

NATIONAL STANDARD INDIA LIMITED

August 31, 2023

To,
The Listing Department,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

To,
The Listing Department,
CSE limited
7, Lyons Range,
Calcutta- 700 001

Scrip: **504882**

Scrip Code: **024063**

Dear Sir(s),

Sub: Proceedings of 60th Annual General Meeting ('AGM') held on August 31, 2023

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ('Listing Regulations')

In continuation to our letter dated August 07, 2023, the 60th AGM of the Company was held on August 31, 2023 through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The AGM was held as per the circulars issued by the Ministry of Corporate Affairs (MCA), Securities and Exchange Board of India (SEBI) and the business mentioned in the Notice dated July 12, 2023 was transacted. In this regard, please find enclosed herewith the following:

- i.* Summary of Proceedings as required under the Regulation 30, Part A of Schedule - III of the Listing Regulations as **Annexure – I.**
- ii.* Voting results as required under Regulation 44 of the Listing Regulations accompanied with scrutinizer's Report as **Annexure-II.**

The voting results are also uploaded on the Company's website and can be assessed at <http://www.nsil.net.in/>

This is for your information and records.

Yours faithfully,
For National Standard (India) Limited

Madhur Mittal
Company Secretary & Compliance Officer
Membership No. A47976

Encl: As above

NATIONAL STANDARD INDIA LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

Annexure – I

PROCEEDINGS OF THE 60th ANNUAL GENERAL MEETING OF NATIONAL STANDARD (INDIA) LIMITED THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS

The 60th Annual General Meeting ('AGM') of the members of National Standard (India Limited ('the Company')) was held on Thursday, August 31, 2023 at 02:30 p.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The AGM was held as per the circulars issued by the Ministry of Corporate Affairs (MCA), Securities and Exchange Board of India (SEBI).

The Company Secretary Ms. Madhur Mittal, welcomed the Members to the AGM and briefed them on certain points relating to their participation at the AGM through VC/OAVM.

Ms. Smita Ghag, Chairperson chaired the Meeting. The requisite quorum being present, the Chairperson called the meeting to order. All the Directors of the Company attended the Meeting through video conferencing and the Chairperson introduced the Directors and KMPs to the Members. The chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were also present at the AGM. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the AGM Notice were available for inspection. The 60th AGM was attended by 19 shareholders of the Company through VC/OAVM. The representatives of MSKA & Associates, Statutory Auditors, Shraavan A. Gupta & Associates, Secretarial Auditors and Scrutinizers for the Remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through Video Conferencing. With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Company Secretary informed the Members that the Company had provided the facility to cast their vote electronically on the NSDL's E-voting platform by remote e-voting and e-voting at the AGM. Further, the Company Secretary explained the process of voting during the AGM and also informed that since the AGM is held through Video Conferencing and the resolutions mentioned in the notice convening the AGM had been already put to vote through remote e-voting, there would be no proposing and seconding on the resolutions.

In terms of the Notice dated July 12, 2023 convening the 60th AGM of the Company, the following items of business were transacted at the AGM through remote e-voting:

Sr No.	Details of the Agenda	Resolution Type
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors' and Auditors' thereon	Ordinary Resolution
2	To appoint a director in place of Mr. Kurian Arimpur (DIN 08265692), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary Resolution
3	To approve appointment of Mr. Ravi Dhodia (DIN: 09194577) as a Non-executive and Non-Independent Director of the Company	Ordinary Resolution
4	Approval of material Related Party Transaction	Ordinary Resolution

There being no speaker shareholders the Chairperson thanked the Members for attending and participating at the meeting. The e-Voting facility was kept open for the next 15 minutes to enable the shareholders to cast their vote.

The Chairperson informed the shareholders that the consolidated voting results along with the Scrutinizer's Report shall be placed on the Company's website www.nsil.net.in, NSDL E-voting website and would also be immediately submitted to BSE Limited and Calcutta Stock Exchange for dissemination.

