

**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

25-08-2018

Dear Sir,

**Sub: Notice of Book Closure and 29<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 Friday, 14<sup>th</sup> September, 2018 to Friday 21<sup>st</sup> September 2018 (both days inclusive) for the purpose of Twenty Ninth Annual General Meeting of the Company scheduled to be held on Friday, 21<sup>st</sup> September, 2018 at 11:30 A. M. at 35, Cantonment, Cariappa Road, Kanpur-208004.

Further, Notice of 29<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)

Chairman & Managing Director  
DIN-00250836



Works :

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

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## STANDARD SURFACTANTS LTD.

CIN: L24243UP1989PLC010950

### NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of the Members of Standard Surfactants Ltd. will be held on Friday the 21st September, 2018 at 35 Cantonment, Cariappa Road, Kanpur-208004 at 11.30 A.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, 2018, 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, 2018, together with the Reports of the Auditors thereon.

2. To appoint a director in place of Atul Kumar Garg, (having DIN No. 00250868) who retires by rotation and being eligible, offers himself for reappointment.

#### 3. To Ratify the Appointment of Statutory Auditors:

To consider and if thought fit to pass with or without modification following resolution:

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s Atul Garg & Associates, Chartered Accountants, (Firm Registration No. 001544C) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2019.”

#### SPECIAL BUSINESS:

#### 4. Approval for continuation of current term of Mr. Satya Prakash Tayal, Independent Director:

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

“RESOLVED THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, sanction be and is hereby

accorded to Mr. Satya Prakash Tayal (DIN: 01532800) Director of the Company to continue to hold office of Independent Director under the current tenure of appointment which ends on 27th October, 2021 notwithstanding that he has attained the age of 75 years on 15th February, 2012.”

#### 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, as amended from time to time, consent of the Company be and is hereby given to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose), to lease Company’s immovable property/ies together with building, structures, rights and fixtures thereon, to any person(s) and /or entity(ies) as may be determined by the Board, for such consideration and on such terms and conditions as the Board may deem fit in the best interest of the Company with retrospective effect from 1st January, 2017.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, matters deeds and things as may be necessary, without further referring the matter to the members of the Company to give effect to this resolution.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution.”

#### 6. 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 Sections 188 of the Companies Act, 2013 (“the Act”); Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable statutory provisions, rules, regulations and guidelines (including any statutory modification(s), amendments, or reenactment thereof for the time being in force), and subject to such approvals as may be required, approval of the members of the Company be and is hereby accorded for holding of office or place of profit /employment by Mr. Kunal Garg, relative of directors, in Standard Surfactants Limited, with effect from October 1, 2018, on total remuneration of Rs.

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60,000/- per month; including but not limited to all basic, additional, fixed and variable remunerations, bonus, commission, incentives, allowances, benefits, perquisites, amenities and conveniences etc..”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to review and determine from time to time, the term of holding of the said office or place of profit/employment of Mr. Kunal Garg, including his remuneration at its discretion, and to do all such necessary acts, deeds, matters and things as are required to be done in this regard.”

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, 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 Company be and is hereby accorded to the payment of the following remuneration to Mr. Ankur Garg (DIN-00616599) Whole Time Director of the Company for the remaining period of his term of appointment i.e. from 01.04.2018 to 31.03.2020:

1. Salary Rs. 1,00,000/- per month
2. Perquisites: as per rules of the Company

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board of Directors

Sd/-

PAWAN KUMAR GARG

*Chairman and Managing Director*

Place : Kanpur

Date : 13.08.2018

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 Friday 14th September, 2018 to Friday 21st September, 2018 (both days inclusive)
3. The route map showing directions to reach the venue of the Twenty Ninth 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. 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 29th 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').

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 at <https://www.evoting.nsdl.com/>**

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

**Details on Step 1 is mentioned below:**

**How to Log-into NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
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 are given below :**

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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 to 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

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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).

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.

**Details on Step 2 is given below:**

**How to 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 company for which you wish to cast your vote.
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](mailto:sarvesh_srifcs@yahoo.co.in) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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 instructions mentioned above, to cast your vote.
4. Members holding shares in either physical or dematerialized form as on the Cut-Off Date of 15th September, 2018, may cast their votes electronically. The e-voting period for the Members who hold shares as on the cut-off date commences on Tuesday, 18th September, 2018 (9.00 am) and ends on Thursday, 20th September, 2018 (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-

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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 15th September, 2018 ('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. 15th September, 2018, 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 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. Friday, 21st September, 2018.
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.
  13. The Register of Members and the Share Transfer Books of the Company will be closed from Friday, 14th September, 2018 to Friday 21st September, 2018 (both days inclusive).

