

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

BOARD OF DIRECTORS :

Director

Mrs. Ananya Dey

Whole Time

Mr. Bhupinder Kumar Mehta Director_

Mr. Kausik Mukherjee Director

Mr. Bal Kishan Das Director_

AUDITORS:

M/S. Mukherjee Sanyal & Co.

Chartered Accountants

Kolkata.

REGISTERED OFFICE :

4/1B, Radhanath Choudhary Road,

Entally, Kolkata,

West Bengal - 700015

REGISTERED SHARE TRANSFER AGENTS :

Purva Sharegistry India Pvt. Ltd.

9, Shiv Shakti Ind., Estt. J R Boricha Marg,

Lower Parel East, Mumbai-400 011.

Tel : 91-22-2301 6761 / 8261

Fax : 91-22-2301 2517, Email : busicomp@vsnl.com

ANNUAL GENERAL MEETING – PROGRAMME

DATE : 29th September, 2014

TIME : 10-30 a.m.

VENUE : 4/1B, Radhanath Choudhary Road,
Entally, Kolkata,
West Bengal - 700015

Contents

Notice

Directors Report

Management Discussion &

Analysis Report

Report on Corporate

Governance

CEO/CFO Certification

Code of Conduct

Auditors Report

Balance Sheet

Profit & Loss Account

Cash Flow Statement

Schedules & Notes to Accounts

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Proxy Form

Attendance Slip

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

NOTICE FOR THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of the Members of the Company M/s Standard Shoe Sole and Mould India Limited will be held at 4/1B, Radhanath Choudhary Road, Entally, Kolkata, West Bengal, India – 700015 on Monday 29th September, 2014 at 10:30 a.m. to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2014 and Statement of Profit & Loss Account of the company for the year ended as on that date together with the Report of the Directors' and Auditors thereon.
2. To appoint Director in place of Mrs. Ananya Dey (DIN 01297763) who retires by rotation and being eligible offers herself for reappointment.
3. To re-appoint the Auditor & fix their remuneration and in this regard to consider, and if thought fit, to pass the, with or without modification(s) the following resolution as an Ordinary Resolution pursuant to Section 139 of the Companies Act, 2013:

“RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013, M/S. Mukherjee Sanyal & Co., Chartered Accountants, Kolkata (Registration No. 307039E), be and are hereby re-appointed as the Statutory Auditors of the company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as may be agreed to between the Board of Directors and the Auditors of the Company.”

SPECIAL BUSINESS:

4. To consider appointing Mr. Bal Kishan Das as Director of the Company.
To consider, and if thought fit, to pass with or without modifications(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 161 and any other applicable provisions of Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force) and Articles of Association of the Company, Mr. Bal Kishan Das (DIN: 06853342) who was appointed as an additional director of the Company by the Board of Directors at its meeting held on 28.03.2014 and in respect of whom the company has received a notice in writing from a member proposing his candidature for the office of director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation.”

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 provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or any other Government authority/ agency/ board, if any, the consent of shareholders of the company be and is hereby accorded to re-appoint Mrs. Ananya Dey as Whole Time Director of the Company for a period of 3 (three) years with effect from 25th

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

August, 2014.

FURTHER RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or any other Government authority/ agency/ board, if any, the consent of shareholders of the company be and is hereby accorded to the Board of Directors to fix the remuneration of Mrs. Ananya Dey, Whole Time Director subject to the provisions of section 197 of the Companies Act, 2013.

FURTHER RESOLVED THAT the consent of the shareholders of the Company be and is hereby also accorded that where in any financial year the company has no profits or inadequate profits then the remuneration as decided above be paid with prior approval of Central Government.

FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorised to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to give effect to the foregoing resolution and to seek such approval/ consent from the government departments as maybe required in this regard.

FURTHER RESOLVED THAT the Board of Directors or any committee thereof be and is hereby authorised to amend, alter, modify or otherwise vary the terms of appointment of Mrs. Ananya Dey , Whole Time Director.

