



Standard Shoe Sole And Mould (India) Ltd.

95, PARK STREET, KOLKATA - 700 016
PHONE OFF. : 2226-1175 / 5652
2226-1393 / 0769
FAX NO. : 91 33 2249 2218
E-mail : kolkataoffice@cel.co.in

25th September, 2017

To
The Department of Corporate Service
Bombay Stock Exchange Limited
Ground Floor, P. J. Tower,
Dalal Street,
Mumbai- 400 001

Ref: Scrip Code 523351

Dear Sir/Madam,

Sub: Compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement executed with the Exchange please find enclosed the consolidated voting results (E-Voting + Postal Voting) of the Annual General Meeting of the Company held on 23.09.2017.

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

Ananya Dey
Mrs. Ananya Dey
Whole Time Director
DIN: 01297763
Marikpara, 17 Nowapara, North 24 Paraganas, Barrackpore, 743144

Encl: As Above

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

CIN-L24119WB1973PLC028902

REPORT OF SCRUTINIZER

REMOTE E-VOTING AND POLL

STANDARD SHOE SOLE AND MOULD (INDIA) LIMITED

41ST ANNUAL GENERAL MEETING

23RD SEPTEMBER, 2017

CS AMARENDRA KUMAR RAI

Amarendra Rai & Associates

Company Secretaries

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

Tel. No.:0120-4208078, Mob.No.+919654157016

E-mail: akrai-cs@hotmail.com



**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.)

Sub: Passing of Resolution through Remote E-Voting and Poll conducted at the 41st Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 23rd September, 2017.

Dear Sir,

The Board of the Company had appointed me as Scrutinizer on 30th May, 2017, at their duly convened meeting for the Remote E-Voting, commenced from 20th September, 2017 at 10.00 am to 22nd September, 2017 at 5.00 pm and 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 30th May, 2017, for the Poll held at the 41st AGM of the Company on 23rd September, 2017.

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 Wednesday, 20th September, 2017 at 10.00 am to Friday, 22nd September, 2017 at 5.00 pm. **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 23rd September, 2017 in the presence of two witnesses viz Mr. Varun Kumar and Ms. Soumi Ghosh, who are not in the employment of the Company. For Further details kindly refer my Scrutinizer's Report dated 25th September, 2017 attached herewith.

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At the 41st AGM of the Company held on 23rd September, 2017 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 41st Annual General Meeting of the Company held on 23rd September, 2017 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 25th September, 2017 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 31.03.2017)	E-Voting	0	0	NIL	NIL	NIL	NIL
	Poll	1404220	100	NIL	NIL	6	0
	Total	1404220	100	NIL	NIL	6	0
Item No. 2 of the Notice Ordinary resolution (Appoinment of Mr. Kaushik Kundu, as a Director)	E-Voting	0	0	NIL	NIL	NIL	NIL
	Poll	1404220	100	NIL	NIL	6	0
	Total	1404220	100	NIL	NIL	6	0
Item No. 3 of the Notice Ordinary resolution (To ratify the appointment of M/S. Mukherjee Sanyal & Co., Chartered	E-Voting	0	0	NIL	NIL	NIL	NIL
	Poll	1404220	100	NIL	NIL	6	0
	Total	1404220	100	NIL	NIL	6	0



Accountants, Kolkata (Registration No. 307039E) as Statutory Auditor of the Company & fix their remuneration.)							
Item No. 4 of the Notice	E-Voting	0	0	NIL	NIL	NIL	NIL
Ordinary resolution (To consider Re- appointment of Mrs. Ananya Dey as Whole Time Director of the Company).	Poll	1404220	100	NIL	NIL	6	0
	Total	1404220	100	NIL	NIL	6	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

Issued at Noida dated 25th September, 2017.

Encl: Copy of Report of Ms. Shiksha Bhavik Sheth, Company Secretary in practice (CP.No.15781), in Form MGT-13 dated 25.09.2017 and my report on remote e-voting dated 24.09.2017.



Amarendra Rai & Associates

Company Secretaries

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 41st Annual General Meeting of Standard Shoe Sole and Mould (India) Limited (the Company) held on 23rd September, 2017.

