

**STANDARD SURFACTANTS LTD.**  
8/15, ARYA NAGAR, KANPUR - 208 002 (INDIA)  
Tel. : 0512-2531762 • Fax : 0512-2548585  
E-mail : headoffice@standardsurfactants.com  
Website : www.standardsurfactants.com  
CIN No. : L24243UP1989PLC010950

To  
BSE Limited,  
P. J. Tower, Dalal Street,  
Mumbai-400001

28-08-2019

Dear Sir,

**Sub: Notice of Book Closure and 30<sup>th</sup> AGM of the Company**  
**(Re: Scrip Code No. 526231)**

This is to inform you that pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), regulations, 2015 and section 91 of the Companies Act, 2013 and the applicable rules thereunder, the Register of Members and Share Transfer Register of the Company will remain closed from Wednesday, 18<sup>th</sup> September, 2019 to Monday 23<sup>rd</sup> September 2019 (both days inclusive) for the purpose of Thirtieth Annual General Meeting of the Company scheduled to be held on Monday, 23<sup>rd</sup> September, 2019 at 02:30 P. M. at 8/15, Arya Nagar, Kanpur-208002.

Further, Notice of 30<sup>th</sup> AGM is attached herewith for your perusal and record.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For **Standard Surfactants Limited**

  
(Shivansh Tiwari)  
Company Secretary



**Works :**

- 24 A & B New Sector, Industrial Area, Mandideep, Bhopal - 462 046 (M.P.)
- Plot No. 114, Gondpur Industrial Area, Paonta Sahib, (H.P.)

## THIRTIETH ANNUAL REPORT

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### NOTICE

Notice is hereby given that the Thirtieth Annual General Meeting of the Members of Standard Surfactants Ltd. will be held on Monday the 23rd September, 2019 at 8/15, Arya Nagar, Kanpur-208002 at 02.30 P.M to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt:
  - a. The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Auditors and Board of Directors thereon; and
  - b. The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Auditors thereon.
2. To appoint a director in place of Ankur Garg, (having DIN No. 00616599) who retires by rotation and being eligible, offers himself for reappointment.

#### SPECIAL BUSINESS:

3. Re-appointment of Mr. Ankur Garg (DIN: 00616599) as a Whole Time Director of the Company.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provision of Section 196, 197 and 203 read with Schedule V and all other applicable provision of the Companies Act, 2013 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), consent of the shareholders of the Company be and is hereby accorded for the reappointment of Mr. Ankur Garg, as a Whole Time Director of the Company for a further period of Five years w.e.f 01.04.2020 to 31.03.2025 on the following terms and conditions:

- I. Salary Rs.1,00,000/- per month for a period of three years from 01.04.2020 to 31.03.2023.
- II. Tenure of appointment 01.04.2020 to 31.03.2025
- III. Perquisites : As per rules of the Company.

**“RESOLVED FURTHER THAT** in case of absence or inadequacy of profits in any financial year the above remuneration payable to Mr. Ankur Garg by way of Salary,

allowances, perquisites shall not exceed the maximum limits as prescribed under proviso of Schedule V of the Companies Act, 2013.”

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

**“RESOLVED THAT Mr. Rajinder Pal Singh** (DIN 02135781) who was appointed by the Board of Directors as an Additional Director of the Company with effect from February 14, 2019 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 (1) of the Companies Act, 2013, (‘the Act’) but who is eligible for appointment and in respect of whom the Company has received a notice in writing from the Member under Section 160 (1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of Section 149, 152, Schedule IV and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended from time to time, appointment of Dr. Rajinder Pal Singh, who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and Regulation 16 (b) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as an Independent Director of the Company, not liable to retire by rotation, for term of 5 years, with effect from 14th February, 2019 up to 13th February, 2024, be and is hereby approved.”

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

**“RESOLVED THAT** pursuant to the provisions of Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, (including any statutory modification or re-enactment thereof) and subject to any other law for the time being in force and permissions and sanctions as may be necessary in this behalf, the consent of the members of the Company be and is hereby accorded to the Board of Directors (including Committee of Directors) of the Company to sell/lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company situated at Gondpur Industrial Area, Paonta Sahib, Himanchal Pradesh including all licenses, permits, consent and approvals whatsoever to any suitable person/

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party(ies) in one or more trenches at such consideration and on such other terms and conditions as may be decided by the Board of Directors and to negotiate, prepare, settle, execute, deliver and finalize the lease/sale deed as the Board may deem appropriate in the best interest of the Company.”

