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:29AGM:REP:BSE:2014-15

01st October, 2014

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 29th Annual General Meeting held on 29th September, 2014

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 29th Annual General Meeting of the Company held on 29th September, 2014.

S. No.	Particulars	Details
01.	Date of Annual General Meeting	Monday, the 29th September, 2014
02.	Total No. of Shareholders as on Cut of date i.e. 22 nd August, 2014	5446
03.	Total No. of shareholders present in the meeting either in person or through proxy:	14.
	03. Promoter / Promoter Group 04. Public	01 33
04.	Total No. shareholders attended the meeting through video conferencing:	4
		Not applicable
	03. Promoter / Promoter Group 04. Public	
05.	Resolution(s) required in the Annual General Meeting	Ordinary & Special Resolutions
06.	Mode of Voting	E-voting and Polling
07.	Details of agenda wise voting	Enclosed herewith

Thanking you,

Yours faithfully,

For STI INDIA LIMITED

CS DEEPESH KUMAR NAYAK COMPANY SECRETARY

STI INDIA LIMITED

Report on Annual General Meeting held on 29.09.2014 (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, 2014

0	100.00	0	21758672	75.02990345	21758672	29000000	
0	100.00	0	8672	0.448843163	8672	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 $(7) = [(5)/(2)] \times 100$	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	No. of votes (in against)	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

Resolution No. 2: Re-appointment of Dr. R. B. Baheti (DIN: 00008202) Director retiring by rotation

	Public - Others	Public - Instit	Promoter/Pro	Promo
	ITS .	Public - Institutional holders	romoter/Promoter Group	Promoter / Public
29000000	1932078	5317922	21750000	No. of Shares held (1)
21758672	8672	0	21750000	No. of votes polled (2)
75.02990345	0.448843163	0	100	No. of Shares held No. of votes polled 9% of votes polled on outstanding shares (1) (2) (3) = $[(2)/(1)] * 100$
21758672	8672	0	21750000	No. of votes (in favour) (4)
0	0	0	0	No. of votes (in against) (5)
100.00	100.00	0.00	100.00	% of votes in favour on votes polled (6) = [(4) / (2)] * 100
0	0	0	0	% of votes in against on votes polled (7) = (5)/(2) *100

Resolution No. 3: Re-appointment of M/s V. K. Beswal & Associates, Chartered Accountant, Mumbai as Statutory Auditor of the Company

0	100.00	0	21758672	75.02990345	21758672	29000000	
0	100.00	0	8672	0.448843163	8672	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) ^{4}$ 100	(2)	(1)	
% 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

	ı
	ı
	ı
	I
	ı
	I
	ı
	ı
_	ı
20	ı
SO	ı
Ē	ı
E .	ı
H	ı
Z	ı
0.	ı
4	ı
7	ı
6	ı
10	I
Resolution No. 4: Re-appointn	۱
Oi	۱
=	ı
intment of Mr. Pra	۱
E	ı
0	ı
=	ı
1	ı
3	ı
7	ı
SE	ı
rashar	ı
=	
>	ı
100	ı
Na.	ı
Agrawal (DIN:	ı
5	ı
9	ı
Z	ı
0	ı
8	ı
15	ı
4	1
4	1
2	
S	
M	1
5	ı
20	ı
1	ı
99	ı
2	ı
6	ı
=	ı
7	
	1
	1
	1
	ı

0	100.00	0	21758672	75.02990345	21758672	29000000	
0	100.00	0	8672	0.448843163	8672	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)	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

Resolution No. 5: Appointment of Mr. T. N. Anand Reddy (DIN: 00220734) as an Independent Director

0	100.00	0	21758672	75.02990345	21758672	29000000	
0	100.00	0	8672	0.448843163	8672	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)	(L)	
% of votes in against	% of votes in favour	No of votes	No of votes	% of votes notifed on	No of votes nolled	No. of Shares held No of votes nothed	Promoter / Public

Resolution No. 6: Appointment of Mr. A. Arumugham (DIN: 00350163) as an Independent Director

		Public - Others	Public - Institutional holders	Promoter/Promoter Group	Promoter / Public No.
	29000000	1932078	5317922	21750000	of Shares held (1)
	21758672	8672	0	21750000	No. of Shares held No. of votes polled (1) (2)
The state of the s	75.02990345	0.448843163	0	100	% of votes polled on outstanding shares $(3) = [(2)/(1)] * 100$
	21758672	8672	0	21750000	No. of votes (in favour) (4)
	0	0	0	0	No. of votes (in against) (5)
	100.00	100.00	0.00	100.00	% of votes in favour on votes polled (6) = $[(4)/(2)] * 100$
	0	0	0	0	% of votes in against on votes polled (7) = (5)/(2) *100



0	100 00	0	71758677	75 07000345	21758677	2000000	
0	100.00	0	8672	0.448843163	8672	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)	(a)	
% 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
	It of the Company	r borrowing iim	nes Act, 2015 for	Resolution No. /: Approval under section 180(1)(a) of the Companies Act, 2013 for borrowing limit of the Company	pproval under section	Resolution No. /: A	