NATIONAL STANDARD INDIA LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

The AGM was deemed to be concluded at 2:54 p.m. post expiry of 15 minutes time allotted for the shareholders to cast their vote during the AGM.

Post completion of the Annual General Meeting, based on the report received from Mr. Shravan Gupta, Scrutinizer, the aforesaid business items were approved by requisite majority.

For National Standard India Limited

Madhur Mittal
Company Secretary & Compliance Officer
Membership No. A47976

Date: August 31, 2023

Place: Mumbai

Annexure II

Name of the Company	National Standard (India) Limited
Date of AGM	31-08-2023
Total number of shareholders on record cut-off date i.e., 24-08-2023	2606
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	18

Resolution No		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1,47,88,099	1,47,88,099	100.00	1,47,88,099	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1,47,88,099	100.00	1,47,88,099	0	100.00	0.00
Public Institutions	E-Voting	90	0	0.00	0	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	52,11,811	51,55,124	98.91	51,55,124	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		51,55,124	98.91	51,55,124	0	100.00	0.00
Total		2,00,00,000	1,99,43,223	99.71	1,99,43,223	0	100.000	0.00

Resolution No		2 - To appoint a Director in place of Mr. Kurian Arimpur (DIN 08265692), who retires by rotation and being eligible, offers himself for re-appointment.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	1,47,88,099	1,47,88,099	100.00	1,47,88,099	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1,47,88,099	100.00	1,47,88,099	0	100.00	0.00
Public Institutions	E-Voting	90	0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.00	0	0	0.0000	0.0000
	Total		0	0.00	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	52,11,811	51,55,124	98.91	51,55,123	1	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		51,55,124	98.91	51,55,123	1	100.00	0.00
Total		2,00,00,000	1,99,43,223	99.71	1,99,43,222	1	100.000	0.00

Resolution No		3 - Approve appointment of Mr. Ravi Dodhia (DIN 09194577) as a Non-executive and Non-Independent Director of the Company.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1,47,88,099	1,47,88,099	100.00	1,47,88,099	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1,47,88,099	100.00	1,47,88,099	0	100.00	0.00
Public Institutions	E-Voting	90	0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.00	0	0	0.0000	0.0000
	Total		0	0.00	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	52,11,811	51,55,124	98.91	51,55,123	1	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		51,55,124	98.91	51,55,123	1	100.00	0.00
Total		2,00,00,000	1,99,43,223	99.71	1,99,43,222	1	100.000	0.00

Resolution No		4 - Approval of Material Related party transactions.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1,47,88,099	1,47,88,099	100.00	*1,47,88,099	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1,47,88,099	100.00	*1,47,88,099	0	0.00	0.00
Public Institutions	E-Voting	90	0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.00	0	0	0.0000	0.0000
	Total		0	0.00	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	52,11,811	51,55,124	98.91	51,55,124	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		51,55,124	98.91	51,55,124	0	100.00	0.00
Total		2,00,00,000	19943223	99.71	1,99,43,223	0	100.000	0.00

*Details of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	1,47,88,099



FORM No. MGT-13

Consolidated Report of Scrutinizer

[Pursuant to Section 108 and 109 of The Companies Act, 2013 and Rule 20(4) (xii) and 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairperson of the 60th Annual General Meeting of the Shareholders of the Company NATIONAL STANDARD (INDIA) LIMITED held on Thursday, August 31, 2023 at 02.30 P.M., held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Madam,

I, **Shravan A. Gupta**, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, situated at A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai - 400092, have been appointed as scrutinizer by the Board of Directors of **NATIONAL STANDARD (INDIA) LIMITED** ("the Company") for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the 4 (Four) resolutions contained in the notice dated July 12, 2023 convening the 60th Annual General Meeting of the members of the Company, held on Thursday, August 31, 2023 at 02.30 P.M., held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), which has been sent to all the shareholder in compliance with MCA circulars dated December 28, 2022, May 5, 2022 and May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars"), SEBI Circular No. SEBI/HO/DDHS/P/ CIR/2022/62 dated May 13, 2022 read with SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (together MCA Circulars and SEBI Circulars referred to as "Circulars")