“**RESOLVED FURTHER THAT** the Board of Directors (including Committee of Directors) be and is hereby authorized to do all such acts, deeds and things, as may be necessary, without further referring to the members of the Company, including finalizing the terms and conditions, methods and modes in respect thereof, determining the exact effective date, and finalizing and executing necessary documents including agreements, deeds, conveyance and such other documents as may be necessary or expedient in its own discretion from time to time and in the best interest of the Company to give effect to this Resolution.”

By order of the Board of Directors

Sd/-

PAWAN KUMAR GARG

*Chairman and Managing Director*

Place : Kanpur

Date : 14.08.2019

DIN : 00250836

Registered Office:

Standard Surfactants Limited

8/15 Arya Nagar, Kanpur-208002

CIN: L24243UP1989PLC010950

Tel. No: 0512-2531762

E-mail address: headoffice@standardsurfactants.com

Website: www.standardsurfactants.com

### NOTES :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such a proxy need not be a member of the Company. Instrument of proxies in order to be effective must be lodged with the Company's registered office not less than Forty- Eight hours before the commencement of the meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday 18th September, 2019 to Monday 23rd September, 2019 (both days inclusive).
3. The route map showing directions to reach the venue of the Thirtieth Annual General Meeting is annexed.
4. Members who hold shares in dematerialized form are

requested to write their client ID and DP ID number and those who holds shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.

5. Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting.
6. Members desiring to seek information on Annual Accounts to be explained at the meeting are requested to send their queries at least ten days before the date of the meeting so that the information can be made available at the meeting.
7. Recognizing the spirit of circular issued by the MCA, the Company henceforth proposes to send documents like Notice convening the General Meetings, Directors' Report, Auditors' Report, Financial Statements etc to the email address provided by Members with their depositories.
8. To support 'Green Initiatives', the Company request the Members to expeditiously update their email addresses with their respective depository participant to ensure the annual report and other documents reach them on their preferred email. Those member who have shares in physical form are requested to expeditiously inform their email address to the Company at 8/15 Arya Nagar, Kanpur-208002, Tel.: 0512-2531762 Email: headoffice@standardsurfactants.com or the Company's Registrar and Share Transfer Agent, The Skyline Financial Services Pvt. Ltd., D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. Tel. no. 011-64732681 to 88, Fax No.: 011-26812683. Email: viren@skylinerta.com; admin@skylinerta.com
9. The Statement containing the salient features of the balance sheet, the statement of profit and loss, cash flow statement and Auditors' Report on the Abridged Financial Statement, is sent to the members, who have not provided their e-mail id, along with the Abridged Consolidated Financial Statement. Any member interested in obtaining a copy of the full Annual Report, may write to the Company.

### 10. Voting through electronic means

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of The Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the Listing Regulations, Members are provided with the facility to exercise their right to vote electronically on all resolutions set forth in the Notice of the 30th Annual General Meeting ('AGM'). Members may cast their votes by using the e-voting

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services provided by National Securities Depository Ltd. ('NSDL'), i.e. facility of casting votes by using an electronic voting system from a place other than the venue of the AGM ('remote e-voting').

Instructions for remote e-voting are as under:

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **Step 1 : Log-in to NSDL e-Voting system**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
  - a) For Members who hold shares in demat account with NSDL: 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300\*\*\* and Client ID is 12\*\*\*\*\* then your user ID is IN300\*\*\*12\*\*\*\*\*).
  - b) For Members who hold shares in demat account with CDSL: 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12\*\*\*\*\* then your user ID is 12\*\*\*\*\*).
  - c) For Members holding shares in Physical Form: EVEN Number followed by Folio Number registered with the company (For example if folio number is 001\*\*\* and EVEN is 101456 then user ID is 101456001\*\*\*).
5. Your password details are given below:
  - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
  - c. How to retrieve your 'initial password'?
    - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a. Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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### Step 2 : Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for Shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sarvesh\_srifcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of Members whose email addresses are not registered with the Company/ Depository Participants, their User ID and initial password/ PIN is provided on the Attendance Slip sent with the AGM Notice. Please follow all the instructions mentioned above to cast your vote.
4. Members holding shares in either physical or dematerialized form as on the Cut-Off Date of 17th

September, 2019, may cast their votes electronically. The e-voting period for the Members who hold shares as on the cut-off date commences on Friday, 20th September, 2019 (9.00 am) and ends on Sunday, 22th September, 2019 (5.00 pm). The e-voting module shall be disabled by NSDL for voting thereafter.

