



**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: 26.08.2022

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 46th 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 46th Annual General Meeting of the Company held on 25th August, 2022.

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

Swati Lodha
Swati Lodha
(Company Secretary)

[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 46th Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 25th August, 2022.

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 23rd July, 2022, for the Remote E-Voting, commenced from 22nd August, 2022 at 11:00 a.m. and ends on 24th August, 2022 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 46th AGM of the Company on 25th August, 2022.

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 Monday, 22nd August, 2022 at 11:00 a.m. to Wednesday, 24th August, 2022, 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 25th August, 2022 in the presence of 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 26th August, 2022 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 23rd July 2022 via email to the 304 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/CMD2/CIR/P/2022/62 dated 13th May, 2022.

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 46th AGM of the Company held on 25th August, 2022 at 11:30 A.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 46th Annual General Meeting of the Company held on 25th August, 2022 at 11:30 A.M. as a scrutinizer and conducted the poll process and submitted her report in Form MGT-13 dated 25th August, 2022 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, 2022 together with the Report of the Board of 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	24	1397923	54	18263	78	1416186	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	7	113	7	113	0

ITEM NO. 2 - ORDINARY RESOLUTION

To appoint a Director in place of Ms. Sangita Das (DIN:09037517) who retires by rotation at this Annual General Meeting and being eligible offers herself 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	24	1397923	54	18263	78	1416186	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	7	113	7	113	0



SPECIAL BUSINESS

ITEM NO. 3 - ORDINARY RESOLUTION

Appointment of Mr. Mithun Paul (DIN: 09552435) as Non-Executive Director.

	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	24	1397923	54	18263	78	1416186	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	7	113	7	113	0

ITEM NO. 4 - ORDINARY RESOLUTION

Appointment of Mr. Sudarshan Kumar Mishra (DIN: 06444037) as Non-Executive Director.

	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	24	1397923	54	18263	78	1416186	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	7	113	7	113	0



ITEM NO. 5 - ORDINARY RESOLUTION

Regularisation of Appointment Mrs. Sudha Tenani (DIN: 09552406) as Whole Time Director.

	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	24	1397923	54	18263	78	1416186	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	7	113	7	113	0

Based on the aforesaid results, Ordinary/Special Resolutions as contained from Item No.1 to Item No. 5 of the Notice dated July 23, 2022 have passed with requisite majority.

Thanking You,

For Amarendra Rai & Associates
Company Secretaries



Amarendra Kumar Rai

CP: 9373

UDIN: F008575D000853232

Issued at Noida dated 26th August, 2022.

Encl: Copy of Report of Ms. Shiksha Bhavik Sheth, Company Secretary in practice in Form MGT-13 dated 25.08.2022 and my report on remote e-voting dated 26.08.2022.



Amarendra Rai & Associates

Company Secretaries

(Peer Review Certificate no. 986/2020)

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 46th Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 25th August, 2022.

Dear Sir,

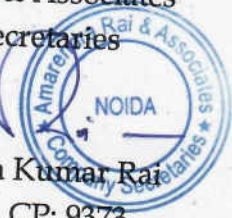
I refer to my appointment as scrutinizer made on 23rd July, 2022, pursuant to the authority granted by the Board of Directors of **Standard Shoe Sole and Mould (India) Limited** (CIN: L24119WB1973PLC028902) to Scrutinize the e-voting process in a fair and transparent manner as per the provision of Companies Act, 2013 and rules made there under including amended rules, the 46th Annual General Meeting (AGM) of the Company to be held on 25th August, 2022.

I have carried out the work as Scrutinizer from the close of Working hours on 24th August, 2022. 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 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) 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 25th August, 2022 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 22nd August, 2022 at 11:00 A.M. and concluded on 24th August, 2022 at 5:00 P.M.
- 3) The Shareholder holding shares on the "Cut-off date" (record date) i.e. Thursday, 18th August, 2022 was entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 4) The votes were unblocked on 25th August, 2022 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 Financial Express (all India edition) on July 24, 2022 and Bengali edition(vernacular language) in Arthik Lipi on July 24, 2022.
- 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, 2022 together with the Report of the Board of 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
24	1397923	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 a Director in place of Ms. Sangita Das (DIN: 09037517) who retires by rotation at this Annual General Meeting and being eligible offers herself 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
24	1397923	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

SPECIAL BUSINESS

Resolution: 3 (Ordinary Resolution)

Appointment of Mr. Mithun Paul (DIN: 09552435) as Non-Executive Director.

