

Standard Shoe Sole and Mould (India) Ltd.
[Formerly Known as Chemcrown (India) Limited]

Regd. Office: 95, Park Street, 2nd Floor, Kolkata – 700016

CIN: L24119WB1973PLC028902

Phone: 2226-1175 Email: companysecretary@cel.co.in

NOTICE CONVENING EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra Ordinary General Meeting of the Members of M/s. Standard Shoe Sole and Mould (India) Ltd. will be held on Thursday, the 3rd December, 2020 at 12:30 P.M at 95, Park Street, 2nd Floor, Kolkata – 700016 to transact the following business:-

SPECIAL BUSINESS:

Special Resolution

1. Change of name of the Company from M/s Standard Shoe Sole and Mould (India) Limited to M/s Chemcrown (India) Limited

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

“**RESOLVED THAT**, pursuant to Section 13 of the Companies Act, 2013, and subject to approval of Central Government, the name of the Company be changed from M/s Standard Shoe Sole and Mould (India) Ltd to M/s Chemcrown (India) Limited.

RESOLVED FURTHER THAT the name Standard Shoe Sole and Mould (India) Ltd wherever it occurs in the Memorandum of Association and Articles of Association of the Company, be substituted by the new name Chemcrown (India) Limited.”

For & on behalf of the Board of Directors

Registered Office:
95, Park Street, 2nd Floor,
Kolkata- 700016
Date: 06.11.2020

Sd/-
Mukund Bhatte
Whole-Time Director
DIN: 03579744

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NOTES:

1. **A Member entitled to attend and vote at the Extra Ordinary General Meeting (EOGM) is entitled to appoint a proxy to attend the said meeting and vote on his/her behalf, and the proxy need not be a member of the Company.** The instrument appointing a proxy duly completed, stamped and signed should, however, be deposited at the registered office of the Company, not less than forty eight hours before the commencement of the meeting. Blank proxy is enclosed and can be obtained free of charge from the registered office of the Company. Proxy so appointed shall not have any right to speak at the meeting.
2. A person can act as proxy on behalf of Members not exceeding 50 (fifty) in number and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. In the case of a member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights such member may appoint a single person as proxy, who however shall not act as proxy for any other person or member.
3. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Businesses to be transacted at the meeting is annexed hereto.
4. Corporate Members intending to send their authorized representatives under Section 113 of the Companies Act, 2013, are requested to send at the Company's registered office, a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Meeting.
5. In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote
6. Every member entitled to vote at the meeting or any on any resolution to be moved there at, shall be entitled during the period beginning twenty four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than three day's notice in writing of the intention to inspect is given to the Company.

7. **VOTING THROUGH ELECTRONIC MEANS:**

In compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the Listing Regulations, the company is pleased to provide e-voting facility to all members of the Company to enable them to cast their votes electronically on the items/ resolutions mentioned in this notice. In this regard, the company has availed the e-voting services as provided by CDSL (Central Depository Services Limited). The Company has appointed Mr. Rantu Kumar Das of Rantu Das & Associates, Practicing Company Secretaries, Kolkata as scrutinizer for conducting the e-voting process in a fair and transparent manner. The instructions for e-voting are detailed hereunder:

- i. The voting period begins on 30th November, 2020 at 11:00 A.M and ends on 2nd December, 2020 at 5:00 P.M. 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 on 26th November, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Members who have already voted prior to the EOGM would not be entitled to vote at the meeting venue.
- iii. The EVSN (Electronic Voting Sequence Number) for Extra Ordinary General Meeting (EOGM) is 201103003.
- iv. The members should log on to the e-voting website www.evotingindia.com

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- v. Click on Shareholders.
- vi. Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vii. Next enter the Image Verification as displayed and Click on Login.
- viii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- ix. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
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">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demataccount or in the company records in order to login. <ul style="list-style-type: none">• 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 as mentioned in instruction (v).

