

# 31<sup>st</sup>

## Annual Report

2015-16



**Quality & Commitment**



### STI India Limited

A Subsidiary of Bombay Rayon Fashions Limited

Manufacturers of quality Yarn & Knitted Fabrics

### CORPORATE INFORMATION

**Board of Directors**

Dr. R. B. Baheti  
Mr. Aman Agrawal  
Mr. Prashant Agrawal  
Mr. Yudhvir Singh Jain  
(w.e.f. 15.03.2016)  
Mr. John Mathew  
Mr. A. Arumugham  
Mr. T.N. Anand Reddy  
Mr. A.R. Mundra  
Ms. Prachi Deshpande  
Mr. K. N. Garg  
(Ceased w.e.f. 01st October, 2015)

Mr. Mukesh Maheshwari  
Chief Financial Officer

Mr. Deepesh Kumar Nayak  
Company Secretary

Rao Saklecha & Co.  
Practicing Company Secretaries, Indore  
Secretarial Auditor

V. K. Beswal & Associates,  
Chartered Accountants, Mumbai  
Statutory Auditor

Fadnis & Gupte  
Chartered Accountants, Indore  
Internal Auditor

Chairman  
Vice Chairman  
Managing Director  
Nomine Director - BIFR

Independend Director  
Independend Director  
Independend Director  
Director  
Director  
Director

**Bankers**

State Bank of India  
Axis Bank Limited  
Indusind Bank Limited

**Regd. Office & Works**
**STI India Limited**

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

**Registrar & Share Transfer Agent (RTA)**
**Link Intime India Private Limited**

Unit – STI India Limited  
Ms. Sujata Pujari  
C-13, Pannalal Silk Mills Compound,  
L.B.S. Marg, Bhandup (W),  
Mumbai- 400 078, India  
Ph. No. : 0091-022-25946970, 25963838  
Fax No. 0091-022-25946969  
Email: rnt.helpdesk@linkintime.co.in

**Equity Shares Listed at**

National Stock Exchange of India Ltd. (NSE)  
BSE Ltd. (BSE)

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## NOTICE

**NOTICE** is hereby given that the 31<sup>st</sup> Annual General Meeting of the members of STI India Limited will be held on Tuesday, the 23<sup>rd</sup> August, 2016, at 11.00 a.m. at the Registered Office of the Company situated at Raupithampur Link Road, Tehsil – Mhow, District – Indore, 453 332 (M.P.) India, to transact the following businesses:

### **ORDINARY BUSINESS:**

#### **Item No. 1 : Adoption of financial statements**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2016 and the reports of the Board of Directors and Independent Auditors thereon.

#### **Item No. 2 : Appointment of Mr. Aman Agrawal as a director liable to retire by rotation**

To appoint a director in place of Mr. Aman Agrawal (DIN: 00019534), who retires by rotation and being eligible, offers himself for re-appointment.

#### **Item No. 3 : Appointment of Ms. Prachi Deshpande as a director liable to retire by rotation**

To appoint a director in place of Ms. Prachi Deshpande (DIN: 02975271), who retires by rotation and being eligible, offers herself for re-appointment.

#### **Item No. 4 : Ratification of appointment of Statutory Auditors**

To ratify the appointment of M/s. V.K. Beswal & Associates, Chartered Accountants, Mumbai (Firm Registration No. 101083W) as Statutory Auditor of the Company from the conclusion of 31<sup>st</sup> Annual General Meeting till the conclusion of 32<sup>nd</sup> Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

### **SPECIAL BUSINESS :**

**Item No. 5 : To appoint Mr. Yudhvir Singh Jain as director of the company and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution.**

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 160, 161 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), on the recommendation of Nomination and Remuneration Committee and other applicable provisions of the Companies Act, 2013, if any, Mr. Yudhvir Singh Jain (DIN: 06507365), who was appointed as an Additional Director in compliance with the provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company;

**FURTHER RESOLVED THAT** the Board of Directors or Company Secretary of the Company be and are hereby authorised to do all acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Item No. 6 : Approval of charges for service of documents on the members and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution.**

**“RESOLVED THAT** pursuant to the provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with rules made thereunder, a document as may be required to serve on any member by the Company, under the provisions of the Companies Act, 2013 by post or by registered post or by speed post or by courier at his address registered with the Depository Participant or by electronic means, the consent of the members be and is hereby accorded to charge from such member the fee in advance equivalent to the estimated expenses of delivery of the documents, pursuant to any request made by the member for delivery of such document to him, through a particular mode of service mentioned above;

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to this resolution.”

Place: Indore (M.P.)