Dear Sir,

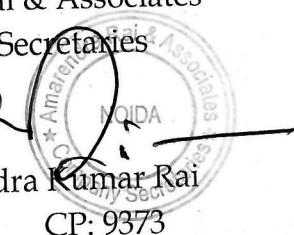
I refer to my appointment as scrutinizer made on 30th May, 2017, pursuant to the authority granted by the Board of Directors of **Standard Shoe Sole and Mould (India) Limited** (CIN: L24119WB1973PLC028902) to Scrutinize the e-voting process in a fair and transparent manner as per the provision of Companies Act, 2013 and rules made there under including amended rules for 41st Annual General Meeting (AGM) of the Company to be held on 23rd September, 2017.

I have carried out the work as Scrutinizer from the close of Working hours on 22nd September, 2017. 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

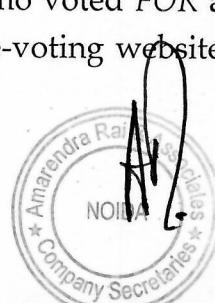
[Pursuant to Section 108 of the Companies Act, 2013]
[Rule 20 of the Companies (Management and Administration) Amendment Rules 2015]

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 23rd September, 2017 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 20th September, 2017 at 10.00 A.M. and concluded on 22nd September, 2017 at 5.00 P.M.
- 3) The Shareholder holding shares on the "Cut-off date" (record date) i.e. Saturday, 16th September, 2017 was entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 4) The votes were unblocked on 23rd September, 2017 in the presence of two witnesses Mr. Varun Kumar and Ms. Soumi Ghosh, 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, 2017 including the Audited Balance Sheet as at 31st March, 2017 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
0	0	0

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
0	0	0

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
0	0

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
0	0	0



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
0	0	0

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
0	0

Resolution: 3 (Ordinary Resolution)

To ratify the appointment of M/S. Mukherjee Sanyal & Co., Chartered Accountants, Kolkata (Registration No. 307039E) as Statutory Auditor of the Company & fix their remuneration.

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
0	0	0

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
0	0	0

3) Invalid Votes:

Total Number of members whose votes were invalid	Total Number of Votes cast by them
0	0

Resolution: 4 (Ordinary Resolution)

To consider re-appointment of Mrs. Ananya Dey (DIN 01297763) as Whole Time Director of the Company.



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
0	0	0

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
0	0	0

3) Invalid Votes:

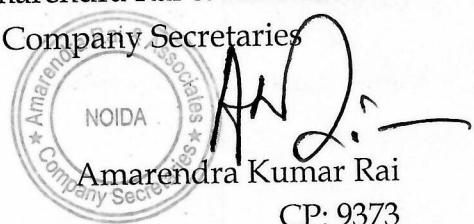
Total Number of members whose votes were invalid	Total Number of Votes cast by them
0	0

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 24th September, 2017

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 23rd September, 2017 at 2.12 P.M.

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

Soumi Ghosh
Ms. Soumi Ghosh
D/o Sh. S.C. Ghosh
R/o House No. 6,
Kushak Road,
New Delhi-110011



SHIKSHA B SHETH, B.Com, 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

41st Annual General Meeting of the Equity Shareholders of Standard Shoe Sole And Mould (India) Limited held on Saturday, 23rd day of September 2017 at 11.30 P.M. at the registered office of the Company at 95, Park Street 2nd Floor Kolkata-700016

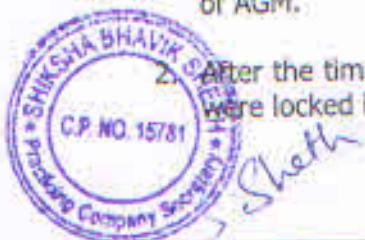
Dear Sir,

I, Shiksha Bhavik Sheth, Practicing Company Secretary,(Membership No.28387, CP No. 15781), have been appointed as the Scrutinizer by Standard Shoe Sole And Mould (India) Limited, to scrutinize the voting process (conducted by Poll) on the below mentioned resolution(s), at the 41st Annual General Meeting of the Equity Shareholders of M/s. Standard Shoe Sole And Mould (India) Limited, held on Saturday, 23rd day of September, 2017 at 11.30 P.M. at the registered office of the Company at 95, Park Street 2nd Floor Kolkata-700016.