- x. After entering these details appropriately, click on “SUBMIT” tab.
- xi. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- xii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiii. Click on the EVSN for “Standard Shoe Sole and Mould India Limited” on which you choose to vote.
- xiv. 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

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implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- xv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - xvi. 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.
 - xvii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - xviii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 - xix. 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.
 - xx. Members can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, iPhone and Windows Phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 - xxi. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
 - xxii. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
8. Members attending the Extra Ordinary General Meeting (EOGM) are requested to bring the following for admission to the meeting hall (as applicable):
- a) Attendance Slip duly completed and signed as per the specimen signature lodged with the company.
 - b) Members holding shares in Dematerialized form, their DP and Client ID Numbers and Members holding shares in physical form, their folio numbers.
9. Attendance Slips will be accepted from a Member actually attending the Meeting; or from the person attending as proxy under a valid proxy form registered with the Company not less than 48

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hours prior to the Meeting. Attendance Slip of members not personally present at the meeting and proxy forms, which are invalid, will not be accepted.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding physical shares shall submit their PAN to the Company or to the Registrars and Share Transfer Agent.
11. The Company has appointed **M/s. MCS Share Transfer Agent Ltd.**, as its Registrar and Share Transfer Agent for rendering the entire range of services to the members of the Company. Accordingly, all documents, transfers, Demat request, request for Company name stickers pursuant to change in name of Company (only for shareholding in physical form) and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No. for shareholders holding shares in physical form and DP ID and Client ID for shares held in dematerialized form, along with full name and address to MCS Share Transfer Agent Ltd., Unit: Standard Shoe Sole and Mould (India) Limited., 383, Lake Gardens, 1st Floor, Kolkata- 700045.
12. Members holding shares in physical form are requested to immediately notify to the company's Registrar and Share Transfer Agent, M/s. MCS Share Transfer Agent Ltd. quoting their folio, any change in their registered address with pin code alongwith address proof i.e. Electricity/Telephone Bill, Driving License or a copy of the passport/voter id/ aadhar/ bank particulars and in case their shares are held in dematerialized form, this information should be notified/ submitted directly to their respective Depository Participant and not to Company/RTA.
13. Members are also requested to update their bank account details with their respective Depository Participants (for shares held in electronic form) along with a photocopy of their cheques to the Company's Registrar and Share Transfer Agent, MCS Share Transfer Agent Ltd. (for shares held in the physical form). Our Registrar and Share Transfer Agent will take due note of the same for payment of dividend, if any.
14. SEBI has mandated that securities of Listed Companies can be transferred only in dematerialized form w.e.f. 1st April, 2019. Accordingly, the Company/RTA has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization. In exceptional cases, the transfer of physical shares is subject to the procedural formalities as prescribed under SEBI Circular No. SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated November 6, 2018.
15. Members are requested to note that in terms of Section 124 of the Companies Act, 2013), the Company shall be required to transfer the unclaimed/ unpaid Dividend of the Company, if any, on the expiry of 7 years from the date it became due for payment to the 'Investor Education and Protection Fund' and subsequently the shareholders shall not have any right to claim the said dividend from the company or from the said fund.
16. In case of transmission of shares held in physical mode, it is mandatory to furnish a copy of the PAN Card of their legal heir(s)/ Nominee(s).
17. **As per Regulation 31(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD/13/2015 dated 30.11.2015, 100% of shareholding of promoter(s) or promoter group is required to be held in dematerialized form and the same is to be maintained on a continuous basis. As such the promoter(s) including Persons Acting in Concert are requested to kindly dematerialize their holdings at the earliest possible to ensure compliance with the Regulations.** Further, pursuant to SEBI Circular No.CIR/CFD/CMD/13/2015 dated 30.11.2015 a minimum of 50% shareholding of non-

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promoters shall also be held in dematerialized form excluding the government holding in non-promoter category. Therefore, the members of the company are requested to kindly dematerialize their shareholdings so as to enable us to ensure compliance.