Date: 10<sup>th</sup> May, 2016

By Order of the Board  
**For STI India Limited**

Regd. Off. - Rau-Pithampur Link Road,  
Tehsil-Mhow, Distt- Indore-453 332  
(M.P.) India,

Ph: (0731) 4014400, Fax (0731) 4020011, Email: share3@stitextile.net,

Website: www.stitextile.net, CIN: L27105MP1984PLC002521

**Deepesh Kumar Nayak**  
Company Secretary

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument appointing the proxy, duly completed, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the Meeting i.e. on or before 20<sup>th</sup> August, 2016, 11.00 a.m. IST. A proxy form for the annual general meeting is enclosed.

Pursuant to the provisions of the Companies Act, 2013 and the underlying rules viz. the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

2. The Register of Members and Share Transfer Books shall remain closed from **Wednesday, the 17<sup>th</sup> August, 2016 to Tuesday, the 23<sup>rd</sup> August, 2016 (both days inclusive).**
3. The relative explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of item no. 5 & 6 set out in the notice is annexed hereto.
4. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, in respect of director(s) seeking appointment / re-appointment at the Annual General Meeting, is annexed hereto. The director(s) have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 read with rules made

thereunder.

5. Corporate Members intending to send their authorized representative(s) to attend the Meeting are requested to send a certified true copy of the Board Resolution, authorizing their representative(s) to attend and vote on their behalf at the meeting.
6. Member / Proxy / Authorised Representative attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of the hall.
7. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Secretarial Department at the Registered Office well in advance or may email at share3@stitextile.net, so that the same may reach at least seven days before the date of the Meeting to enable the management to keep the required information readily available at the Meeting.
8. The Members having physical shares are requested to notify immediately any change in their addresses with the Postal Identity Number (PIN) and quoting their folio number(s) to the Company. The Members holding shares in Demat form are required to update their addresses through their Depositories.
9. To ensure prompt receipt of communication, avoid loss in postal transit and reduce paper consumption besides entailing other benefits, the members are requested to provide their email IDs to the depositories who are holding their shares in demat form and the members who are holding their shares in physical form may send the duly filled form to our Registrar and Share Transfer Agent Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W) Mumbai-400 078 for sending the document in electronic form.
10. Electronic copy of the Annual Report will be sent to the members in future whose email IDs are registered with the Company / Registrar and Share Transfer Agent for communication purposes unless any member requests for a physical copy of the same. Therefore, members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, etc. from the Company electronically.

A positive consent letter is annexed with the report is being sent to the members for giving consent to

receive documents in electronic mode.

11. Members may also note that the Notice of the 31<sup>st</sup> Annual General Meeting and the Annual Report of 2015-16 will be available on the Company's website [www.stitextile.net](http://www.stitextile.net). The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours.
12. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company or the Registrar and Share Transfer Agent.
14. Members are requested to provide their detail / information in the prescribed format as annexed with the annual report, to the Company or Registrar and Share Transfer Agent for updation of their information in the record of the Company and Registrar and Share Transfer Agent.
15. The Register of Directors' and Key Managerial Personnel and their Shareholding, maintained under Section 170 and Register of contracts or arrangement in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
16. A route map showing directions for easy reach to the venue of annual general meeting is annexed with the annual report.
17. The annual report along with the notice of annual general meeting is being sent to the members, whose names appears in the register of members / depositories as at closing hours of business on Friday, the 22<sup>nd</sup> July, 2016.

## VOTING THROUGH ELECTRONIC MEANS

- A. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their right to vote at the 31<sup>st</sup> Annual General Meeting (AGM) by electronic means. The facility of casting votes by a member using an electronic voting system from a place other than the venue of the AGM (remote e-voting) will be provided by Central Depository Services India Limited (CDSL) and the items of business as detailed in this notice may be transacted through remote e-voting.  
The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already casted their votes by remote e-voting, shall be able to exercise their right at the AGM through ballot paper. In case a member votes through remote e-voting as well as cast his / her vote at the venue of the meeting, then the votes cast through remote e-voting shall only be considered and the voting done at the venue of the meeting shall not be considered by the scrutinizer.  
The instructions for e-voting are being provided herein below.
- B. A member whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories, as on the cut-off date i.e. **Tuesday, the 16<sup>th</sup> August, 2016** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- C. The instructions for shareholders voting electronically are as under:
  - (i) The remote e-voting period begins on **Saturday, the 20<sup>th</sup> August, 2016 at 09.00 a. m. and ends on Monday, the 22<sup>nd</sup> August, 2016 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Tuesday, the 16<sup>th</sup> August, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) To initiate the voting process, log on to the e-

voting website [www.evotingindia.com](http://www.evotingindia.com).