Place: Kolkata
Date: 29/05/2014

For & on behalf of the Board of Director

Director

Director

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting 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. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
Pursuant to Section 105(1) of the Companies Act, 2013, read with Rule 19 of the Companies (Management and Administration) Rules, 2014, 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 shareholder.
2. 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.
3. In case of joint holding, the joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
4. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted at the meeting is annexed hereto.
5. Pursuant to section 91 of the Companies Act, 2013, Register of Members and Shares Transfer Books of the Company will remain closed from 22nd September, 2014 to 29th September, 2014 (both days inclusive).
6. The Board of Directors have not recommended any dividend for the financial year ended 31st March, 2014.
7. Pursuant to Section 123(5) of the Companies Act, 2013 and the Securities and Exchange Board of India's Circular No. CIR/MRD/DP/10/2013 dated 21st March, 2013 regarding use of electronic payment modes for making payments to investors, members are requested to update their bank account and latest address details with their respective Depository Participants (for shares held in electronic form) along with a photocopy of their chques to the Company's Registrar and Share Transfer Agent, Purva Sharegistry India Pvt. 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. This obviates problem like loss/fraudulent interception of Dividend warrants during postal transit while also expediting the payment.
8. Members are advised to note the ISIN No. INE888N01013 allotted to the Company's share and those who are interested to dematerialize their shares may do so.
9. Members are requested to claim their unclaimed dividend, if any, and for the purpose may correspond with the Registrar and Share Transfer Agent. Members are requested to note that in terms of Section 205C of the Companies Act, 1956, 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 .
10. The Company has appointed M/s. Purva Sharegistry (India) Pvt. Ltd, as its Registrars and Share Transfer Agents for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, Demat request, change of address intimation and other communication in relation thereto

Standard Shoe Sole and Mould (India) Limited **(Formerly Known as Chemcrown India Limited)**

Annual Report 2013-14

with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and address to Purva Sharegistry (India) Pvt. Ltd, Unit: Standard Shoe Sole and Mould (India) Limited.

11. 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 the PAN to their depository participant with whom they are maintaining their demat accounts. Members holding physical shares can submit their PAN details to the Company or to the Registrars and Share Transfer Agents
12. Member who hold shares in dematerialized form are requested to write their Client Id and DP Id numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
13. Members/proxies should fill the attendance slip for attending the meeting and bring their attendance slip duly filled in along with their copy of Annual Report to the Meeting.
14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the company.
15. 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.
16. Non resident Indian Members, if any, are requested to inform the Registrar and Share Transfer Agents, immediately of
 - a. Change in their residential status on return in India for permanent settlement.
 - b. 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.
17. Members who wish to seek any information on the financial statements of the Company or have any query/(ies) relating thereto may write to the company's registered address or at companysecretary@cel.co.in and same should reach 10(ten) days prior to the Annual General Meeting so as to enable the management to keep the information ready.
18. 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 (10A.M to 6P.M.) on all working days (except Saturdays) upto the date of Annual General Meeting of the Company.
19. Appointment of Statutory Auditors under Section 139 of the Companies Act, 2013, every company shall at the first AGM, appoint an individual or a firm as an auditor who shall hold office from the conclusion of that meeting till the conclusion of its 6th Annual General Meeting and thereafter till the conclusion of every 6th meeting. M/s Mukherjee & Sanyal, Chartered Accountants who were appointed as Statutory Auditors for the company for the financial year 2013-14 old the office upto the conclusion of this Annual General Meeting. Thus, the appointment of Statutory Auditors for a period of 4 consecutive years has been put up for approval of the Members as Item No. 3 of the Notice.
20. Brief resume of those directors including those proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorship and memberships/ chairmanships of Board /Committees, shareholding and relationship between directors inter-se as stipulated

Standard Shoe Sole and Mould (India) Limited **(Formerly Known as Chemcrown India Limited)**

Annual Report 2013-14

under Clause 49 of the listing Agreement with the Stock Exchange is annexed hereto. The Company is in receipt of relevant disclosures / consents from the Directors pertaining to their appointment/ re-appointment.

21. 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 Annual General Meeting.
22. As a matter of convenience the shareholders are requested to inform their queries if any, the company in advance so as to enable the company to properly reply the same at the time of meeting.
23. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance and has issued circular nos. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 which states that service of notice/documents including Annual Report can be sent by e-mail to its members and pursuant to Section 20 of the Companies Act, 2013, read with Rule 35 of the Companies (Incorporation) Rules, 2014, companies are allowed to send their members notices/ documents in the electronic form. To enable the Company send its Annual Report, Notice of AGM, and other documents for the financial year ended 31st March, 2014 electronically and to support the said green initiative, members holding shares in demat form, who have not registered their e-mail address as of now, are requested to register the same with their respective depository participant and members holding shares in physical form are requested to their valid e-mail address with the RTA by writing to them mentioning their name and folio no.
24. Members are requested to update their Email ID, in case of any changes, with their respective depository participant and with the Company's Registrar and Transfer Agents (RTA) to enable dispatch of the communications in electronic form from time to time as your Company have taken a "Green Initiative" as per the directions of Ministry of Corporate Affairs, New Delhi allowing paperless compliances for Companies.
25. Members holding shares in physical form are requested to notify to the company's Registrar and share Transfer Agent, M/s. Purva Sharegistry (India) Pvt. Ltd quoting their folio, any change in their registered address with pin code and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participant.
26. In support of the Green Initiative of the Government, electronic copy of the Annual Report for the Financial Year 2013-14 and notice of the Annual General Meeting 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. For members who have not registered their email address, physical copies of Annual Report for the financial year 2013-14 and the notice of the Annual General Meeting of the Company inter-alia indicating the process and manner of E-voting, Attendance Slip and Proxy Form is being sent in the permitted mode.
27. Members may also note that the Notice for the Annual General Meeting and the Annual Report for the Financial Year 2013-14 will also be available on the company's website:- www.sssmil.com for their download.
28. Even after registering their e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication/information, the members may also send requests to the Companies E-mail ID : companysecretary@cel.co.in.
29. Voting through electronic means:

Standard Shoe Sole and Mould (India) Limited (Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

In compliance with the provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 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. The company has availed the e-voting services as provided by CDSL (Central Depository Services Limited) The Company has appointed Mr. Amarendra Rai proprietor of M/s. Amarendra Rai & Associates, Practicing Company Secretaries, Noida as scrutinizer for conducting the e-voting process in a fair and transparent manner. The instructions on e-voting are detailed hereunder:

Incase of members receiving e-mail

- i. The shareholder should log on to the e-voting website www.evotingindia.com.
- ii. Click on shareholders tab
- iii. Now select the “Standard shoe sole and Mould India Limited” (Company Name) from the drop down menu and click on “Submit”
- iv. 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. Members holding shares in physical form should enter Folio Number registered with the Company.
- v. Next enter the image verification as displayed and click on Login.
- vi. 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.
- vii. 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 the 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 last 8 digits of the demat account/ folio number in the PAN field. • In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank Details	Enter the dividend Bank details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the Number of shares held by you as on the cut off date in the Dividend Bank details field.

- viii. After entering these details appropriately, click on “SUBMIT” tab.

Standard Shoe Sole and Mould (India) Limited (Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

- ix. 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 the company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person any other person and take utmost care to keep your password confidential.
- X. For embers holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this notice.
- xi. Click on the EVSN for "Standard Shoe Sole and Mould India Limited" on which you choose to vote.
- xii. 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.
- xiii. Click on "RESOLUTION FILE LINK" if you wish to view the entire resolution details.
- xiv. After selecting the resolution you have decided to vote on, click "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out a print of the voting done by you by clicking on "Click here to print" option on the voting page.
- xvii. If Demat account holder has forgotten the same password then enter the User ID and image verification code and click on Forgot Password and enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <http://www.evotingindia.co.in> and register themselves as Corporates
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy

- (A) Please follow all steps from Sl. No. (i) to Sl. No. (xvii) above to cast vote
- (B) The voting period begins on 24th September, 2014 at 11 A.M. and ends on 26th September, 2014 at 6P.M. During this period the shareholders of the Company , holding shares either in physical form or in dematerialized form, as on the cut off date (record date) of 28th August, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Standard Shoe Sole and Mould (India) Limited
(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

(C) 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 e-mail to helpdesk.evoting@cdslindia.com

30. Members holding multiple folios/ demat accounts shall choose the voting process separately for each of the folio/ demat account.
31. The scrutinizer shall within a period not exceeding 3 (three) working days from the conclusion of the e-voting period / unblock the votes in the presence of atleast 2 (two) witnesses not in the employment of the company and make a Scrutinizer’s Report of the votes cast in favor or against, if any. Forthwith to the Board of Directors of the Company.
32. The results shall be declared on or after the Annual General Meeting of the company and shall be deemed to be passed on the date of Annual General Meeting. The results alongwith the Scrutinizer’s Report shall be placed on the website of the Company www.sssmil.com within 2 days of the passing of the resolutions at the Annual General Meeting of the company and shall be communicated to BSE Limited.
33. Poll will also be conducted at the Annual General Meeting and the members who has not cast his/her vote through e-voting facility may attend the Annual General Meeting and cast his/her vote

Place: Kolkata
Date: 29/05/2014

For & on behalf of the Board of Director

Director

Director

EXPLANATORY NOTES

(Pursuant to Section 102 of the Companies Act, 2013) (Formerly section 173 of Companies Act, 1956).

Item No. 2

Pursuant to Section 152(6)(c) of the Companies Act, 2013, at every Annual General Meeting one third of the such of the directors for the time being as are liable to retire by rotation, or if there number is neither three nor a multiple of three, then, the number nearest to one third, shall retire from office.

Further, as per the provisions of Section 149 (13) of Companies Act, 2013, the provisions of sub-section (6) and (7) of section 152 in respect of retirement of directors by rotation shall not be applicable to appointment of independent directors.