18. Investors/ Members are requested to kindly note that if physical documents viz. Demat Request Form (DRF) and Share Certificates etc are not received from their DP's by the Registrar within a period of 15 days from the date of generation of the DRN for dematerialization, the DRN will be treated as rejected/cancelled. This step is being taken on the advice of Depository so that no demat request remains pending beyond a period of 21 days. Upon rejection/cancellation of the DRN, a fresh DRF with new DRN has to be forwarded along with the share certificates by the DP to the Registrar. This note is only to advise Investors/Members that they should ensure that their DP's do not delay in sending the DRF and share certificates to the Registrar after generating the DRN.
19. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the company. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to section 72 of the Companies Act, 2013 and members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled to the RTA. Members holding shares in electronic form may contact their respective depository participant for availing this facility.
20. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar and Share Transfer Agent for consolidation into single folio.
21. Non-resident Indian Members, if any, are requested to inform the Registrar and Share Transfer Agent, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Notify immediately any change in their address.
 - c) Particulars of their Bank Account maintained in India with complete name, branch, account type, account number, and address of the bank with pin code number if not furnished earlier.
22. All relevant documents referred in the Notice and the Explanatory Statement shall be open for inspection by the members at the Registered Office of the Company during normal business hours (10 A.M to 6 P.M.) on all working days (except Saturdays) upto the date of Extra Ordinary General Meeting (EOGM) of the Company.
23. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Registers of Contracts or Arrangement in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the General Meeting.
24. Notice of the Extra Ordinary General Meeting (EOGM) of the company inter-alia indicating the process and manner of E-voting, Attendance Slip and Proxy Form is being sent to all the members whose E-mail Id are registered with the RTA/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.
25. Members may also note that the Notice for the Extra Ordinary General Meeting (EOGM) will also be available on the company's website:-www.sssmil.com for their download. The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication or have any other queries may write to us at: companysecretary@cel.co.in.

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26. The route map of the venue of the EOGM is given in the Notice. The prominent landmark of the venue: it is above “**Savera Sarees**” showroom in Park Street. Entrance is from the gate next to the showroom.
27. The results on above resolutions shall be declared not later than 48 hours from the conclusion of the EOGM and the resolutions will be deemed to be passed on the EOGM date subject to receipt of the requisite number of votes in favour of the resolution.

28. **Special circumstances due to COVID-19**

The Board of Directors intends to conduct the Extra Ordinary General Meeting in a reasonable manner and with the fewest possible participants in order to comply with the recommendations and calls to take precautionary measures coming from the authorities due to COVID-19. The members are encouraged to utilize the possibility to send a proxy or vote by correspondence rather than exposing themselves and potentially others to unnecessary risks by opting for physical attendance.

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

Item No.1:

The Company has received a letter dated 19.10.2020 from Ministry of Corporate Affairs (MCA), office of Registrar of Companies (ROC), Centre Registration Centre stating that, the name Chemcrown (India) Limited has been made available to the Company for a period of 60 days from the date of MCA letter. It is proposed to change the name of the Company from “Standard Shoe Sole and Mould (India) Limited” to “Chemcrown (India) Limited”. The Company intends to manufacture leather chemicals and other specialized chemicals and hence the change of name.

The Company will start manufacturing the above said chemicals as soon as the name “Chemcrown (India) Limited” can be legally used by the Company. Presently, the Company is in the process of setting up the factory.

The Special Resolution under Item No. 1 of the notice is intended for the purpose. The Board of Directors recommends the Special Resolution set out at Item No. 1 of the notice dated 06.11.2020 convening the EOGM for approval by the members.

No Director / Key Managerial Personnel (KMP) of the Company / their relative(s) are, in any way, concerned or materially interested, financially or otherwise, in item No. 1 of the notice dated 06.11.2020 convening EOGM..

For & on behalf of the Board of Directors

**Registered Office:
95, Park Street, 2nd Floor,
Kolkata- 700016
Date: 06.11.2020**

**Sd/-
Mukund Bhatler
Whole-time Director
DIN:03579744**

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Form No. MGT-11
PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the Companies (Management and Administration) Rules, 2014 and Regulation 44(4) of the Listing regulations]

CIN: L24119WB1973PLC028902
Name of the Company: Standard Shoe Sole and Mould (India) Ltd.
Registered office :95, Park Street, 2nd Floor, Kolkata- 700016

Name of the member (s):
Registered Address:
E-Mail ID:
Folio NO. / Client ID
DP ID

I/We, being the member(s) ofshares 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:, or failing him

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the ~~Annual General Meeting~~/ Extra Ordinary General Meeting of the Company, to be held on Thursday, 3rd day of December, 2020 at 12:30 p.m./a.m. at the registered office of the company at 95, Park Street, 2nd Floor, Kolkata - 700016 (place) and at any adjournment(s) thereof in respect of such Resolutions as are indicated below:

RESOLUTION NO.	PARTICULARS OF RESOLUTION
Resolution 1 (Special)	Change of name of the Company from M/s Standard Shoe Sole and Mould (India) Limited to M/s Chemcrown (India) Limited.

