SARVESH S. SRIVASTAVA
COMPANY SECRETARIES

117/Q/454-209, Indrapuri,
Sharda Nagar, Kanpur - 208025
Mobile: 9839084865
mail:sarvesh_srifcs@yahoo.co.in

FORM NO. MGT 13

Combined Scrutinizer's Report

(Pursuant to Section 108 of Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot or Poll Paper at the 28th Annual General Meeting of the Company held on 21-09-2017 which was adjourned on 28th September, 2017 for want of quorum

To,
The Chairman,
Standard Surfactants Limited
8/15, Arya Nagar,
Kanpur - 208002
CIN: L24243UP1989PLC010950

Dear Sir,

I, Sarvesh Sharan Srivastava, Practicing Company Secretary, Kanpur had been appointed as the Scrutinizer by the Board of Directors of Standard Surfactants Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process for the purpose of 28th Adjourned Annual General Meeting of Standard Surfactants Limited held on Thursday, September 28, 2017 at 11:30 A.M.

I was also appointed as Scrutinizer for voting process through Ballot or Poll Paper at the said Annual General Meeting held on September 28, 2017.

The Notice dated August 12, 2017 alongwith statement setting out material facts under Section 102 of the Act were sent to the Shareholders on August 26, 2017 in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company. The Company had also provided voting facility to the shareholders present at the Annual General Meeting through Ballot or Poll Paper and who had not cast their vote earlier through remote e-voting or postal ballot

The shareholders of the Company holding shares as on the "cut-off" date of September 15, 2017, were entitled to vote on the resolutions as contained in the Notice of Annual General Meeting of Standard Surfactants Ltd through remote e voting .

The voting period for remote e-voting commenced on Monday, September 18, 2017 at 9:00 A.M. and ended on Wednesday, September 20, 2017 at 5:00 P.M. and the NSDL e-voting platform was blocked thereafter.

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After the closure of voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and voting was diligently scrutinized.

The Votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of voting at the Annual General Meeting, the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on data downloaded from National Securities Depository Limited (NSDL) e-voting systems.

I, now submit my consolidated report as under on the result of the remote e-voting and voting at the meeting in respect of said resolutions through postal ballot.

I have scrutinised and reviewed the voting through electronic means and votes tendered therein based on the basis of data downloaded from National Securities Depository Limited (NSDL) e- voting system and Poll conducted at 28th Annual General Meeting.

I, now submit our report as under on the result of the e-voting and Poll in respect of said resolutions:

1. **Resolution no 1** :

Adoption of Financial Statements (both Standalone and Consolidated) and the Reports of the Directors and Auditors thereon (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	0	0	0%
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

SARVESH S. SRIVASTAVA COMPANY SECRETARIES
CP No 3515

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(iii). Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

2. **Resolution No.2**

Re-Appointment of Ankur Garg, (having DIN No 00616599) who retires by rotation (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	0	0	0%
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

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3. **Resolution no 3.**

Re-appointment of M/s Atul Garg & Associates, Chartered Accountants, (Firm Reg. No.01544C) Chartered Accountants, as statutory auditors of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	0	0	0%
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

4. **Resolution no 4.**

Appointment of Mr. Satya Prakash Tayal, (DIN 05132800) as Independent Director of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	0	0	0%
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

5. **<u>Resolution no 5.</u>**

Appointment of Mr. Promod Kuamr Mishra, (DIN 01616936) as Independent Director of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	*	*
Poll	NIL	NIL
Total	NIL	NIL

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6. **Resolution no 6.**

Appointment of Mrs. Bijal Yogesh Durgavale, (DIN 07403891) as Independent Director of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	*	*
Poll	NIL	NIL
Total	NIL	NIL

7. **Resolution no 7.**

Re-appointment of Mr. Pawan Kumar Garg (DIN 0250836) as Chairman & Managing Director (Special Resolution):

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	NIL	NIL	NIL
Total	NIL	NIL	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	*	*
Poll	NIL	NIL
Total	NIL	NIL

8. **Resolution no 8.**

Re-appointment of Mr. Atul Kumar Garg (DIN 0250868) as Wholetime Director (Special Resolution):

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	*	*
Poll	NIL	NIL
Total	NIL	NIL

9. **Resolution no 9.**

Authorization to Board of Directors for Borrowing money from Banks and Financial Institution (Special Resolution):

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	6	2815300	100%
Total	6	2815300	100%

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(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	*	*
Poll	NIL	NIL
Total	NIL	NIL

10. <u>Resolution no 10.</u>

Authorization to Board of Directors to pledge, mortgage and / or charge on all the immovable and movable properties of the company (Special Resolution):

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	6	2815300	100%
Total	6	2815300	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	*	*	*
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	*	*
Poll	NIL	NIL
Total	NIL	NIL

Note: * Due to some technical reasons on part of Registrar and Transfer Agent of the Company,Resolution no. 5 to 10 did not appear in the NSDL e-voting site as well as e-voting results downloaded therefrom.

Subject to above note ,All the resolutions stand passed under e-voting and poll with the requisite majority.

Poll Papers and all other relevant records were sealed and are kept ready for handing over to the Managing Director of Standard Surfactants Ltd.

Thanking You,

Sarvesh Sharan Srivastava
Practicing Company Secretary
C.P. NO: 3919 MEMB. NO: 7719

Place: Kanpur
Date: 28.09.2017