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### 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 7 of the accompanying Notice:

#### Item No.3:

M/s Atul Garg & Associates, Chartered Accountants (Firm Registration No. 001544C), were appointed as the statutory auditors of the Company for a period of five years at the 28th Annual General Meeting (“AGM”) of the Company, to hold office from the conclusion of the 28th AGM till the conclusion of the 33rd AGM to be held in the year 2022. As per provisions of Section 139(1) of the Act, their appointment for the above tenure is subject to ratification by Members at every AGM. Accordingly, ratification of the Members is being sought for the appointment of statutory auditors as per the proposal contained in the Resolution set out at Item No. 3 of this Notice.

The Board recommends the Resolution at Item No. 3 of this Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No.3 of the Notice.

#### Item No.4:

Mr. Satya Prakash Tayal (DIN 01532800), Independent Director was appointed on October 28, 2016 in terms of Companies Act, 2013. At the time of the appointment his age was 79 years. SEBI has amended the LODR, Regulations, 2015 vide circular dated 9th May 2018 which require reappointment/continuance of any Non-Executive Director who has attained the age of 75 years to be approved by the shareholders by way of a Special Resolution. Hence this Special Resolution is placed before the shareholders by way of abundant caution for adoption.

The Board recommends the Resolution at Item No. 4 of this Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Satya Prakash Tayal to whom this resolution relates, is in any way, concerned or interested in the Resolution set out at Item No. 4 of the Notice.

#### Item No. 5:

As per the provisions of Section 180 (1) (a) of the Companies Act, 2013, a company shall not lease or otherwise dispose of

the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings, unless approval of the Members is obtained by way of a Special Resolution. With a view to improve cash flow/profitability of the Company, it is desirable to authorise the board for leasing out certain undertakings to the prospective lessees as and when required.

Accordingly, The Board recommends the Resolution at Item No. 5 of this Notice for approval of the Members. None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested in the Resolution set out at Item No. 5 of the Notice.

#### Item No. 6:

The provisions of section 188(1) of the Companies Act, 2013 Act that govern the Related Party Transactions require a Company to obtain prior approval of the Board of Directors and in certain cases approval of the shareholders also required.

Section 188 (1) (f) of the Companies Act, 2013 provides for the related party’s appointment to any office or place of profit. The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, at their meeting held on 30th May 2018 had approved the appointment of Mr. Kunal Garg (relative of Directors) as Vice President-Marketing, subject to approval of the Shareholders by way of an Ordinary Resolution.

Accordingly, The Board recommends the Resolution at Item No. 6 of this Notice for approval of the Members. Mr. Pawan Kumar Garg, Mr. Atul Kumar Garg and Mr. Ankur Garg, being relative of Mr. Kunal Garg, deemed to be interested in the Resolution set out at Item No. 6 of the Notice.

#### Item No. 7:

Mr. Ankur Garg was appointed as Whole-time Director (WTD) of the Company w.e.f. 01.04.2015 for a period of 5 years on the terms, conditions and remuneration approved by the Board, Nomination and Remuneration Committee and shareholders of the Company. However, as per schedule V of the Companies Act, 2013, company may pay remuneration to the whole time director after passing special resolution in the AGM for a period not exceeding three years. Therefore, The Nomination and Remuneration Committee of Directors and Board of Directors in their respective meetings held on 30.05.2017 and 13.08.2017 have, approved the proposed remuneration of Mr. Ankur Garg, Whole-time Director for the remaining period

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of his term of appointment subject to the approval of shareholders.

Except Mr. Ankur Garg, Pawan Kumar Garg and Mr. Atul Garg, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested in the said Resolution. Your Directors recommends the resolution for your approval.

### 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 31.03.2018 (the latest Audited Balance Sheet of the Company)

Particulars	Amount
Total Revenue	89,84,34,182
Net Profit	97,12,912

- iv) Foreign investments or collaborators, if any: None

### II. INFORMATION ABOUT THE APPOINTEE:

- (a) Background Details: Mr. Ankur Garg, aged 40 years, is a Chartered Accountant and commerce graduate. He has been guiding the company's financials for about 11 years. Under his able leadership company's financials has been improved considerably.
- (b) Recognition or Awards: None
- (c) 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.