(iii) Click on Shareholders tab to cast your vote.

(iv) Now enter your User ID:

- (a) For CDSL: 16 digits beneficiary ID,
- (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- (c) Members holding shares in physical form should enter Folio Number registered with the Company.

(v) Next enter the Image verification as displayed and click on Login.

(vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Address Slip indicated in the PAN Field. Address Slip with sequence number is pasted on the annual report.
Dividend Bank Details` <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login

password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Now, click on the **EVS** for **STI India Limited**.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Additional instructions for Non – Individual Shareholders and Custodians :

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates. Corporate and custodians already registered with CDSL should use their existing login details.
- After registering online, scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to

helpdesk.evoting@cdslindia.com.

- After receiving the login details from CDSL a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution/ Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same. It may be sent to the scrutinizer through email pankajsaklecha@yahoo.com. You can also forward the documents at the Company's email id share3@stitextile.net.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to helpdesk.evoting@cdslindia.com or to share3@stitextile.net.
- (xx) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 16<sup>th</sup> August, 2016 may follow the same instructions as mentioned above for e-Voting.
- D. Mr. Pankaj Kumar Saklecha (Membership No. FCS 6292) M/s Rao Saklecha & Co., Practicing Companies Secretaries, Indore has been appointed as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.
- E. The Chairman shall, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer by use of "Ballot Paper" for all those members who are present at the AGM but have not casted their votes by availing the remote e-voting facility.
- F. The Scrutinizer shall after the conclusion of voting at the AGM, 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 two 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 authorised by him in writing, who shall countersign the same. The Chairman shall declare the result of the voting forthwith.

- G. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website [www.stitextile.net](http://www.stitextile.net) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) after the same is declared by the Chairman. The Results shall also be simultaneously forwarded to the stock exchanges.

Place: Indore (M.P.)  
Date: 10<sup>th</sup> May, 2016

By Order of the Board  
**For STI India Limited**

**Deepesh Kumar Nayak**  
Company Secretary

**Regd. Off.-**

Rau-Pithampur Link Road,  
Tehsil-Mhow, Distt- Indore-453 332  
(M.P.) India,  
Ph: (0731) 4014400, Fax (0731) 4020011,  
Email: share3@stitextile.net,  
Website: [www.stitextile.net](http://www.stitextile.net),  
CIN: L27105MP1984PLC002521

**EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND DETAIL OF DIRECTOR AS PER REGULATION 36(3) OF LISTING REGULATIONS.**

Name of the Director	Mr. Aman Agrwal	Ms. Prachi Deshpande
Date of Birth	04 <sup>th</sup> October, 1960	10 <sup>th</sup> June, 1977
Nationality	Indian	Indian
Date of first appointment on the Board	25 <sup>th</sup> November, 2010	15 <sup>th</sup> May, 2015
Qualifications	B. Com, MBA from Alexander College, Perth, Australia	B.Com, LL B, C.S
Shareholding in the Company	NIL	NIL
Nature of Expertise & Experience	Having more than 20 years' experience in the manufacturing of textile & garment business activities.	Having more than 13 years of experience comprising of fund raising by way of equity & debt, secretarial & legal matters and relationship with bankers.
Terms and Conditions of Appointment/re-appointment	Retiring by rotation and being eligible offer himself for re-appointment.	Retiring by rotation and being eligible offer herself for re-appointment.
Details of Remuneration	NIL	NIL
Remuneration last drawn	N.A	N.A
Number of Meetings attended during the financial year 2015-16	Meetings held : 05 Meetings attended : 04	Meetings held : 05 Meetings attended : 05
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Mr. Aman Agrwal is brother of Mr. Prashant Agrawal, Managing Director of the Company. Mr. Aman Agrwal is also holding position of Chairman in Bombay Rayon Fashions Limited, the Holding Company.	Holding position of Whole Time Director & Company Secretary in Bombay Rayon Fashions Limited, the Holding Company
Name of listed entities in which director holds directorship	Bombay Rayon Fashions Limited – Chairman	Bombay Rayon Fashions Limited – Whole Time Director and Company Secretary
Other membership/Chairmanship of Committees of other Boards	Hold membership in the following committees of Bombay Rayon Fashions Limited: - Audit Committee, and - Nomination and Remuneration Committee.	N.A

**List of other Companies in which Mr. Aman Agrwal holds Directorship as on 31<sup>st</sup> March, 2016:**

- REYNOLD SHIRTING LIMITED	- BEST UNITED LIFESTYLES PRIVATE LIMITED
- BOMBAY RAYON CLOTHING LIMITED	- BEST UNITED INDIA COMFORTS PRIVATE LTD
- BOMBAY RAYON HOLDINGS LIMITED	- BESTSELLER RETAIL INDIA PRIVATE LIMITED
- B R MACHINE TOOLS PRIVATE LIMITED	- BESTSELLER WHOLESALE INDIA PRIVATE LTD
- SCOTTS APPARELS PRIVATE LIMITED	- ASHWELL HOLDING COMPANY PRIVATE LTD.
- LATUR INTEGRATED TEXTILE PARK PRIVATE LIMITED	- BLUERAYS
- BOMBAY RAYON FASHIONS LIMITED	- REALTORS PRIVATE LTD.