Signed thisday of December, 2020

Signature of Shareholder:

Signature of Proxy holder(s)

Affix Revenue Stamp

Note: This 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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CIN: L24119WB1973PLC028902
Regd Office:- 95, Park Street, 2nd Floor, Kolkata-700016.
Tel: 033-2226-1175/ 5652 Fax: 033-2249-2218
E-Mail Id: companysecretary@cel.co.in

ATTENDANCE SLIP

Please fill the attendance slip and hand it over at the entrance hall of the meeting. It helps us to make proper arrangements. Failures to bring this Attendance Slip may create unnecessary inconvenience to you.

1	Name(s) of Member(s) including joint holders, if any (in Block Letter(s))	
2	Name of Proxy Holder (if applicable) else mention N.A. Proxy Form duly submitted to Company <input type="checkbox"/> Yes <input type="checkbox"/> No	
3	Registered Address of the Sole/First named Member	
4	Registered Folio No./*DP ID No. and Client ID No. (* Applicable to Members holding shares in dematerialized form)	
5	Number of Shares held	

I/We hereby record my/our presence at the Extra Ordinary General Meeting (EOGM) of the Members of Standard Shoe Sole and Mould (India) Limited held on Thursday, 3rd day of December, 2020, at 12:30 p.m. at 95, Park Street, 2nd Floor, Kolkata-700016.

Signature of Member/Proxy

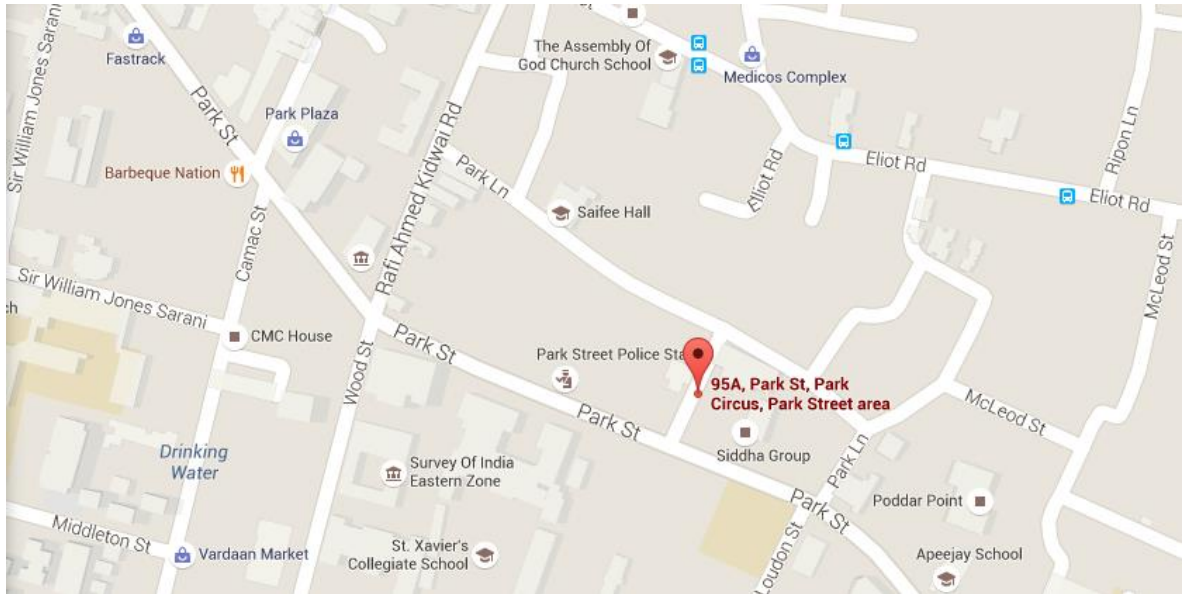
NOTES:

1. Members/ Proxy holders are requested to bring their copy of the Notice with them at the Meeting for reference.
2. Please carry with you this Attendance Slip and hand over the same duly completed, signed (at the space provided), at the entrance of the Meeting Hall.

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Venue of the Extra Ordinary General Meeting of **M/s STANDARD SHOE SOLE AND MOULD (INDIA) LTD.** to be held on Thursday, 3rd day of December, 2020 at 12:30 P.M.

Venue: 95, Park Street, 2nd Floor, Kolkata – 700016



Location Map of the Venue



Closer View