0.00 0	0		27 00000 22	71759277	79000000	
0.00 0		8672	0.448843163	8672	1932078	Public - Others
20000	0	0	0	0	5317922	Public - Institutional holders
100 00	0	21750000	100	21750000	21750000	Promoter/Promoter Group
(6) = [(4)/(2)] * 100 $(7) = [(5)/(2)] * 100$	(5) (6	(4)	(3) = [(2)/(1)] * 100	(2)	(I)	
on votes polled on votes polled	(in against)	(in favour)	outstanding shares			
% of votes in favour % of votes in against	No. of votes %	No. of votes	No. of Shares held No. of votes polled on % of votes polled on	No. of votes polled	No. of Shares held	Promoter / Public
y of the Company	rtgaging the propert	ct, 2013 for mor	Resolution No. 8 : Approval under section 180(1)(a) of the Companies Act, 2013 for mortgaging the property of the Company	val under section 180	solution No. 8 : Appro	Re

0	100.00	0	21758672	75.02990345	21758672	29000000	
0	100.00	0	8672	0.448843163	8672	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
$(7) = [(5)/(2)] \times 100$	(6) = [(4)/(2)] * 100	(5)	(4)	(3) = [(2)/(1)] * 100	(2)	(E)	
on votes polled	on votes polled	(in against)	(in favour)	outstanding shares			
% of votes in against		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
		OI ASSOCIATION	A Set of Althere	Resolution No. 9: Approval for adoption of new set of Article of Association	Resolution No. 9: AD		



RAO SAKLECHA & CO.

COMPANY SECRETARIES

Off.: 210, Rajani Bhawan, 569, M.G. Road, INDORE (M.P.)
Tel.: (0731) 2542994 Cell: 98260-27611, \$4259152008
Fax: (0731) 2538710 e-mail: pankajsaklecha@yahoo.com
Resi: "JATAN PRAKASH", 86, Tilak Nagar Extn. INDORE

1.4/	s,	۰

Date.:	
--------	--

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
STI INDIA LIMITED,
RAU-PITHAMPUR LINK ROAD
TEHSIL MHOW
INDORE,MADHYA PRADESH
INDIA – 453332

Dear Sir,

Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (3) (xi) of Companies (Management and Administration) Rules, 2014.

- I, Pankaj Kumar Saklecha, Practicing Company Secretary, appointed by the Board of Directors of Sti India Limited ("the Company") as a Scrutinizer for the purpose of conducting the E-voting process on the below mentioned resolution(s), to be passed at the 29th Annual General Meeting of the Equity Shareholders of the Company to be held on the 29th September, 2014 at Registered office of the Company at Rau – Pithampur Link Road, Tehsil Mahow, Indore-4533332.
- 2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the 29th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the E-voting process restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.
- 3. Further to the above, I submit my report as under:
 - The Company has availed E-voting facility offered by Central Depository Services Limited (CDSL) for conducting E-voting by the shareholders of the Company.

- ii. The Members of the Company as on the "Cut Off" date i.e. 22th August, 2014 were entitled to vote on the resolutions (Items Number 1 to 9 as set out in Notice of 29th AGM of the Company).
- iii. The voting period for E-voting commenced on Tuesday, September 23, 2014 (09:00 A.M.) to Thursday, September 25, 2014 (05:00 P.M.) and the CDSL E-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked in the presence of two witnesses, who were not in the employment of the Company.

I now submit my Report as under on the result of the E-voting in respect of below Resolutions.

Item No. 1 - Ordinary Resolution

Adoption of Audited Balance Sheet and Statement of Profit & Loss Account for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes	Total number of votes cast by
were declared invalid	them (Shares)
NIL	NIL

Item No. 2 - Ordinary Resolution

To appoint a Director in place of Dr. R.B. Baheti, who retires by rotation and being eligible offer himself for re-appointment.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755927 -	99.99



(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL .	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 3-Ordinary Resolution

Appointment of Auditors M/s V.K. Beswal & Associates CA and fixing their remuneration

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 4 - Ordinary Resolution

Appointment of Mr. Prashant Agrawal as Managing Director.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of
Voted)	them (Shares)	valid votes cast



NIL	NIL	NIL
TAIL	THE	TIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 5 - Ordinary Resolution

Appointment of Mr. T.N. Anand Reddy as an Independent Director

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL (Shares)

Item No. 6 - Ordinary Resolution

Appointment of Mr. A. Arumugham as an Independent Director

(I) Voted in favour of resolution:

Number of Members	Number of votes cast by	% of total number of
Voted	them (Shares)	valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL -

(III) Invalid Votes



Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 7 - Special Resolution

Resolution under Section 180 (1) (C) of the Companies Act, 2013 for borrowing.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes	Total number of votes cast by
were declared invalid	them (Shares)
NIL	NIL

Item No. 8- Special Resolution

Resolution under Section 180 (1) (a) of the Companies Act, 2013 for Creation of Security.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes	Total number of votes cast by
were declared invalid	them (Shares)
NIL	NIL *



Item No. 9 - Special Resolution

Approve and adopt the new set of Article of Association of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
32	21755969	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Thanking you,

Yours Faithfully,

Scrutinizer

Name: Pankaj Kumar Saklecha Practicing Company Secretary

FCS: 6292; CP: 6434

Place: Indore Date: 29.09.2014