5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
10. General instructions/ information for Members for voting on the Resolutions:
  - (a) Facility of voting through Poll paper shall be made available at the AGM. Members attending the AGM, who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM.
  - (b) Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM, but shall not be entitled to vote again at the AGM.
  - (c) The voting rights of the shareholders (for voting through remote e-voting or by Poll paper at the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on 17th September, 2019 ('Cut-Off Date'). A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or of voting at the AGM.
  - (d) Any person who acquires Shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the cut-off date, i.e. 17th September, 2019, may obtain the login Id and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you may reset your password by using "Forgot User Details/ Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - (e) Mr. Sarvesh S. Srivastava (Membership No. ACS No. 7719/ COP No. 20291) Practicing Company

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Secretary have been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process as well as voting through Poll paper at the AGM, in a fair and transparent manner.

- (f) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, and thereafter unblock the votes cast through remote e-voting, in the presence of at least two (2) witnesses not in the employment of the Company.
  - (g) The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and make, not later than twenty four hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
  - (h) The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the result of the voting. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website [www.rallis.co.in](http://www.rallis.co.in) and on the website of NSDL immediately after their declaration, and communicated to the BSE Limited.
- (i) Subject to the receipt of requisite number of votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM, i.e. Monday, 23rd September, 2019.
- 11. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing the representative to attend and vote on their behalf at the Meeting.
  - 12. Members/ Proxies should bring the enclosed Attendance Slip duly filled in, for attending the Annual General Meeting, along with their copy of the Annual Report. Copies of the Annual Report will not be distributed at the Meeting.

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

As required by Section 102 (1) of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relation to the business mentioned under item No. 3 to 5 of the accompanying Notice:

#### Item No.3:

The tenure of Mr. Ankur Garg, (DIN 00616599) Whole Time Director of the Company, expires on 31.03.2020. The Board of Directors of the Company has proposed to re-appoint him as Whole Time Director of the Company for a further period of Five years w.e.f 01.04.2020-31.03.2025 on such terms and condition as provided in the resolution under consideration. The re-appointment is subject to the approval of the Members of the Company. The re-appointment was made based on recommendation by the Nomination and Remuneration Committee.

Mr. Ankur Garg shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

None of the Directors of the Company except Mr. Pawan Kumar Garg, Mr. Atul Kumar Garg and Mr. Ankur Garg is interested either directly or indirectly in the resolution.

#### I. THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE ACT. I. GENERAL INFORMATION:

- i) Nature of Industry: The Company operates in two primary business segments viz. Manufacturing of Surface active and Consignment Stockiest of Indian Oil Corporation Limited, which engaged in trading of High Density Polyethylene, Linear Low Density Polyethylene, Poly Propylene, Other Polymers, Paraffin wax and other petro and petroleum products.
- ii) Date or expected date of commencement of commercial production: The Company is an existing Company and is into manufacturing operation since long.
- iii) Financial performance based on given indicators The performance of the Company during financial year ended on 31.03.2019 (the latest Audited Balance Sheet of the Company)

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Particulars	Amount
Total Revenue	117.24 Crores
Net Profit	0.84 Crores

iv) Foreign investments or collaborators, if any: None

### II. INFORMATION ABOUT THE APPOINTEE:

- Background Details: Mr. Ankur Garg, aged 41 years, is a Chartered Accountant and commerce graduate. He has been guiding the company's financials for about 12 years. Under his able leadership company's financials has been improved considerably.
- Recognition or Awards: None
- Job Profile and his Suitability: Mr. Ankur Garg is designated as Whole Time Director and is entrusted with the responsibility of financial control functions, strategic decisions formulation and discussions with various stakeholders of the company. He will also be responsible for developing technical team and coordinating with commercial functions etc.
- Remuneration Proposed: The proposed remuneration of Mr. Ankur Garg as Whole Time Director of the Company is detailed in Item No. 3 above.
- Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person. The proposed remuneration is much below the prevailing remuneration in the industry of similar size for similarly placed persons.

(f) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any. Mr. Ankur Garg has no pecuniary relationship directly or indirectly with the Company or its managerial personnel other than his Remuneration in the capacity of a Whole Time Director.

