

**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

06.09.2023

BSE Limited,

Phiroze Jeejeebhoy Tower,

Dalal Street, Mumbai-400001

Dear Sir/ Madam,

**Sub: Notice of Book Closure and 34<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, circulars, notifications issued by Ministry of Corporate Affairs , the Register of Members and Share Transfer Register of the Company will remain closed from Monday, 25<sup>th</sup> September, 2023 to Saturday 30<sup>th</sup> September 2023 (both days inclusive) for the purpose of Thirty Fourth Annual General Meeting of the Company scheduled to be held on Saturday, 30<sup>th</sup> September, 2023 at 02:30 P. M. at 8/15, Arya Nagar, Kanpur-208002.

Further, Notice of 34<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**

PAWAN  
KUMAR  
GARG

Digitally signed by  
PAWAN KUMAR  
GARG  
Date: 2023.09.06  
17:30:19 +05'30'

**(Pawan Kumar Garg)**

**Chairman & Managing Director**

**DIN-00250836**

**Works :**

**- 24 A & B New Sector, Industrial Area, Mandideep, Bhopal - 462 046 (M.P.)**

## NOTICE

Notice is hereby given that the Thirty Fourth Annual General Meeting of the Members of Standard Surfactants Ltd. will be held on Saturday the 30<sup>th</sup> day of September, 2023 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 the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, together with the Reports of the Auditors and Board of Directors thereon.
2. To appoint a director in place of Mr. Ankur Garg (having DIN No.00616599) who retires by rotation and being eligible, offers himself for reappointment.

### SPECIAL BUSINESS:

#### **3. Appointment of Statutory Auditor to fill casual vacancy:**

To appoint Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as **Ordinary Resolution:**

“RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Mittal Gupta & Co., Chartered Accountants, Kanpur be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s. Atul Garg & Associates, Chartered Accountants”.

“RESOLVED FURTHER THAT M/s. Mittal Gupta & Co., Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold the office from August 14, 2023, until the conclusion of the 34<sup>th</sup> Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

#### 4. Appointment of Statutory Auditor for a term of 5 consecutive years:

To appoint Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as **Ordinary Resolution**:

“RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Mittal Gupta & Co., Chartered Accountants, Kanpur be and are hereby appointed as the Statutory Auditor of the Company, to hold the office for a single tenure of 5 (five) years from the conclusion of 34<sup>th</sup> Annual General Meeting till the conclusion of the 39<sup>th</sup> Annual General Meeting of the company to be held in the year 2028, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company, be and are hereby authorized to do such act, deeds and things and to file necessary e – forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution.”

#### 5. Ratification of Cost Auditor’s Remuneration:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration of Rs. 20000/- plus applicable taxes and reimbursement of out-of-pocket expenses, payable to M/s Shyam Ji Mishra & Associates, Cost Accountants (Firm Registration Number 002306), who are re-appointed by the Board of Directors of the Company as Cost Auditors, to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2024.”

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

**6. Regularization of Mr. Sahajdeep Singh Tuteja (DIN 09711910) appointed as an additional director of the company (Independent Non-executive Director).**

To consider and, if thought fit, to pass the following Resolution as **Ordinary Resolution**:

“RESOLVED THAT Mr. Sahajdeep Singh Tuteja (DIN 09711910), who was appointed as an Additional Director of the Company with effect from 12.04.2023 as Non-executive Independent Director of the company for a term of 5 years, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office as such up to this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (“the Act”) and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.”

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

**7. Re-Appointment of Mr. Rajinder Pal Singh (DIN 02135781) as an Independent Director of the Company for the second term of 5 years.**

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the re-appointment of Mr. Rajinder Pal Singh (DIN 02135781), who has submitted a declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 (1) (b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, for the second term of five years commencing from 14.02.2024 upto 13.02.2029 be and is hereby approved.