1. The Management of the Company is responsible for the compliance with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 60th Annual General Meeting of the members dated July 12, 2023.
2. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast 'in favor' and/or 'against' the resolutions stated in the Notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorised under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.
3. The Shareholders holding equity shares as on the "cut-off date" i.e., Thursday, August 24th, 2023 were entitled to vote on the resolutions proposed in the Notice calling the 60th Annual General Meeting of the Company. The remote e-voting commenced on Monday, August 28, 2023 (IST 9:00 AM) and closed on Wednesday, August 30, 2023 (IST 05.00 P.M). The Company has also provided e-voting facility during the AGM and up to 15 minutes after conclusion of AGM.
4. After the time fixed for closing of the e-voting by the Chairperson, the electronic system recording the e-voting (e-votes) locked by NSDL and the votes cast under remote e-voting facility prior to AGM were unblocked and counted.
5. There after the details containing Members who voted "in favour" or "against" on each of the resolutions that was put to vote was generated from e-voting website of NSDL.
6. I am submitting herewith a consolidated report on the remote e- voting together with that of e-voting prior to and during the AGM in **Annexure A**.
7. The electronic data and all other relevant records relating to the remote e- voting and e-voting on the day of the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the minutes of the 60th AGM.

8. All the resolutions as per the results given in **Annexure A** were passed with requisite majority.

Thanking you,

**For Shrvan A. Gupta & Associates
Practicing Company Secretary**



**Shrvan A. Gupta
Firm Unique Code: I2011MH829000
Peer Review Certificate No. 2140/2022
ACS: 27484, CP:9990
Date: 31.08.2023
Place: Mumbai
UDIN: A027484E000902041**

For National Standard (India) Limited

A handwritten signature in blue ink that reads 'Madhur Mittal'.

**Madhur Mittal
Company Secretary & Compliance Officer
Date: 31.08.2023
Place: Mumbai**



Encl. Annexure A

Annexure A

Consolidated Report of the Remote e-voting together with that of vote through e-voting system during the AGM

Item No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors' and the Auditors' thereon.

i. Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
27	1,99,43,223	100%

ii. Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
00	00	0.00%

iii. Invalid votes:

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated July 12, 2023 has been passed by the members with requisite majority.

Item No.2: Ordinary Resolution

To appoint a Director in place of Mr. Kurian Arimpur (DIN 08265692), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
26	1,99,43,222	100%

ii. Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
01	01	0.00%

iii. Invalid votes:

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated July 12, 2023 has been passed by the members with requisite majority.

Item No.3: Ordinary Resolution

To Approve appointment of Mr. Ravi Dodhia (DIN 09194577) as a Non-executive and Non-Independent Director of the Company.

i. Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
26	1,99,43,222	100%

ii. Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
01	01	0.00%

iii. Invalid votes:

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 3 of the Notice dated July 12, 2023 has been passed by the members with requisite majority.

Item No.4: Ordinary Resolution

To Approve Material Related party transactions.

i. Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
26	51,55,124	100%

ii. Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
00	00	0.00%

iii. Invalid votes:

Numbers of members whose votes were declared invalid	Number of invalid votes cast by them
01	1,47,88,099

Based on the aforesaid results, ordinary resolution at Item No. 4 of the Notice dated July 12, 2023 has been passed by the members with requisite majority.

Thanking you,

For Shravan A. Gupta & Associates
Practicing Company Secretary



Shravan A. Gupta
Firm Unique Code: I2011MH829000
Peer Review Certificate No. 2140/2022
ACS: 27484, CP:9990
Date: 31.08.2023
Place: Mumbai
UDIN: A027484E000902041

For National Standard (India) Limited



Madhur Mittal
Company Secretary & Compliance Officer
Date: 31.08.2023
Place: Mumbai