### III. OTHER INFORMATION:

- Reasons of loss or inadequate profits: Surface active agents and other petro-chemicals are the main businesses of the Company. These are cyclical in nature and are largely dependent on demand & supply. Adverse market conditions are reason for inadequate profits. However, company has performed reasonably well during financial year 2018-19.
- Steps taken or proposed for improvement: The Company has been taking all measures within its control to maximize efficiencies and optimize its costs.
- Expected increase in productivity and profit in measurable terms. since, productivity and profitability of the company depends on demand and supply, among other factors, it is difficult to forecast the same in measurable terms. However, the Company expects that the productivity and profitability may improve, subject to favorable market conditions.

Brief Profile of Director/s seeking appointment/re-appointment at the forthcoming Annual General Meeting (In pursuance to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	Mr. Ankur Garg
Director Identification Number (DIN)	00616599
Date of Birth & Age	05/04/1978, 41 Years
Date of Appointment	26/07/2007
Qualification	Commerce Graduate and Chartered Accountant
Expertise	Finance and Accounting
Shareholding of Directors in the Company	14,02,870 (19.63%)
Relationship with other directors and KMPs of the Company	He is a relative of Mr. Atul Kumar Garg and Mr. Pawan Kumar Garg
No. of Meetings of Board attended during the year	4
Directorship held in other Public Companies excluding foreign and private companies	Nil
Chairmanships/Memberships of Committee	He is a Member of Stakeholder and relationship committee and executive committee.

#### Item No. 4:

Dr. Rajinder Pal Singh (DIN 02135781) who was

appointed as an Additional Director of the Company with effect from 14 February, 2019 in terms of Section 161 (1) of



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the Companies Act, 2013, holds office as Director up to the date of the forthcoming Annual General Meeting ('AGM') and is eligible for appointment as a Director. As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation. Dr. Rajinder Pal Singh has consented to act as Director of the Company and has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act and Regulation 16 (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Dr. Rajinder Pal Singh meets the conditions

specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Dr. Rajinder Pal Singh as Independent Director is now being placed before the Members in General Meeting for their approval.

Brief Profile of Director/s seeking appointment/re-appointment at the forthcoming Annual General Meeting (In pursuance to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	Dr. Rajinder Pal Singh
Director Identification Number (DIN)	02135781
Date of Birth & Age	19/01/1952, 67 Years
Date of Appointment	14/02/2019
Qualification	PhD in Oil Technology from Kanpur University
Expertise Detergents	Oil Processing, Oleo Chemicals, Soaps Surfactants &
Shareholding of Directors in the Company	Nil
Relationship with other directors and KMPs of the Company	Nil
No. of Meetings of Board attended during the year	N/a (No board meeting was held in the year after his appointment)
Directorship held in other Public Companies excluding foreign and private companies	Two
Chairmanships/Memberships of Committee	He is Chairman of Nomination and Remuneration Committee, Stakeholders and Relationship Committee and Member of Audit Committee.

Dr. Rajinder Pal Singh is interested and concerned in the Resolution mentioned at Item No. 4 of the Notice. Other than Dr. Rajinder Pal Singh, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No.4 of the Notice.

### Item No. 5:

In light of the changing economic scenario and due to increasing competitive environment particularly due to putting an end on the incentives by the government, the Company shut down its manufacturing activities in its Plant situated at Gondpur Industrial Area, Paonta Sahib, (H.P.) in the year 2014. As the Unit is considered no longer viable, after considering various options the Board decided, in its meeting dated 14.08.2019, to sell the same in the overall best interest of all the company.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution as set out in the item No. 5 of accompanying Notice is now being placed before the members for their approval. Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

