

प्रभाग  
DIVISION

दि स्टेट ट्रेडिंग कॉर्पोरेशन ऑफ इण्डिया लिमिटेड  
(भारत सरकार का उद्यम)  
**THE STATE TRADING CORPORATION OF INDIA LTD.**  
(A Govt. of India Enterprise)

No.2015/ STC/BS&P

30<sup>th</sup> September 2015

Manager-Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/I, G Block Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051  Scrip Code: <b>STCINDIA-EQ</b>	Manager Department of Corporate Services BSE Limited 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street, Mumbai- 400 001  Scrip Code : <b>512531</b>
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Dear Sir/ Madam,

**Sub: Clause 35A Listing Agreement**

In continuation to our letter dated 28<sup>th</sup> September, 2015, we wish to inform you that the shareholders of the Company at the 59<sup>th</sup> Annual General Meeting of the company held on September 28<sup>th</sup>, 2015 approved all the items of business as contained in the notice convening the said AGM.

All resolution were passed by shareholders, with requisite Majority


In this connection, we enclose the following:

- Outcome of Voting at Annual General Meeting,
- Declaration of Results of voting through electronic means and Physical Ballot;  
and
- Scrutinizer's Consolidated Report dated 30.09.2015 on remote e-voting and Poll process

The said results were declared by Director(Personnel) of the Company and the report submitted by the scrutinizer are also uploaded on the Company's Website and are also advised to the Depository viz. National Securities Depository Limited, to publish the same on their website.

Thanking You,

Yours faithfully,  
**For The State Trading Corporation of India Limited**

  
(R.K. Gogia)  
Company Secretary  
FCS 2889

Encl.: As above.

**Outcome of Voting of Annual General Meeting  
(As per Clause 35A of Listing agreement)**

<b>Date of Annual General Meeting</b>	28 <sup>th</sup> September, 2015		
<b>Total number of shareholders as on the date of Book Closure</b>	26557		
<b>No. of shareholders present in the meeting either in person or through proxy</b>	<b>Promoters &amp; Promoter Group</b>	<b>Public</b>	
	In Person	In Person	Through Proxy
	5	4248	75
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	<b>Promoters &amp; Promoter Group</b>	<b>Public</b>	
	N.A	N.A	

**Agenda wise**

The mode of voting for all the resolutions was:

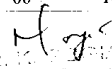
1. Remote e-voting conducted between 23<sup>rd</sup> September, 2015 to 27<sup>th</sup> September, 2015 and
2. Poll conducted at the Meeting on 28<sup>th</sup> September, 2015.

Given below is the resolution wise combined result of remote e-voting and Polling.

**Item No. 1:**

To receive, consider and Adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2015, and Statement of Profit & Loss for the year ended 31st March, 2015(Including Consolidated Financial Statements), together with the reports of the Directors and Auditors thereon and comments of the Comptroller & Auditor General of India in terms of Section 143 (6) of the Companies Act, 2013.

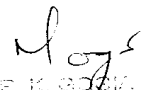
Promoter/ Public	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in Favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
(1)	(2)	(3)	(4)=[(3)/(2)]*100	(5)	(6)	(7)=[(5)/(3)]*100	(8)=[(6)/(3)]*100
Promoter and promoter Group	54000000	53999994	99.99	53999994	00	100.00	00.00
Public Institutional Holders	1233901	60413	4.89	60413	00	100.00	00.00
Public- Others	4766099	4134	0.09	4134	00	100.00	00.00
<b>Total</b>	<b>60000000</b>	<b>54064541</b>	<b>90.11</b>	<b>54064541</b>	<b>00</b>	<b>100.00</b>	<b>00.00</b>

  
 Company Secretary  
 Company Secretary  
 India, Ltd.

Item No. 2:

To appoint a Director in place of Shri Rajiv Chopra (holding DIN 06466326), who retires by rotation and being eligible, has offered himself for re-appointment.

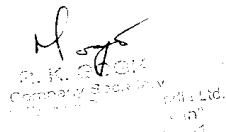
Promoter/ Public	No. shares held	No. of votes polled	% of votes polled on outstand ing shares	No. of Votes in Favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
(1)	(2)	(3)	$(4) = [(3) / (2)] * 100$	(5)	(6)	$(7) = [(5) / (3)] * 100$	$(8) = [(6) / (3)] * 100$
Promoter and promoter Group	54000000	53999994	99.99	53999994	00.00	100.00	00.00
Public Instituti onal Holders	1233901	60413	4.89	0.00	60413	00.00	100.00
Public- Others	4766099	4134	0.09	2250	1884	54.43	45.57
Total	60000000	54064541	90.11	54002244	62297	99.88	0.12

  
 F. K. GOYAL  
 Company Secretary  
 The Central Bank of India Ltd.  
 1st Floor, 1st Cross, "Laxmi"  
 Market, New Delhi-110004  
 FCS 2839

Item No. 3:

To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section 142 of the Companies Act, 2013 and to pass the following resolution, with or without modification(s), as an Ordinary Resolution.

