



**Standard Shoe Sole
And Mould (India) Ltd.**

95, PARK STREET, 2ND FLOOR
KOLKATA - 700 016
PHONE OFF. : 2226-1175
MOBILE : 84440 76978
E-mail : companysecretary@cel.co.in

Date: 02.10.2020

To
The Corporate Relations Department
The BSE Limited,
P. J. Tower, Dalal Street,
Mumbai- 400 001

Scrip Code 523351

Dear Sir/Madam,

Sub: Voting Results and Scrutinizer Report of 44th Annual General Meeting

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the consolidated voting results (E-Voting + Physical Ballot) along with the Scrutinizers' Report of the 44th Annual General Meeting of the Company held on 30th September, 2020.

Kindly acknowledge the receipt of the same and take the same on record and update the same on the portal.

Thanking you,

Yours faithfully

For Standard Shoe Sole and Mould (India) Limited

Sd/-

Ms. Renu Bhatter

Director

DIN: 07044595

[Encl: As Above]

**BRANCHES : KOLKATA, CHENNAI, DELHI, KANPUR
FACTORY : CHENNAI, PONDICHERY**

CIN-L24119WB1973PLC028902

**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING AND POLL FOR
STANDARD SHOE SOLE AND MOULD (INDIA) LIMITED**

To,
The Chairman
Standard Shoe Sole and Mould (India) Limited
95, Park Street 2nd Floor
Kolkata -700016 (W.B.)

Passing of Resolution through Remote E-Voting and Poll conducted at the 44th Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 30th September, 2020.

Dear Sir,

I, Amarendra Kumar Rai, a Company Secretary in Practice being proprietor of Amarendra Rai & Associates, Company Secretaries (FCS: 8575 and C.P. No.: 9373), Noida, appointed as Scrutinizer on 1st September, 2020, for the Remote E-Voting, commenced from 27th September, 2020 at 11:00 a.m. and ends on 29th September, 2020 at 5:00 p.m. The Board had also appointed Ms. Shiksha Bhavik Sheth, Company Secretary in practice having CP No. 15781 of 3A, Mangoe Lane, 4th Floor, Kolkata-700001, for the Poll held at the 44th AGM of the Company on 30th September, 2020.

The Company had appointed **Central Depository Services (India) Limited (CDSL)** as service provider for extending the facility of remote e-voting to the Shareholders of the Company from Sunday, 27th September, 2020 at 11:00 a.m. to Tuesday, 29th September, 2020 at 5:00 p.m. **M/s MCS Share Transfer Agent Limited** as the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me in compliance of the provisions of rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, on 30th September, 2020 in the presence of



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two witnesses viz Mr. Varun Kumar and Ms. Sweta, who are not in the employment of the Company. For further details in this connection kindly refer my Scrutinizer's Report of remote e-voting dated 30th September, 2020 enclosed herewith and same is the part of this report.

As confirmed by the Company, Notice of AGM along with annual report was sent on 8th September 2020 via email to the shareholders of the company whose email is registered with the Company and RTA in Compliance with MCA Circulars and SEBI Circulars no. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May, 2020.

The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and poll during the Annual General Meeting on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide facilities of remote e-voting.

At the 44th AGM of the Company held on 30th September, 2020 at 12:30 P.M. the Company has also provided facility for voting by poll to the members attending the meeting, who has not already cast their vote by remote e-voting. Ms. Shiksha Bhavik Sheth, Company Secretary in practice, was appointed as scrutinizer by the Board of Directors of the Company to conduct the poll process and submit her report in Form MGT-13. Ms. Shiksha Bhavik Sheth has attended the proceedings of the 44th Annual General Meeting of the Company held on 30th September, 2020 at 12:30 P.M. as a scrutinizer and conducted the poll process and submitted her report in Form MGT-13 dated 30th September, 2020 to the Chairman of the Annual General Meeting and also given a copy of the same to me for the preparation of the consolidated report on e-voting and poll.



Combined Result of the E-voting together with that of the Poll is under:

ORDINARY RESOLUTION:

ITEM NO. 1 - ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Report of the Directors' and Auditors thereon.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	21	1412255	39	3282	60	1415537	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	3	3	3	3	0

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint Director in place of Mr. Bhupinder Kumar Mehta (DIN: 01405331) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	22	1412355	39	3282	60	1415637	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	3	3	3	3	0



SPECIAL BUSINESS

ITEM NO. 3 - SPECIAL RESOLUTION

To appoint Mr. Rajiv Issar as Independent Director of the Company in pursuant to the provisions of Section 149, 152 and any other applicable provisions read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	22	1412355	39	3282	60	1415637	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	3	3	3	3	0

ITEM NO. 4 - SPECIAL RESOLUTION

To increase the Borrowing Limits in pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or re-enactment thereof.