By order of the Board of Directors  
For Standard Surfactants Limited

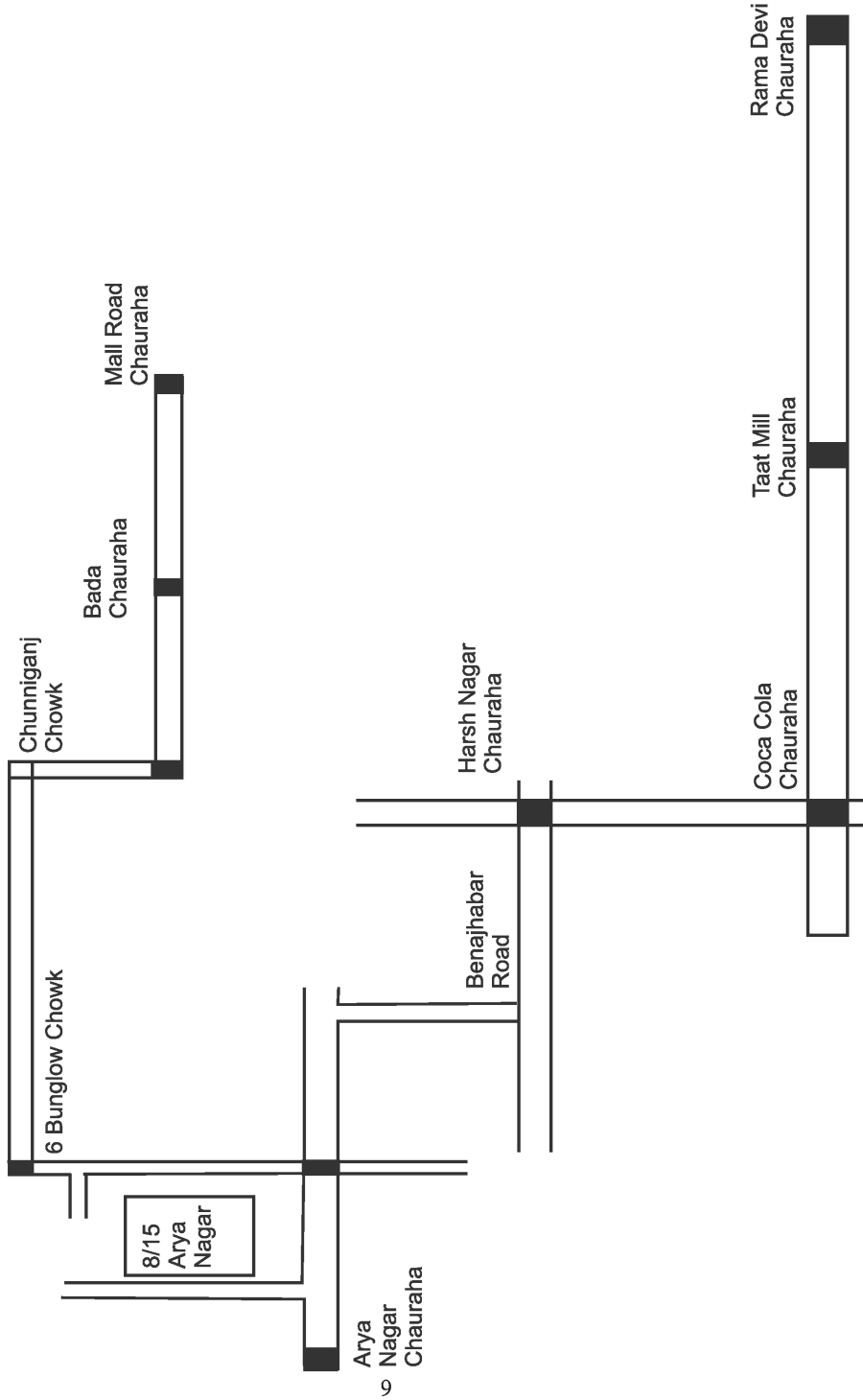
PAWAN KUMAR GARG  
Chairman and Managing Director

Place : Kanpur  
Date : 14.08.2019

DIN : 00250836



**ROUTE MAP-VENUE OF ANNUAL GENERAL MEETING  
STANDARD SURFACTANTS LIMITED  
TO BE HELD AT 8/15, ARYA NAGAR, KANPUR**



# STANDARD SURFACTANTS LIMITED

CIN: L24243UP1989PLC010950

Regd. Off. : 8/15, Arya Nagar, Kanpur-208002, U.P (INDIA)

Email:secretarial@standardsurfactants.com • Web: www.standardsurfactants.com

## BALLOT/POLLING PAPER ASSENT/DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1. Name(s) & Registered Address of the sole/first named member : .....
  2. Name(s) of the Joint-Holder(s), if any : .....
  3. i) Registered Folio No. : .....  
ii) \*DP ID No. & Client ID No. : .....
- [Applicable to Members holding shares in dematerialized form]
4. Number of Share (s) held : .....
  5. Class of Shares : .....
  6. I/We hereby exercise my/ our vote in respect of the following resolutions to be passed for the business stated in the notice of the 30th Annual General Meeting dated 23rd, September, 2019 by conveying my/our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