- (d) Remuneration Proposed: The proposed remuneration of Mr. Ankur Garg as Whole Time Director of the Company is detailed in Item No.7 above.
- (e) 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:

- (a) Reasons of loss or inadequate profits: Surface active, which is the main business of the Company is cyclical in nature and is largely dependent on climatic factors, supply demand position. Adverse market conditions are reason for inadequate profits. However, company has performed reasonably well during financial year 2017-18.
- (b) Steps taken or proposed for improvement: The Company has been taking all measures within its control to maximize efficiencies and optimize costs to lower the cost of production. The Company hopes to increase the production volumes, curtailing running cost, reduced manpower and reduced operational losses.
- (c) Expected increase in productivity and profit in measurable terms. In the year 2018-2019, it is expected that the production of surface active will be better than the previous season. The fundamentals of the Company are sound and it has well balanced and diversified business and has the potential of not being just profitable but achieving significant growth. In view of the facts stated above, it is difficult to forecast the productivity and profitability in measurable terms. However, the Company expects that the productivity and profitability may improve and would be comparable with the industry average.



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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

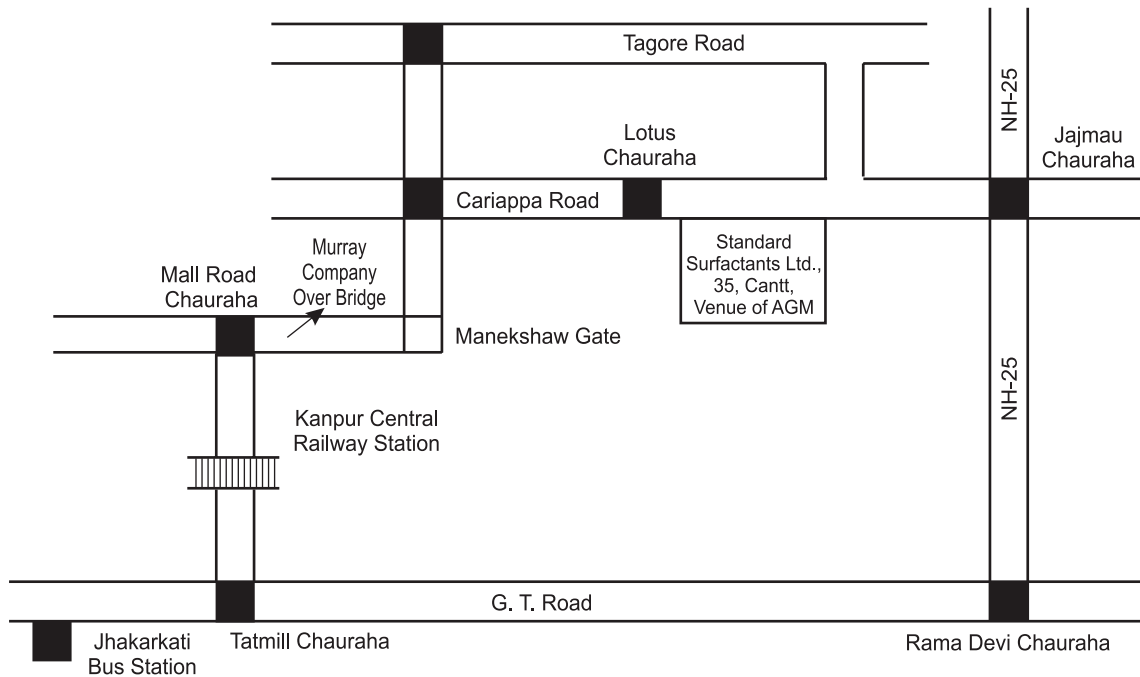
Name of Director	Mr. Ankur Garg
Director Identification Number (DIN)	00616599
Date of Birth & Age	05/04/1978, 40 Years
Date of Appointment	26/07/2007
Qualification	Commerce Graduate and Chartered Accountant
Expertise	Finance and Accounting
Shareholding of Directors in the Company	14,02,870 (19.63%)
Relationship 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	5
Directorship held in other Public Companies excluding foreign and private companies	2
Chairmanships/Memberships of Committee	He is a Member of Stakeholder and relationship committee and executive committee.