**List of other Companies in which Ms. Prachi Deshpande holds Directorship as on 31<sup>st</sup> March, 2016:**

- Bombay Rayon Fashions Limited.

**ITEM NO. 5**

The Company has received a letter from the Board for Industrial & Financial Reconstruction (BIFR), Special Director & Co-ordination Cell, nominating Mr. Yudhvir Singh Jain as Special Director (Nominee) on the Board of the Company. Accordingly, Mr. Yudhvir Singh Jain was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 15<sup>th</sup> March, 2016 pursuant to the provisions of Section 161 of the Companies Act, 2013. Pursuant to the provisions of the said Section, the term of office of Mr. Yudhvir Singh Jain as an Additional Director shall expire at the 31<sup>st</sup> Annual General Meeting of the Company. The Board recommends the appointment of Mr. Yudhvir Singh Jain as Director (Nominee Director – BIFR) of the Company.

Except Mr. Yudhvir Singh Jain, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Ordinary Resolution seeking the approval of members for the appointment of Mr. Yudhvir Singh Jain as Director is set forth in the Item No. 5 of the Notice.

**BRIEF PROFILE OF MR. YUDHVIR SINGH JAIN:**

Mr. Jain has an experience of over 34 years in Banking, Finance, Recovery and Management related matters, which include experience of over 10 years as Zonal

Heads and 14 years as Branch Head of Corporation Bank across the country. He has also experience of working in Head Office of the Bank. He retired as Circle General Manager of the Bank in the year 2012. He holds a Bachelor Degree in Mathematics (B. Sc., Honours) & LL.B. from Delhi University. He is a member of Delhi Bar Council and High Court Bar Association, Delhi.

Mr. Jain has track record of effective marketing in Bank products in all segments, accompanied by professional training at various institutes including at ISB (Hyderabad), IIM (Ahmedabad), NIBM (Pune), BIRD (Lucknow), NIRD (Hyderabad) and SBI Bankers training college at Hyderabad etc.

- He has written few handbooks of instructions for a PSB.
- He has also been empaneled by SCOPE as an Arbitrator for PSUs.
- He is on the Panel of Ministry of Finance, Government of India for appointment as Special Director on the Board of Sick Industrial Companies.
- At present, he is working as CEO of World Hindu Economic Forum, a section 25 company.

His immediate past assignment in the Bank was as Business Head with additional responsibility as Circle General Manager [Gujarat], based in Delhi. He was responsible to set up number of Zones/ Retail Hubs in the Bank/ one Circle Office and large number of Branches in every Zone.

<b>Disclosure of relationship between directors inter-se</b>	Nil
<b>Listed Companies in which Mr. Jain holds directorship, chairmanship and the membership of the Committees of board:</b>	
- DirectorshipNil - Chairmanship - MembershipNil	Nil
<b>Shareholding in the Company</b>	Nil

#### ITEM NO. 6

As per proviso of sub-section (2) of Section 20 of the Companies Act, 2013, a member of the Company may request for serving of any document through a particular mode i.e. by post or by registered post or by speed post or by courier at his address registered with the Depository Participant or by electronic means, for which the

member shall pay such fees as may be determined by the Company in its annual general meeting.

Since the cost of providing documents may vary according to the mode of service, weight and its destination etc., it is therefore proposed that estimated expense borne by the Company for such dispatch will be paid in advance by the member to the Company.

Accordingly, the Ordinary Resolution seeking approval of members for serving of documents is set forth in the Item No. 6 of the Notice.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution.

Place: Indore (M.P.)  
Date: 10th May, 2016

By Order of the Board  
**STI India Limited**

Regd. Off.- Rau-Pithampur  
Link Road,  
Tehsil-Mhow, Distt-  
Indore-453 332  
(M.P.) India,  
Ph: (0731) 4014400,  
Fax (0731) 4020011,  
Email: share3@stitextile.net,  
Website: www.stitextile.net,  
CIN: L27105MP1984PLC002521

**Deepesh Kumar Nayak**  
Company Secretary