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Mr. Rajinder Pal Singh (DIN 02135781), shall be entitled to receive the remuneration/ fees/ commission as permitted to be received in a capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

*By order of the Board of Directors*  
**For Standard Surfactants Limited**

**Place: Kanpur**

**Date: 06.09.2023**

**(Pawan Kumar Garg)**

**Chairman & Managing Director**

**(DIN-00250836)**

**Registered Office:**

Standard Surfactants Limited

8/15 Arya Nagar, Kanpur-208002

CIN: L24243UP1989PLC010950

Tel. No: 0512-2531762

E-mail address: [secretarial@standardsurfactants.com](mailto:secretarial@standardsurfactants.com)

Website: [www.standardsurfactants.com](http://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 Monday 25<sup>th</sup> September, 2023 to Saturday 30<sup>th</sup> September, 2023 (both days inclusive).
3. The route map showing directions to reach the venue of the Thirty Fourth 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 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: [secretarial@standardsurfactants.com](mailto:secretarial@standardsurfactants.com) or the Company's Registrar and Share Transfer Agent, The Skyline Financial Services Pvt. Ltd., D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. Tel. no. 011-40450193, Email: [viren@skylinerta.com](mailto:viren@skylinerta.com); [admin@skylinerta.com](mailto:admin@skylinerta.com)

9. The Members may further note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue the securities in dematerialized form only, while processing the requests for Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/Exchange of Securities certificate, Endorsement, Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/folios, Transmission, Transposition. Accordingly, Members are requested to make service request by submitting a duly filled and signed form ISR-4 format of which is available on the website of the Company at [www.standardsurfactants.com](http://www.standardsurfactants.com). It may be noted that any service requested can be processed only after the folio is KYC compliant.

10. The Statement containing the balance sheet, the statement of profit and loss, cash flow statement and Auditors' Report is sent to the members.

11. Members are requested to register/update/intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), signature, bank mandates, demat account details, nominations, etc., in following manner.

a. **For Physical shareholders**- Please provide prescribed form ISR-1 along with other requisite form (available on the website of Company i.e. [www.standardsurfactants.com](http://www.standardsurfactants.com), duly self -attested by the shareholder(s) to Company's RTA at their address; The Skyline Financial Services Pvt. Ltd., D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. Tel. no. 011-40450193, Email: [viren@skylinerta.com](mailto:viren@skylinerta.com); [admin@skylinerta.com](mailto:admin@skylinerta.com)

b. **For Demat shareholders** -Please update/Contact with your respective Depository Participants.

12. As per the provisions of Section 72 of the Act and SEBI Circular dated November 3, 2021, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website [www.standardsurfactants.com](http://www.standardsurfactants.com). Members are requested to submit the said details to their Depository Participant in case the shares held by them in dematerialized form and to the RTA in case the shares are held in physical form.

### 13. 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 34<sup>th</sup> Annual General Meeting ('AGM'). Members may cast their votes by using the e-voting 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').

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

**The remote e-voting period begins on 27.09.2023 at 09:00 AM and ends on 29.09.2023 at 05:00 P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23.09.2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23.09. 2023.**

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 27<sup>th</sup> September, 2023 at 9:00 AM and ends on 29<sup>th</sup> September, 2023 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 23<sup>rd</sup> September 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.



- (iii) Pursuant to SEBI Circular No. [SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020](#), under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of [SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020](#) on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see</li> </ol>

	<p>e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the resolutions of STANDARD SURFACTANTS LIMITED on which you choose to vote.

- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [secretarial@standardsurfactants.com](mailto:secretarial@standardsurfactants.com), [sarvesh\\_srifcs@yahoo.co.in](mailto:sarvesh_srifcs@yahoo.co.in) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [secretarial@standardsurfactants.com](mailto:secretarial@standardsurfactants.com), [admin@skylinerta.com](mailto:admin@skylinerta.com) .
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

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

### Item No. 3 & 4:

M/s. Atul Garg & Associates, Chartered Accountants, Kanpur, Statutory Auditor of the company had tendered their resignation w.e.f. 14/08/2023. Hence, they would not be able to continue as the Statutory Auditor of the Company and conduct the Audit for the financial year 2023-24. In order to fill up such casual vacancy, the company has appointed M/s. Mittal Gupta & Co., Chartered Accountants, in the Board Meeting held on 14th August, 2023 to conduct the audit.