Promoter / Public	No. 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 polled
(1)	(2)	(3)	(4)=[(3)/(2)]*100	(5)	(6)	(7)=[(5)/(3)]*100	(8)=[(6)/(3)]*100
Promoter and promoter Group	54000000	53999994	99.99	53999994	00	100.00	00.00
Public Institutional Holders	1233901	60413	4.89	60413	00	100.00	00.00
Public-Others	4766099	4134	0.09	4124	10	99.99	0.01
Total	60000000	54064541	90.11	54064531	10	99.99	0.01

  
for 2689

Special Business:

Item No. 4:

Appointment of Shri Ajay Kumar Bhalla (holding DIN 00173920) as Part-time Official Director (Government Nominee Director)

Promoter / Public	No. 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 polled
(1)	(2)	(3)	(4)=[(3)/(2)]*100	(5)	(6)	(7)=[(5)/(3)]*100	(8)=[(6)/(3)]*100
Promoter and promoter Group	54000000	53999994	99.99	53999994	00	100.00	00.00
Public Institutional Holders	1233901	60413	4.89	0.00	60413	00.00	100
Public Others	4766099	2834	0.09	2605	229	91.91	8.09
Total	60000000	54063241	90.11	54002599	60642	99.89	0.11

Hops

Chartered Accountants  
Firm Regd. in India, Lic.  
No. 1234567890  
New Delhi, New Delhi-1  
110001  
fcs 2859

Item No. 5:

Appointment of Shri Jitendra Kumar Dadoo (holding DIN 02481702) as Part-time Official Director (Government Nominee Director).

Promoter/ Public	No. shares held	No. of votes polled	% of votes polled on outstan- ding shares	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)	(4)=[ $\frac{3}{2}$ ]* 100	(5)	(6)	(7)=[ $\frac{5}{3}$ ] *100]	(8) =[ $\frac{6}{3}$ ]*100
Promoter and promoter Group	54000000	53999994	99.99	53999994	00	100.00	00.00
Public Institutional Holders	1233901	60413	4.89	0.00	60413	00.00	100
Public- Others	4766099	2834	0.09	2605	229	91.91	8.09
Total	60000000	54063241	90.11	54002599	60642	99.89	0.11

*Hog*  
 Director  
 State Trading Corporation India Ltd.  
 "Jawahar Vihar Bhawan"  
 Conlay Marg, New Delhi-1  
 for 2389

**DECLARATION OF RESULT OF REMOTE E-VOTING AND POLL HELD AT THE 59<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 28.09.2015**

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of remote e-Voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 59<sup>th</sup> Annual General Meeting (AGM). The e-Voting was open from 23<sup>rd</sup> September, 2015(9.00 a.m.) to 27<sup>th</sup> September, 2015(5.00 p.m.).

As per the provisions of the Companies Act, 2013 and clarification issued by MCA, voting by show of hands is not permitted at the general meeting where e-Voting has been offered to the Shareholders. Therefore, at the 59<sup>th</sup> AGM, voting was conducted by means of poll.

The Company had appointed Shri Parveen Rastogi, Proprietor, M/s Parveen Rastogi & Co, Company Secretaries as scrutinizer for e-Voting and for the poll to be conducted at the AGM. The scrutinizer has carried out the scrutiny of all the electronic votes received up to 27<sup>th</sup> September, 2015(5.00 p.m.) and votes polled till the conclusion of the meeting on 28.09.2015 and submitted his reports on 30<sup>th</sup> September, 2015.