	Remote E-Voting		Voting at AGM Venue(Poll)		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	% of votes to total number of valid votes cast
Voted in favour of the resolution	22	1412355	39	3282	60	1415637	100



Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	3	3	3	3	0

Based on the aforesaid results, Ordinary/Special Resolutions as contained from Item No.1 to Item No. 4 of the Notice dated September 1, 2020 have passed with requisite majority.

Thanking You,

For Amarendra Rai & Associates

Company Secretaries



Amarendra Kumar Rai

CP: 9373

UDIN:F008575B000832827

Issued at Noida dated 1st October, 2020.

Encl: Copy of Report of Ms. Shiksha Bhavik Sheth, Company Secretary in practice in Form MGT-13 dated 30.09.2020 and my report on remote e-voting dated 01.10.2020.



To,
The Chairman
Standard Shoe Sole and Mould (India) Limited
95, Park Street 2nd Floor
Kolkata -700016 (W.B.)

Sub: Passing of Resolution through Remote e-Voting at 44th Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 30th September, 2020.

Dear Sir,

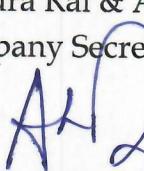
I refer to my appointment as scrutinizer made on 1st September, 2020, pursuant to the authority granted by the Board of Directors of **Standard Shoe Sole and Mould (India) Limited** (CIN: L24119WB1973PLC028902) to Scrutinize the e-voting process in a fair and transparent manner as per the provision of Companies Act, 2013 and rules made there under including amended rules, the 44th Annual General Meeting (AGM) of the Company to be held on 30th September, 2020.

I have carried out the work as Scrutinizer from the close of Working hours on 29th September, 2020. I had scrutinized and reviewed the voting through electronic means (remote e-Voting) and votes tendered therein.

I herewith submit the Scrutinizer's Report on the results of the remote e-voting along with the relevant details.

For Amarendra Rai & Associates

Company Secretaries


Amarendra Kumar Rai
CP: 9373

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013]
[Rule 20 of the Companies (Management and Administration) Amendment Rules 2015]

To,
The Chairman
Standard Shoe Sole and Mould (India) Limited
95, Park Street 2nd Floor
Kolkata -700016 (W.B.)

Dear Sir,

I, Amarendra Kumar Rai, Proprietor of M/s. Amarendra Rai & Associates, Company Secretaries, appointed as scrutinizer for the purpose of scrutinizing the remote e-voting of **Standard Shoe Sole and Mould (India) Limited** (CIN: L24119WB1973PLC028902) in a fair and transparent manner, for the resolution(s) as contained in the Notice of this Annual General Meeting (AGM) of the Company to be held on 30th September, 2020 at 12:30 P.M. I submit the report as under:

- 1) The e-voting services were provided by Central Depository Securities Limited (CDSL).
- 2) The E-voting period commenced from 27th September, 2020 at 11:00 A.M. and concluded on 29th September, 2020 at 5:00 P.M.
- 3) The Shareholder holding shares on the "Cut-off date" (record date) i.e. Wednesday, 23rd September, 2020 was entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 4) The votes were unblocked on 30th September, 2020 in the presence of two witnesses Mr. Varun Kumar and Ms. Sweta, who are not in the employment of the Company.
- 5) The public advertisement with respect to dispatch of Notice and conducting of remote e-voting was published in English in the Business Standard (all India edition) on September 9, 2020 and its Bengali translation in Arthik Lipi on September 9, 2020.
- 6) The Results of e-voting along with the List of Shareholders who voted *FOR* and *AGAINST* the below resolutions were downloaded from the e-voting website of CDSL.



RESULT OF E-VOTING

Resolution: 1 (Ordinary Resolution)

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Report of the Directors' and Auditors thereon.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
21	1412255	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

Resolution: 2 (Ordinary Resolution)

To appoint Director in place of Mr. Bhupinder Kumar Mehta (DIN: 01405331) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
22	1412355	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL



3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

Resolution: 3 (Special Resolution)

To appoint Mr. Rajiv Issar as Independent Director of the Company in pursuant to the provisions of Section 149, 152 and any other applicable provisions read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
22	1412355	100

2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

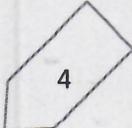
Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

Resolution: 4 (Special Resolution)

To increase the Borrowing Limits in pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or re-enactment thereof.

1) Voted in Favour of Resolution:

Number of Members Voted electronically	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
22	1412355	100



4



2) Voted Against the Resolution:

Number of Members Voted electronically	Number of Votes Cast in Against the Resolution	% of the total number of Valid Votes Cast
NIL	NIL	NIL

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
NIL	NIL

The relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approve and signs the minutes of the Annual General Meeting (AGM) and shall thereafter be handed over to the Company Secretary for safe keeping.