By order of the Board of Directors  
For Standard Surfactants Limited

PAWAN KUMAR GARG  
*Chairman and Managing Director*  
DIN : 00250836

Place : Kanpur  
Date : 13.08.2018

### ROUTE MAP - VENUE OF ANNUAL GENERAL MEETING STANDARD SURFACTANTS LIMITED TO BE HELD AT 35, CANTT., CARIAPPA ROAD, KANPUR



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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

**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 29th Annual General Meeting dated 21st, September, 2018 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. the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2018, 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 31st March, 2018, together with the Reports of the Auditors thereon.			
2.	To appoint a director in place of Atul Kumar Garg, (having DIN No. 00250868) who retires by rotation and being eligible, offers himself for reappointment.			
3.	To ratify the appointment of M/s Atul Garg and Associates, chartered accountant, (Firm Reg. No. 01544C), Kanpur as Statutory Auditors of the Company.			
4.	To Approve continuation of current term of Mr. Satya Prakash Tayal, Independent Director of the Company.			
5.	Authorization to the Board of Directors of the company under section 180 (1) (a) of the Companies Act, 2013 to lease Immovable properties of the Company.			

(Tear here)

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**STANDARD SURFACTANTS LIMITED**

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CIN No. L24243UP1989PLC010950

6.	To Approve holding of office or place of profit by Mr. Kunal Garg on a total remuneration of Rs. 60,000 p.m. under section 188 (1) (f) of the Companies Act, 2013.			
7.	To fix Remuneration of Mr. Ankur Garg, Whole time Director of the Company for remaining period of his term.			

Place : Kanpur

Date : 13.08.2018

Signature of the Member

or

Authorized Representative

**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, 16th 2018 (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, 17th 2018 & 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 16th 2018. 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/ depository participants).in case of joint holding this firm 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 29<sup>th</sup> Annual General Meeting of the Company to be held on Friday the 21<sup>st</sup> September, 2018 at 11.30 A.M. at 35, Cantonment, Cariappa Road, Kanpur-208004 and at any adjournment thereof in respect of such resolution as are indicated below:

(Tear here)

## TWENTY NINTH ANNUAL REPORT

Resolution Number	Resolution	For	Against
1.	a. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018, 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 31st March, 2018, together with the Reports of the Auditors thereon		
2.	To appoint a director in place of Atul Kumar Garg, (having DIN No. 00250868) who retires by rotation and being eligible, offers himself for reappointment.		
3.	To ratify the appointment of M/s Atul Garg and Associates, chartered accountant, (Firm Reg. No. 01544C), Kanpur as Statutory Auditors of the Company.		
4.	To Approve continuation of current term of Mr. Satya Prakash Tayal, Independent Director of the Company.		
5.	Authorization to the Board of Directors of the company under section 180 (1) (a) of the Companies Act, 2013 to lease Immovable properties of the Company.		
6.	To Approve holding of office or place of profit by Mr. Kunal Garg on a total remuneration of Rs. 60,000 p.m. under section 188 (1) (f) of the Companies Act, 2013.		
7.	To fix Remuneration of Mr. Ankur Garg, Whole time Director of the Company for remaining period of his term.		

Signed this .....day of....., 2018

Signature of the shareholder.....

Signature of the Proxy holder(s).....

Please  
affix  
₹ 1/-  
Revenue  
Stamp

**Note :** The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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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

**ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDACE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL  
(Joint Shareholders may obtain additional attendance slip on request)

I hereby record my presence at the 29<sup>th</sup> Annual General Meeting of the Company to be held on Friday the 21<sup>st</sup> September, 2018 at 11.30 A.M. at 35, Cantonment, Cariappa Road, Kanpur-208004.

NAME OF THE SHAREHOLDER : (IN BLOCK LETTERS)	NO. OF SHARES HELD
SIGNATURE OF THE SHAREHOLDER :	FOLIO NO.
NAME OF THE PROXY : (IN BLOCK LETTERS)	DP ID
SIGNATURE OF THE PROXY	Client ID

(Tear here)

**STANDARD SURFACTANTS LIMITED**

**CIN: L24243UP1989PLC010950**

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

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**FEED BACK FORM**

Registration / Updation of E-maid id :-

<b>Name of the Shareholder</b>	<b>Folio Number</b>	<b>Updated Email ID</b>

\_\_\_\_\_  
Signature of the Shareholder