The Consolidated Results as per the Scrutinizer's Report dated 30.09.2015 are as follows:

Resolution No.	Particulars	No. of Votes in Favour	No. of Votes Against	Invalid Votes	Total Votes	% Votes in Favour	% Votes Against	% Invalid Votes
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2015, and Statement of Profit & Loss for the year ended 31st March, 2015(Including Consolidated Financial Statements), together with the reports of the Directors and Auditors thereon and comments of the Comptroller & Auditor General of India in terms of Section 143 (6) of the Companies Act, 2013.	54064511	0	55	54064596	99.99	0	0.01
2.	To appoint a Director in place of Shri Rajiv Chopra (holding DIN 06466326), who retires by rotation and being eligible, has offered himself for re-appointment.	54002244	62297	55	54064596	99.88	0.11	0.01

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Resolution No.	Particulars	No. of Votes in Favour	No. of Votes Against	Invalid Votes	Total Votes	% Votes in Favour	% Votes Against	% Invalid Votes
3.	Authorizing Board of Directors of the Company to fix remuneration of the Statutory/Branch Auditors of the Company for the year 2015-16.	54064531	10	55	54064596	99.88	0.01	0.01
4.	Appointment of Shri Ajay Kumar Bhalla (holding DIN 00173920) as Part-time Official Director (Government Nominee Director)	54002599	60642	1355	54064596	99.88	0.10	0.02
5.	Appointment of Shri Jitendra Kumar Dadoo (holding DIN 02481702) as Part-time Official Director (Government Nominee Director).	54002599	60642	1355	54064596	99.88	0.10	0.02

Based on the Consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of 59<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite Majority.

For The State Trading Corporation of India Limited

*S.K. Sharma* | 30.9.15.  
(S.K. Sharma)  
Director (Personnel)  
DIN 06942536  
Date: 30<sup>th</sup> September, 2015







# Parveen Rastogi & Co.

Company Secretaries

## CONSOLIDATED SCRUTINIZER'S REPORT

NAME OF THE COMPANY	THE STATE TRADING CORPORATION OF INDIA LIMITED
MEETING	59 <sup>th</sup> Annual General Meeting
DATE & TIME	Monday, September 28, 2015 at 3.00 P.M
VENUE	Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001

### 1. Appointment as Scrutinizer:

I was appointed as the Scrutinizer for the remote e-voting as well the voting through Ballot Paper to be conducted at the 59<sup>th</sup> Annual General Meeting (AGM) of **THE STATE TRADING CORPORATION OF INDIA LIMITED** hereinafter referred to as the Company held on Monday, September 28, 2015 at 3.00 P.M at **Jawahar Vyapar Bhawan, Tolstoy Marg, New Delhi-110001**

### 2. Dispatch of Notice Convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM:

- By email to 13962 Members who had registered their email-ids with Depositories/the Company, on 05/09/2015, and
- By Registered post to 12502 Members on 05/09/2015.

### 3. Cut-off date

The Voting rights were reckoned as on 21.09.2015 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and at the Meeting.



#### 4. Remote E-voting

##### 4.1 Agency:

The Company had appointed NSDL as the agency for providing the E-voting platform.

##### 4.2 Remote E-voting:

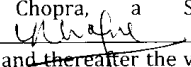

E-voting platform was open from 9:00 a.m. on Wednesday, 23rd September, 2015 to 5:00 p.m. on Sunday, 27th September, 2015 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by NSDL.

#### 5. Voting at the AGM:

- 5.1 As prescribes under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules 2015, for the purpose of ensuring the members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote E-voting, such as their names, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, NSDL, the evoting agency provided us with the names, DP ID/ folio numbers and shareholdings of the members who had cast their votes through e-voting
- 5.3 The Company had also provided voting through Ballot paper to the members present at the AGM (either in person or through proxy) who had not cast their vote through Remote e-Voting
- 5.4 I locked and sealed the two(2) empty ballot boxes kept for voting at the Annual General Meeting, in presence of members and proxies

#### 6. Counting process:

- 6.1 On completion of polling at the AGM through Ballot paper, the ballot boxes having votes cast at the AGM were opened in the presence of two witnesses:

Shri Yash Pal Chopra, a Shareholder (Client ID No. 120592000000281)  and Miss. Neha Moolchandani  and thereafter the votes casted at the AGM through Poll were counted.

- 6.2 Thereafter I unblocked the remote e-voting results on the NSDL E-voting platform in presence of Neha Moolchandani and Priyanka Sharma downloaded the e-voting results.



6.3 The votes were reconciled with the records maintained by the company and RTA with respect to the authorizations / proxies lodged with the company

## 7. Results

- 7.1 I observed that
- a) 34 members had cast their votes through polling at the meeting and
  - b) 34 members had cast their votes through remote e-voting.
- 7.2 The Consolidated Results with respect to each items on the agenda as set out in the Notice of the 59<sup>th</sup>AGM dated 13 August, 2015 is enclosed.
- 7.3 Based on the aforesaid results, Five Ordinary Resolutions as contained in Item No. 1 to Item No. 5 of the Notice dated 13 August, 2015 have been passed with requisite majority.
- 7.4 Soft copy of the List of members, for both polling at the AGM as well as remote e-voting containing the details of members who voted "FOR", "AGAINST" and those whose votes were considered as invalid for each resolution will be emailed to the Chairman/Company Secretary, after the announcement of the Results by the Company.