Issued at Noida dated 1st October, 2020

For Amarendra Rai & Associates
Company Secretaries



Amarendra Kumar Rai
CP: 9373

We, the undersigned Witness that the votes were unblocked from e-voting website of Central Depository Securities Limited (CDSL) in our presence on 30th September, 2020 at 13.54 P.M.

Varun Kumar
Mr. Varun Kumar
R/o B-200 Sector-50
Noida-201301, U.P.

Sweta
Ms. Sweta
R/o B-200 Sector-50,
Noida-201301, U.P,



SHIKSHA B SHETH M. Com, ACS, LLB
Practicing Company Secretary

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Standard Shoe Sole And Mould (India) Limited
95, Park Street 2nd Floor
Kolkata-700016

44th Annual General Meeting of the Equity Shareholders of Standard Shoe Sole And
Mould (India) Limited held on Wednesday, 30th day of September 2020 at 12.30 P.M. at
the registered office of the Company at 95, Park Street 2nd Floor Kolkata-700016

Dear Sir,

I, Shiksha Bhavik Sheth, Practicing Company Secretary(Membership Number 28387, C.P. No.15781)have been appointed as Scrutinizer by Standard Shoe Sole and Mould (India) Ltd to scrutinize the voting process (conducted by Poll) on the below mentioned resolution(s), at the 44TH Annual General Meeting of the Equity Shareholders of M/s.Standard Shoe Sole And Mould (India) Limited, held on Wednesday, 30th day of September, 2020 at 12.30 P.M. at the registered office of the Company at 95, Park Street 2nd Floor Kolkata-700016, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The shareholders of the Company holding shares as on the Cut - Off date of 23.09.2020 were entitled to vote on the resolutions as contained in the notice of the AGM.

S. Sheth



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(M) +91 9330034122 / +91 9903531222
Email Id - csshikshasheth@gmail.com / csshikshasheth@yahoo.com

5. The result of the Poll is as under:

1. Adoption of Accounts for the Financial Year ended 31.03.2020

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Report of the Directors' and Auditors thereon.

(i) Voted **in favor** of the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
39	3282	100%

(ii) Voted **against** the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
Nil	Nil	Nil

(iii) **Invalid** votes :

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
3	3

2. Re-Appointment of Mr Bhupinder Kumar Mehta (DIN 01405331)

- (a) To appoint Director in place of Mr **Bhupinder Kumar Mehta (DIN 01405331)** who retires by rotation at this Annual General Meeting and being eligible himself for re-appointment.



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Email Id - csshikhasheth@gmail.com / csshikhasheth@yahoo.com

(i) Voted **in favour** of the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
39	3282	100%

(ii) Voted **against** the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
Nil	Nil	Nil

(iii) **Invalid** votes :

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
3	3

3. Appointment of Mr. Rajiv Issar as Independent Director of the Company

(a) To consider and if thought fit, to pass with or without modifications(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and on the recommendation of the Nomination and Remuneration Committee, Mr. Rajiv Issar (DIN: 00977525), being eligible, be and is hereby appointed as an Independent Director of the Company, w.e.f. 20th November, 2019, not liable to retire by rotation, and to hold office for a period of 5 (five) consecutive years, i.e. upto 19th November, 2024 and who has given a declaration in writing that he meets the criteria as provided in Section 149(6) of the Companies Act, 2013 and



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S. Sheth

Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts and all such steps as may be necessary, proper or expedient to give effect to this resolution."

(i) Voted **in favour** of the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
39	3282	100%

(ii) Voted **against** the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
Nil	Nil	Nil

(iii) **Invalid** votes :

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
3	3

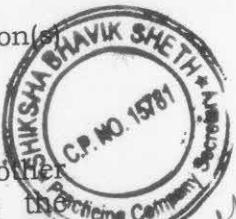
4. Increase in the borrowing limits

(a) To consider and if thought fit, to pass either with or without modification(s) the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014, including any

S. Sheth

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statutory modification(s) thereto or re-enactment thereof, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow money, as and when required, from bank(s), financial institution(s), any body corporate entity(ies), authority, through suppliers credit, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the aggregate of the paid up share capital of the Company and free reserves provided that the amount so borrowed shall not at any time exceed Rs. 1,50,00,000 (Rupees One Hundred Fifty Lakhs Only) or limits so prescribed under section 180(1)(c), as may be amended from time to time, whichever is higher.

FURTHER RESOLVED THAT the Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, and things as may be necessary, proper, expedient or incidental thereto for giving effect to the above resolution.

(i) Voted **in favour** of the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
39	3282	100%

(ii) Voted **against** the resolution:

Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
Nil	Nil	Nil

(iii) **Invalid** votes :

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
3	3

S. Sheth

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CS

**SHIKSHA B SHETH M. Com, ACS, LLB
Practicing Company Secretary**

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Place: Kolkata

Dated: 30.09.2020



**Thanking you,
Yours faithfully,**

Shiksha Bhavik Sheth

C.P. - 15781

UDIN-A028387B000818528

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