



**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: 01.10.2019

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 43rd 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 43rd Annual General Meeting of the Company held on 30th September, 2019.

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

Nupur Mohata

Ms. Nupur Mohata
Company Secretary



[Encl: As Above]

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

CIN-L24119WB1973PLC028902

SCRUTINIZER REPORT

REMOTE E-VOTING AND POLL

STANDARD SHOE SOLE AND MOULD (INDIA) LIMITED

43RD ANNUAL GENERAL MEETING

30TH SEPTEMBER, 2019



CS AMARENDRA KUMAR RAI

Amarendra Rai & Associates

Company Secretaries

B-200, Sector-50, Basement Noida, 201301

Tel. No.: 0120-4208078, Mob. No. +91-9654157016

E-mail: akrai-cs@hotmail.com



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

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule Companies (Management and Administration) Amendment Rules 2015)

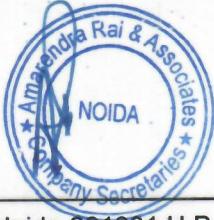
To,
The Chairman
Standard Shoe Sole and Mould (India) Limited
95, Park Street 2nd Floor
Kolkata -700016 (W.B.)

Sub: Passing of Resolution through Remote E-Voting and Poll conducted at the 43rd Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 30th September, 2019.

Dear Sir,

The Board of the Company had appointed me as Scrutinizer on 5th August, 2019, at their duly convened meeting for the Remote E-Voting, commenced from 27th September, 2019 at 11:00 a.m. and ends on 29th September, 2019 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 at their meeting held on 5th August, 2019, for the Poll held at the 43rd AGM of the Company on 30th September, 2019.

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 Friday, 27th September, 2019 at 11:00 a.m. to Sunday, 29th September, 2019 at 5:00 p.m. M/s Purva Shareregistry (India) Private 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, 2019 in the presence of two witnesses viz Mr. Varun Kumar and Mr. Deepak Bisht, who are not in the employment of the Company. For Further details kindly refer my Scrutinizer's Report of remote e-voting dated 30th September, 2019 attached herewith.



At the 43rd AGM of the Company held on 30th September, 2019 at 11:30 A.M. the Company has also provided facility for voting by Ballot or polling paper 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 43rd Annual General Meeting of the Company held on 30th September, 2019 at 11.30 A.M. as a scrutinizer and conducted the poll process. Ms. Shiksha Bhavik Sheth submitted her report in Form MGT-13 dated 30th September, 2019 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.

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

Item of Notice Particulars of Business	Type of Votes	Votings in Favour of Resolution		Votings against the Resolution		Invalid Votes	
		No. of Shares	%	No. of Shares	%	No. of Shares	%
Item No. 1 of the Notice Ordinary resolution (Adoption of Audited Financial Statement 31.03.2019)	E-Voting	1419742	99.87	NIL	NIL	NIL	NIL
	Poll	1905	0.13	NIL	NIL	15	0
	Total	1421647	100.00	NIL	NIL	15	0
Item No. 2 of the Notice Ordinary resolution (Re-appointment of Mr. Kaushik Kundu, as a Director)	E-Voting	1419742	99.87	NIL	NIL	NIL	NIL
	Poll	1905	0.13	NIL	NIL	15	0
	Total	1421647	100.00	NIL	NIL	15	0

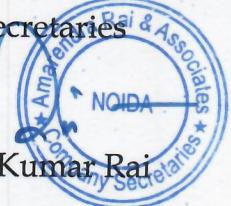


Item No. 3 of the Notice Special resolution (Change in Designation of Mr. Bal Kishan Das (DIN: 06853342) from Non Executive Director to Independent Director of the Company to hold office for a period of 5(Five) consecutive years w.e.f. 6 th August, 2019 to 5 th August, 2024).	E-Voting	1419742	99.87	NIL	NIL	NIL	NIL
	Poll	1905	0.13	NIL	NIL	15	0
	Total	1421647	100.00	NIL	NIL	15	0

All the Resolutions stand passed under e-voting and poll with the requisite majority.

Thanking You,

For Amarendra Rai & Associates
Company Secretaries



Amarendra Kumar Rai
CP: 9373
UDIN: F008575A000021720

Issued at Noida dated 1st October, 2019.

Encl: Copy of Report of Ms. Shiksha Bhavik Sheth, Company Secretary in practice (CP.No.15781), in Form MGT-13 dated 30.09.2019 and my report on remote e-voting dated 01.10.2019.