In pursuance to the provisions of Section 139 (8) of the Companies Act, 2013, the company needs to approve the appointment of M/s. Mittal Gupta & Co., Chartered Accountants, in the General Meeting of the Company within 3 (three) months from the date of appointment by the Board. Hence, the company has proposed their approval of the members in the item number 3 of the notice.

Further, the company has proposed their appointment in the item number 4 of the notice, for the period of 5 (five) years. The board of directors has proposed both the resolutions for your approval. None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in these resolutions.

### Additional disclosure as required under Regulation 36(5) of the Listing Regulations

- **Proposed fees:** The Board of Directors has approved a remuneration of ₹200000.00 p.a.for conducting the audit, excluding applicable taxes and reimbursement of out-of-pocket expenses on actuals and no material changes in the fee payable to the new auditor.
- **Terms of Appointment:** For casual Vacancy from 14<sup>th</sup> August till 30<sup>th</sup> September 2023 and thereafter for a term of 5 years.
- **Basis of recommendation for appointment including the details in relation to and credentials of the Statutory auditor proposed to be appointed:** The Audit Committee considered various parameters like experience of the Auditors, more specifically in the Company's operating segment, market standing of the firm, clientele served, technical knowledge etc., and found M/s. Kothari Jain & Associates to be best suited to handle the scale and complexity associated with the audit of the financial statements of the Company
- **Brief Profile of Statutory Auditor:** M/s Mittal Gupta & Co., Chartered Accountants (ICAI Firm Registration No. 01874C) Established in 1982, Mittal Gupta & Co. is an Indian partnership firm registered with the Institute of Chartered Accountants of India (ICAI) having offices in Kanpur and Lucknow. The audit firm has a valid peer review certificate. The Firm primarily provides audit and assurance services, tax and advisory services, to its clients



#### **Item No. 5**

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to undertake the audit of its cost records for products covered under the Companies (Cost Records and Audit) Rules, 2014 to be conducted by a Cost Accountant in practice. In compliance with the above, the Audit Committee of the Company at its meeting held on 06.09.2023 considered the appointment of M/s Shyamji Mishra & Associates, Cost Accountants (Firm Registration Number – 2306) as the Cost Auditors of the Company for FY 2023-24. At the said meeting, the Audit Committee also considered the remuneration of Rs. 20000/- (Rupees Twenty Thousand) (plus applicable taxes and reimbursement of out-of-pocket expenses) payable to the Cost Auditors for FY 2023-24.

The consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2024. None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

The Board recommends the Resolution set forth in Item No. 5 for the approval of the Members. None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution. The Board of Directors recommends the Ordinary Resolution for your approval.

#### **Item No. 6**

**Mr. Sahajdeep Singh Tuteja (DIN 09711910)** was first inducted to the Board at the Board Meeting held on 12.04.2023 and in the same meeting he was appointed as the Additional Independent Director. In terms of Section 161(1) of the Companies Act, 2013. **Mr. Sahajdeep Singh Tuteja (DIN 09711910)** can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company.

Further, in the same meeting i.e. meeting held on 12.04.2023, the Board appointed **Mr. Sahajdeep Singh Tuteja (DIN 09711910)** as the Independent Director of the Company, with immediate effect, for a period of five years, subject to the approval of the shareholders. The Board is of the opinion that the appointment and presence of **Mr. Sahajdeep Singh Tuteja (DIN 09711910)** on the Board will be desirable, beneficial and in the best interest of the Company. The profile and specific areas of expertise of **Mr. Sahajdeep Singh Tuteja (DIN 09711910)** are provided as Annexure A to this Notice and he has given his declaration to the Board that he continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act.