My responsibility as a scrutinizer is to ensure that voting process in all modes are conducted in fair and transparent manner and render scrutinizer report, based on report of the physical counting of votes by way of Ballot papers for ascertaining the votes cast in "favor" or "against" for respective resolutions.

The company has provided voting through Poll to the shareholders present in the meeting. For the purpose, polling paper circulated.

1. The shareholders of the Company holding shares as on the "Cut- Off" date of September, 16, 2017 were entitled to vote on the resolutions as contained in the notice of AGM.
2. 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.



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

(M) +91 9330034122 / +91 9903531222

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



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

3. 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.
4. The poll papers, which was incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
5. The result of the Poll is as under:

(a) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 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. Adoption of Accounts for the Financial Year ended 31.03.2017

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

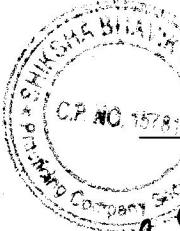
Number of Members Present & Voting (In person or by Proxy)	Number of Votes Cast by them	% of total Numbers of Valid Votes Cast
77	1404220	100%

(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



C. Sheth Address: 3A, Mango Lane, 4th Floor, Kolkata- 700001
(M) +91 9330034122 / +91 9903531222
Email Id - csshikhasheth@gmail.com / csshikhasheth@yahoo.com



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

3	6
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(b) 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. Re-Appointment of Mr Kaushik Kundu (DIN 07565634)

(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
77	1404220	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	6

(c) To ratify the appointment of the Auditor & fix their remuneration and in this regard to consider, and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution :



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

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



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

"RESOLVED THAT pursuant to Section 139, 141, 142 and other applicable provisions of Companies Act, 2013 and Rules framed thereunder, if any, the appointment of M/S. Mukherjee Sanyal & Co., Chartered Accountants, Kolkata (Registration No. 307039E) as Statutory Auditors of the Company for the Financial Year 2017-18 and who hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company to be held for the Financial Year 2017-18 be and is hereby ratified and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for Financial Year ending 31st March, 2018 as may be agreed to between the Board of Directors and the Auditors of the Company."

1. Ratification in the appointment of the Statutory Auditor.

(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
77	1404220	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	6

(d) 4. To consider re appointment of Mrs. Ananya Dey (DIN 01297763) as Whole Time Director of the Company.

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

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

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

S. Sheth
C.P. NO. 15/...



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

"RESOLVED THAT pursuant to provisions of Section 2(94), 196, 197, 198, 203 and any other applicable provisions of Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force) and read with Schedule V of the Companies act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or any other Government authority/agency/Board, if any, the consent of shareholders of the Company be and is hereby accorded to re-appoint Mrs. Ananya Dey (DIN 01297763) as Whole Time Director of the Company for a period of 3(years) with effect from 25th August, 2017."

"FURTHER RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or any other Government authority/ agency/ board, if any, the consent of shareholders of the company be and is hereby accorded to the Board of Directors to fix the remuneration of Mrs. Ananya Dey, Whole Time Director subject to the provisions of section 197 of the Companies Act, 2013."

"FURTHER RESOLVED THAT the consent of the shareholders of the Company be and is hereby also accorded that where in any financial year the company has no profits or inadequate profits then the remuneration as decided above be paid with prior approval of Central Government."

"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."

"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. Ananya Dey, Whole Time Director."

1. Re- appointment of Mrs. Ananya Dey (DIN 01297763)

(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
77	1404220	100%



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

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

S. Sheth



SHIKSHA B SHETH, B.Com, 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

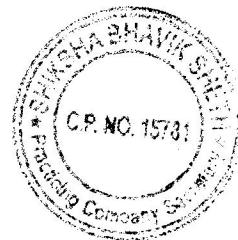
(iii) **Invalid votes :**

Total Number of Members (in person or by proxy) Whose votes were declared Invalid	Total Number of votes cast by them
3	6

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: 25.09.2017

**Thanking you,
Yours faithfully,**



S. Sheth

Shiksha Bhavik Sheth
C.P. – 15781

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