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

Sub: Passing of Resolution through E-Voting (Remote e-Voting) at 43rd Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 30th September, 2019.

Dear Sir,

I refer to my appointment as scrutinizer made on 5th August, 2019, 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 for 43rd Annual General Meeting (AGM) of the Company to be held on 30th September, 2019.

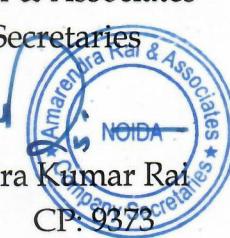
I have carried out the work as Scrutinizer from the close of Working hours on 29th September, 2019. I had scrutinized and reviewed the voting through electronic means (remote e-Voting) and votes tendered therein.

My responsibility as a scrutinizer for the e-voting process i.e. remote e-voting is restricted to make a scrutinizer's report of the votes cast in favour or against the resolution stated in the Notice of the AGM, based on the reports generated in the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility and engaged by the company.

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 below mentioned resolution(s) as contained in the Notice of this Annual General Meeting (AGM) of the Company to be held on 30th September, 2019 at 11:30 A.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, 2019 at 11:00 A.M. and concluded on 29th September, 2019 at 5:00 P.M.
- 3) The Shareholder holding shares on the "Cut-off date" (record date) i.e. Monday, 23rd September, 2019 was entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 4) The votes were unblocked on 30th September, 2019 in the presence of two witnesses Mr. Varun Kumar and Mr. Deepak Bisht, who are not in the employment of the Company.
- 5) 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, 2019 including the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss Account of the company for the year ended as on that date 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
11	1419742	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. Kaushik Kundu (DIN 07565634) 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
11	1419742	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	Total Number of Votes cast by them



votes were invalid	
NIL	NIL

Resolution: 3 (Special Resolution)

Change in Designation of Mr. Bal Kishan Das (DIN: 06853342) from Non Executive Director to Independent Director of the Company to hold office for a period of 5(Five) consecutive years w.e.f. 6th August, 2019 to 5th August, 2024.

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
11	1419742	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

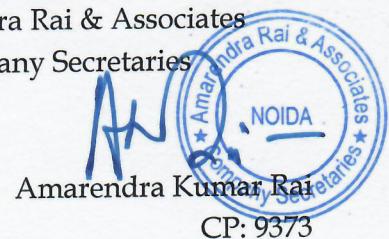
3) Invalid Votes:

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

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, 2019

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, 2019 at 15.50 P.M.

Varun Kumar
Mr. Varun Kumar
S/o Mr. Ashok Kumar
R/o E-68, Sector-41
Noida-201301, U.P.

Deepak Bisht
Mr. Deepak Bisht
S/o Mr. Harsh Singh Bisht
R/o C-237, Om Nagar
New Delhi-110044,



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

43rd Annual General Meeting of the Equity Shareholders of Standard Shoe Sole And Mould (India) Limited held on Monday, 30th day of September 2019 at 11.30 A.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 43rd Annual General Meeting of the Equity Shareholders of M/s. Standard Shoe Sole And Mould (India) Limited, held on Monday, 30th day of September, 2019 at 11.30 A.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 23.09.2019 were entitled to vote on the resolutions as contained in the notice of the AGM.

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





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

5. The result of the Poll is as under:

1. Adoption of Accounts for the Financial Year ended 31.03.2019

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2019 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
86	1905	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
6	15



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

2. Re-Appointment of Mr Kaushik Kundu (DIN 07565634)

(a) To appoint Director in place of Mr Kaushik Kundu (DIN 07565634) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(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
86	1905	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
6	15



S. Sheth

Address: 3A, Mangoe Lane, 4th Floor, Kolkata- 700001
(M) +91 9330034122 / +91 9903531222

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



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

3. Change in designation of Mr. Bal Kishan Das (DIN: 06853342) from Non Executive Director to Independent Director

(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. Bal Kishan Das (DIN: 06853342) who was appointed as the Non Executive Director of the Company, being eligible, be and is hereby appointed as an Independent Director of the Company, w.e.f. 6th August, 2019, not liable to retire by rotation, and to hold office for a period of 5 (five) consecutive years, i.e upto 5th August, 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 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
86	1905	100%



S Sheth

**Address: 3A, Mangoe Lane, 4th Floor, Kolkata- 700001
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Email Id - csshikshasheth@gmail.com / csshikshasheth@yahoo.com



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

(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
6	15

6. 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: 30.09.2019

Thanking you,
Yours faithfully,

Shiksha Bhavik Sheth
C.P. – 15781



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