  
**Parveen Rastogi**  
Date: 30<sup>th</sup> September, 2015  
Place: New Delhi



*Parveen Rastogi & Co.*  
Company Secretaries

CONSOLIDATED RESULTS

**Item No. 1: Adoption of the Audited Balance Sheet as at 31st March, 2015, and Statement of Profit & Loss for the year ended 31st March, 2015 (including Consolidated Financial Statements), together with the reports of the Directors and Auditors thereon and comments of the Comptroller & Auditor General of India in terms of Section 143 (6) of the Companies Act, 2013.**

	Numbers of Members			Number of Votes Contained in			%age
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	
Assent	34	31	65	63953	54000588	54064541	99.99
Dissent	0	0	0	0	0	0	0.00
Invalid	0	3	3	0	55	55	0.01
Total	34	34	68	63953	54000643	54064596	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in Item No. 1 of the Notice dated 13<sup>th</sup> August, 2015 has been passed with **Requisite Majority**



Parveen Rastogi  
Date: 30<sup>th</sup> September, 2015  
Place: New Delhi



*Parveen Rastogi & Co.*  
Company Secretaries

**CONSOLIDATED RESULTS**

**Item No. 2: To appoint a Director in place of Shri Rajiv Chopra (holding DIN 06466326), who retires by rotation and being eligible, has offered himself for re-appointment.**

	Numbers of Members			Number of Votes Contained in			%age
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	
Assent	24	31	55	1656	54000588	54002244	99.88
Dissent	10	0	10	62297	0	62297	00.11
Invalid	0	3	3	0	55	55	0.01
Total	34	34	68	63953	54000643	54064596	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in Item No. 2 of the Notice dated 13<sup>th</sup> August, 2015 has been passed with requisite majority



**Parveen Rastogi**  
Date: 30<sup>th</sup> September, 2015  
Place: New Delhi



*Parveen Rastogi & Co.*  
Company Secretaries

**CONSOLIDATED RESULTS**

**Item No. 3: To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section 142 of the Companies Act, 2013 and to pass the following resolution, with or without modification(s)**

	Numbers of Members			Number of Votes Contained in			%age
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	
Assent	33	31	64	63943	54000588	54064531	99.98
Dissent	1	0	1	10	0	10	0.01
Invalid	0	3	3	0	55	55	0.01
Total	34	34	68	63953	54000643	54064596	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in Item No. 3 of the Notice dated 13<sup>th</sup> August, 2015 has been passed with requisite majority



Parveen Rastogi  
Date: 30<sup>th</sup> September, 2015  
Place: New Delhi



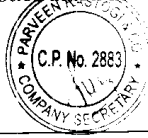
*Parveen Rastogi & Co.*  
Company Secretaries

**CONSOLIDATED RESULTS**

**Item No. 4: Appointment of Shri Ajay Kumar Bhalla (holding DIN 00173920) as Part-time Official Director (Government Nominee Director)**

	Numbers of Members			Number of Votes Contained in			%age
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	
Assent	27	31	58	2011	54000588	54002599	99.88
Dissent	6	0	6	60642	0	60642	00.10
Invalid	1	3	4	1300	55	1355	00.02
Total	34	34	68	63953	54000643	54064596	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in Item No. 4 of the Notice dated 13<sup>th</sup> August, 2015 has been passed with requisite majority



**Parveen Rastogi**  
**Date: 30<sup>th</sup> September, 2015**  
**Place: New Delhi**



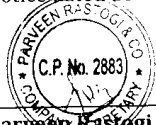
*Parveen Rastogi & Co.*  
Company Secretaries

**CONSOLIDATED RESULTS**

**Item No. 5 Appointment of Shri Jitendra Kumar Dadoo (holding DIN 02481702) as Part-time Official Director (Government Nominee Director).**

	Numbers of Members			Number of Votes Contained in			%age
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	
Assent	27	31	58	2011	54000588	54002599	99.88
Dissent	6	0	6	60642	0	60642	00.10
Invalid	1	3	4	1300	55	1355	00.02
Total	34	34	68	63953	54000643	54064596	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in Item No. 4 of the Notice dated 13<sup>th</sup> August, 2015 has been passed with requisite majority



**Parveen Rastogi**  
Date: 30<sup>th</sup> September, 2015  
Place: New Delhi