid Physical Ballot Forms / Remote Voting	e- 47	2,17,57,818
	(i) Physical Ballot Forms / Remote Voting with assent for the Resolution	e- 46	2,17,57,718
% of A	Assent		*100%
	(ii) Physical Ballot Forms / Remote Voting with dissent for the Resolution	e- 1	100
% of 1	Dissent		0%

^{*} Rounded off to the nearest number

For Resolution No. 4:

Sr. No.		Resolution 1	
	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	2053
b.	Votes cast through Remote e-Voting	30	2,17,55,765
	Total	47	2,17,57,818
c.	Less: Invalid Ballot / Remote e-Voting confirmations	3	_
d.	Net Valid Physical Ballot Forms / Remote e- Voting	47	2,17,57,818
	(i) Physical Ballot Forms / Remote e- Voting with assent for the Resolution	46	2,17,57,718
% of A	% of Assent		*100%
	(ii) Physical Ballot Forms / Remote e- Voting with dissent for the Resolution	1	100
% of I	Dissent		0%

^{*} Rounded off to the nearest number



For Resolution No. 5:

		Resolution 1			
Sr. No.	Particulars		No. of Ballots / Remote E- Voting		No. of Shares voted
a.	Votes cast	through physical ballot		17	2053
b.	Votes cast	through Remote e-Voting		30	2,17,55,765
	Total		3	47	2,17,57,818
c.	Less: Invalid Ballot / Remote e-Voting confirmations			7	7
d.	Net Valid Voting	Physical Ballot Forms / Remote e-		47	2,17,57,818
		Physical Ballot Forms / Remote e- Voting with assent for the Resolution		46	. 2,17,57,718
% of A	% of Assent			*100%	
		Physical Ballot Forms / Remote e- Voting with dissent for the Resolution		1	100
% of I	Dissent				. 0%

^{*} Rounded off to the nearest number

For Resolution No. 6:

Sr. No.		Resolu	Resolution 1		
	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted		
, a.	Votes cast through physical ballot	17	2053		
b.	Remote e-Voting Confirmations received #	30	2,17,55,765		
	Total	47	2,17,57,818		
c.	Less: Invalid Ballot / Remote e- confirmations	Voting			
d.	Net Valid Physical Ballot Forms / Ren Voting	note e-	2,17,57,818		
	(i) Physical Ballot Forms / Rem Voting with assent for the Resolu		2,17,57,718		
% of A	% of Assent		*100%		
	(ii) Physical Ballot Forms / Rem Voting with dissent for the Resolu		100		
% of Dissent			0%		

^{*} Rounded off to the nearest number



For Resolution No. 7:

Sr. No.		Resolut	Resolution 1		
	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted		
a.	Votes cast through physical ballot	17	2053		
b.	Votes cast through Remote e-Voting	30	2,17,55,765		
	Total	47	2,17,57,818		
C.	Less: Invalid Ballot / Remote e-Vot confirmations	ing -	A CONTRACTOR OF THE PARTY OF TH		
d.	Net Valid Physical Ballot Forms / Remote Voting	e- 47	2,17,57,818		
	(i) Physical Ballot Forms / Remote Voting with assent for the Resolution	e	2,17,57,718		
% of A	Assent		*100%		
	(ii) Physical Ballot Forms / Remote Voting with dissent for the Resolution		100		
% of I	Dissent		0%		

^{*} Rounded off to the nearest number

For Resolution No. 8:

Sr. No.		Resolut	Resolution 1		
	Particulars	No. of Ballots / Remote E- Voting	No. of Shares voted		
a.	Votes cast through physical ballot	17	2053		
b.	Votes cast through Remote e-Voting	30	2,17,55,765		
	Total	47	2,17,57,818		
c.	Less: Invalid Ballot / Remote e-Vot	ing			
d.	Net Valid Physical Ballot Forms / Remote Voting	e- 47	2,17,57,818		
	(i) Physical Ballot Forms / Remote Voting with assent for the Resolution		2,17,57,718		
% of A	% of Assent		*100%		
	(ii) Physical Ballot Forms / Remote Voting with dissent for the Resolution		100		
% of I	Dissent		0%		

^{*} Rounded off to the nearest number