The Board recommends the resolution set out in item no. 6 of the accompanying Notice for approval and adoption of the Members.

None of the Directors of the Company except **Mr. Sahajdeep Singh Tuteja (DIN 09711910)**, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution. Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice. The Board recommends this Resolution for your approval.

#### **Item No. 7**

Re-appointment of **Mr. Rajinder Pal Singh (DIN 02135781)** as an Independent Director of the Company for a second term of 5 years **Mr. Rajinder Pal Singh (DIN 02135781)**, was appointed as an Independent Director at the Board Meeting held on 14.02.2019, for a period of 5 years and he is eligible for reappointment for the second term of 5 years.

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on 06.09.2023, recommended the reappointment of **Mr. Rajinder Pal Singh (DIN 02135781)**, for the term of second term five years subject to the approval of the Members. The profile and specific areas of expertise of **Mr. Rajinder Pal Singh (DIN 02135781)** are provided as Annexure A to this Notice and he has given his declaration to the Board that he continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ('Listing Regulations'), and is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, **Mr. Rajinder Pal Singh (DIN 02135781)** is a person of integrity, possesses the relevant expertise/ experience, and fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and he is independent of the management. In terms of Regulation 25(8) of Listing Regulations.

**Mr. Rajinder Pal Singh (DIN 02135781)** has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties. Given his experience, the Board considers it desirable and in the interest of the Company to continue on the Board of the Company and accordingly the Board recommends the re-appointment of him as an Independent Director for a second term of 5 years, as proposed in the Item 7 for approval by the Members as a Special Resolution.

Except for **Mr. Rajinder Pal Singh (DIN 02135781)**, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution. Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

The Board recommends this Resolution for your approval.

*By order of the Board of Directors*  
For Standard Surfactants Limited

Place: Kanpur

Date: 06.09.2023

(Pawan Kumar Garg)  
Chairman & Managing Director  
(DIN-00250836)

**Annexure-A****Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting.**

<b>Particulars</b>	<b>Mr. Sahajdeep Singh Tuteja</b>	<b>Mr. Rajinder Pal Singh</b>	<b>Mr. Ankur Garg</b>
<b>DIN</b>	09711910	02135781	00616599
<b>Date of Birth</b>	02/11/1990	19/01/1952	05/04/1978
<b>Designation</b>	Non-executive Independent Director	Non-executive Independent Director	Whole Time Director
<b>Date of Appointment</b>	12.04.2023	14.02.2019	26.07.2007
<b>Qualification</b>	Commerce Graduate and a Chartered Accountant.	PhD in Oil Technology from Kanpur University	Commerce Graduate and a Chartered Accountant.
<b>Experience in specific functional area</b>	He has an experience of more than 5 years in the field of finance, accounting and taxation. His experience is of immense value to the organisation.	Oil Processing, Oleo Chemicals, Soaps Surfactants & Detergents.	He has been guiding the company's financials for about 12 years. Under his able leadership company's financials has been improved considerably.
<b>Recognition or Awards</b>	None	Best Teacher Award and Best Oil Technologist Award	Award in the field of petrochemicals
<b>Job Profile and his Suitability</b>	He is appointed to overlook the administration and help company through financial planning.	He is appointed to overlook overall production and help the company through his vast experience in the	He is entrusted with the responsibility of financial control functions, strategic decisions formulation and discussions with

		industry	various stakeholders of the company.
<b>Remuneration Proposed/approved</b>	NA	NA	Rs. 18,00,000 P.A.
<b>Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person</b>	NA	NA	The approved remuneration is much below the prevailing remuneration in the industry of similar size for similarly placed persons.
<b>No. of equity shares held in the Company</b>	NIL	NIL	16,32,870
<b>Directorship/Partnership held in other Companies as on 31.03.2023</b>	NIL	One Public Limited Company (RSPL Limited)	2 Private Limited Companies: i. Navsheel Standard Constructions Pvt. Ltd. ii. Icon Cars Kanpur Pvt. Ltd.

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