S. No.	Resolution	No. of Shares	I /We assent to (FOR)	I /We dissent to (FOR)
	<b>Ordinary Business</b>			
1.	a. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Auditors and Board of Directors thereon; and			
	b. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019, together with the Reports of the Auditors thereon.			
2.	To appoint a director in place of Ankur Garg, (having DIN No. 00616599) who retires by rotation and being eligible, offers himself for reappointment.			
3.	Re-appointment of Mr. Ankur Garg (DIN: 00616599) as a Whole Time Director of the Company.			
4.	Appointment of Dr. Rajinder Pal Singh (DIN 02135781) as an Independent Director of the Company.			
5.	Authorisation under Section 180 (1) (a) of the Companies Act, 2013 to sale/lease out company's closed unit at Paonta Sahib, H.P.			

Place : Kanpur  
Date : 14.08.2019

Signature of the Member  
or  
Authorized Representative

(Tear here)

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## STANDARD SURFACTANTS LIMITED

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CIN No. L24243UP1989PLC010950

**Notes :**

- I. If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- II. Last date for receipt of Assent /Dissent Form by the Scrutinizer : September, 20th 2019 (5:00 pm).
- III. Please read the instructions printed overleaf carefully before exercising your vote.

**INSTRUCTIONS**

**General Instructions**

1. As per the Companies Act, 2013, Company has to provide e voting facility to its shareholders; however the shareholders, who do not have access to e -voting facility may convey their assent/ Dissent in physical Assent/Dissent Form. However, in case Shareholders cast their vote through both physical assent/dissent form & e-voting, then vote casted through e - voting shall be considered, and vote casted through physical Assent/ Dissent shall be treated as invalid.
2. The notice of Annual General Meeting is dispatched/ e-mailed to the members whose names appear on the register of members as on August, 23rd 2019 & voting rights shall be reckoned on the paid up value of the share registered in the name of share holders as on the said date.

**Instructions for voting physically on Assent/Dissent Form.**

1. A member desiring to exercise vote by Assent/Dissent should complete this Assent/Dissent Form and send it in the enclosed self addressed pre-paid postage so as to reach the scrutinizer Mr. Sarvesh S. Srivastava, Practicing Company Secretary at the registered office of the company on or before 5:00 pm on September 20th 2019. All forms received after this date will be strictly treated as if the reply from such member has not been received.
2. This Form should be completed and sign by the Share holder (as per the specimen signature registered with the company/ depositary participants).in case of joint holding this form should be completed and signed by the first named shareholder and in his absence, by the next named share holder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assents/Dissent Form should be accompanied by a certified copy of the relevant board resolution /appropriate authorization, with the specimen signature (s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (v) in the appropriate column in the form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form indelible ink and avoid filling it by using erasable writing medium (s) like pencil.
6. There will be one Assent/Dissent Form for every Folio/Client id respective of the number of joint holders.
7. Members are requested not to send any other paper along with the Assent /Dissent Form. They are also requested not to write anything in the Assent /Dissent form except giving their assent or dissent and putting their signature.
8. The Scrutinizer 'decision on the validity of Assent/Dissent form will be final and binding.
9. Incomplete, unsigned or incorrectly ticked Assent/Dissent Forms will be rejected.

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**STANDARD SURFACTANTS LIMITED**

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**CIN: L24243UP1989PLC010950**

Regd. Off. : 8/15, Arya Nagar, Kanpur-208002, U.P (INDIA)

Email:secretarial@standardsurfactants.com • Web: www.standardsurfactants.com

**FORM OF PROXY**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail id	
Folio no. / Client id	
DP ID	

I/We, being the member(s) of .....shares of the above named company, hereby appoint

1. Name : .....  
Address : .....  
E-mail id : .....  
Signature : .....; or failing him,

2. Name .....  
Address .....  
E-mail id : .....  
Signature : .....; or failing him,

3. Name : .....  
Address : .....  
E-mail id : .....  
Signature : .....

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30<sup>th</sup> Annual General Meeting of the Company to be held on Monday the 23<sup>rd</sup> September, 2019 at 02.30 P.M. at 8/15, Arya Nagar, Kanpur-208002 and at any adjournment thereof in respect of such resolution as are indicated below:

(Tear here)