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
24	1397923	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 (Ordinary Resolution)

Appointment of Mr. Sudarshan Kumar Mishra (DIN: 06444037) as Non-Executive Director.

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
24	1397923	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: 5 (Ordinary Resolution)

Regularisation of appointment of Mrs. Sudha Tenani (DIN: 09552406) as Whole Time Director.

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
24	1397923	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 26th August, 2022

For Amarendra Rai & Associates

Company Secretaries

Amarendra Rai
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 25th August 2022 at 11.46 A.M.

Varun Kumar

Varun Kumar

Sweta

Sweta



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

46th Annual General Meeting of the Equity Shareholders of Standard Shoe Sole And Mould (India) Limited held on Thursday, 25th day of August 2022 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 46TH Annual General Meeting of the Equity Shareholders of M/s. Standard Shoe Sole and Mould (India) Limited, held on Thursday, 25th day of August, 2022 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 18.08.2022 were entitled to vote on the resolutions as contained in the notice of the AGM.
5. The result of the Poll is as under:



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

1. Adoption of Accounts for the Financial Year ended 31.03.2022

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2022 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
54	18263	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
7	113

2. Re-Appointment of Ms. Sangita Das by rotation

To appoint Director in place of **Ms. Sangita Das (DIN 09037517)** who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(i) Voted **in favou** 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
54	18263	100%



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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
7	113

3. Appointment of Mr. Mithun Paul (DIN: 09552435) as Non-Executive Director

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactments thereof for the time being in force), Articles of Association of the Company, Mr. Mithun Paul (DIN: 09552435) who was appointed as an Additional Director of the Company with effect from 1st April, 2022 and who holds office as such upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company, liable to retire by rotation."

(i) Voted **in favourof** 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
54	18263	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



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

(iii) **Invalid** votes :

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
7	113

4. Appointment of Mr. Sudarshan Kumar Mishra (DIN: 06444037) as Non- Executive Director

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactments thereof for the time being in force), Articles of Association of the Company, Mr. Sudarshan Kumar Mishra (DIN: 06444037) who was appointed as an Additional Director of the Company with effect from 1st April, 2022 and who holds office as such upto the date of this Annual General Meeting, be and is hereby appointed as the Director of the Company, liable to retire by rotation.”

(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
54	18263	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
7	113



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

5. Regularization of appointment of Mrs. Sudha Tenani (DIN: 09552406) as Whole Time Director

To consider and, if thought fit, to pass with or without modification, the following resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, the approval of the Members be and is hereby accorded for the appointment of Mrs. Sudha Tenani (DIN: 09552406), as Whole-Time Director of the Company for a period of 3 (three) years with effect from 1st April, 2022 on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto.”

“FURTHER RESOLVED THAT the consent of the members of the Company be and is hereby also accorded to the payment of remuneration as detailed in the Explanatory Statement even in the case of no profits or inadequate profits in any Financial Year(s) during the tenure of his office.”

“FURTHER RESOLVED THAT the Board of Directors or any committee thereof be and is hereby authorised to amend, alter, modify or otherwise vary the terms of appointment of Mrs. Sudha Tenani, Whole Time Director.”

“FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorised to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to give effect to the foregoing resolution and to seek such approval/ consent from the government departments as maybe required in this regard.”

(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
54	18263	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



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

(iii) **Invalid** votes :

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
7	113

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: 25.08.2022



Shiksha Bhavik Sheth

Practising Company Secretary

M No -A28387

C. P. No-15781

Peer Review Certificate No - 2454/2022

UDIN- A028387D000845093

Date: 25.08.2022

Address: 3A, Mangoe Lane, 4th Floor, Kolkata- 700001

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