As such the Mrs. Ananya Dey, Whole Time Director of the Company retires by rotation and being eligible offers herself for re-appointment.

The Board of Directors recommends the Ordinary Resolution, subject to the approval of the Board.

Item No. 4

Mr. Bal Kiashan Das was appointed as Additional Director of the Company with effect from 28.03.2014 pursuant to section 260 of the Companies Act, 1956 at the Board Meeting held on the said date.

Standard Shoe Sole and Mould (India) Limited
(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

In terms of Provision of Article 260 of the Companies Act, 1956, Mr. Bal Kishan Das will hold office upto the date of ensuing Annual General Meeting.

Pursuant to Section 160 of the Companies Act, 2013, the company has received a notice together with requisite deposit of Rs.1,00,000/- (Rupees One Lakh only) from a member signifying his intention to propose Mr. Bal Kishan Das for the office of Director of the Company, liable to retire by rotation.

The Company has received an intimation from Mr. Bal Kishan Das to the effect that he is not disqualified from being appointed as the Director in terms of section 164 of the Companies Act, 2013 (Formerly Section 274 of Companies Act, 1956). The Company has also received MBP-1 from Mr. Bal Kishan Das in terms of Section 184 of the Companies Act, 2013 and his consent to be appointed as the Director. The Board considers that the appointment of Mr. B.K. Das as a director of the Company shall benefit the company immensely. Accordingly the Board recommends the appointment of Mr. Bal Kishan Das as the director of the Company, whose period of office is liable to determination by retirement of director by rotation for approval of members of the Company.

A brief profile of Mr. Bal Kishan Das, the nature of expertise, the names of the company in which he holds directorship along with the details of membership / chairmanship on various committees of the Board of other companies, shareholding in the company and the relationship between directors inter-se is annexed to the notice.

Except Mr. Bal Kishan Das, to whom the resolution relates, none of the directors and Key Managerial Personnels and their relatives is interested or concerned financially or otherwise in the Resolution set out at Item No. 4 of the Notice.

This explanatory statement along with the disclosure pertaining to the details of dissector as annexed herewith, may also be regarded as a Disclosure under clause 49 of the Listing Agreement with the Stock Exchnages.

Further, accordingly the Company has given this Notice pursuant to the proviso of Section 160 of the Companies Act, 2013 in lieu of sending individual notices to each member.

Item No. 5

The current term of appointment of Mrs. Ananya Dey, as a Whole Time Director of the Company expired on 25th August, 2014. The Board of Directors considers that for the smooth and efficient functioning of the administrative affairs of the company, the services of Mrs. Ananya Dey should be available for a further period of 3 years with effect from 25th August, 2014.

In terms of provisions of the Companies Act, 2013 and Articles of Association of the Company, the Nomination and Remuneration Committee of the Board and the Board of Directors of the Company have at their meeting held on 12th August, 2014, re-appointed

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

her as a Whole Time Director of the Company for a further period of 3 (three) years with effect from 25th August, 2014 at a remuneration as may be fixed by the Board with the mutual consent of Mrs. Ananya Dey and subject to the provision of Section 197 of the Companies Act, 2013. In case, the company has no profit or its profits are inadequate then the remuneration shall be paid to her with the approval of the Central Government or in accordance with the provisions of the Companies Act, 2013 read with Schedule V of the Act.

Following are the details of the Annual Salary proposed to be paid to Mrs. Ananya Dey, Whole Time Director of the Company w.e.f. 25th August, 2014.

In addition to the above Consolidated salary, she shall be entitled to receive the following

- a. Encashment of leave at the end of the tenure
- b. Reimbursement of any expenses actually and properly incurred in course of business of the Company

Except Mrs. Ananya Dey, to whom the resolution relates, none of the directors and Key Managerial Personnels and their relatives is interested or concerned financially or otherwise in the Resolution set out at Item No. 5 of the Notice.

Accordingly the Board recommends passing of the special resolution as set out in Item No. 5 of this notice.

Place: Kolkata
Director
Date: 29/05/2013

For & on behalf of the Board of

Director

Director

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

ANNEXURE TO THE NOTICE

Notes on directors seeking appointment/re-appointment as required under Clause 49 of the listing agreement entered into with Stock Exchanges:

Sr. No.	Name of Director	Mrs. Ananya Dey	Mr. Bal Kishan Das
1	Director Identification Number	01297763	06853342
2	Date Of Birth	22.10.1974	31.12.1967
3	Age	40 years	47 years
4	Permanent Account Number	AWXPD3058Q	AHPPD0002R
5	Date of Appointment on the Board	11 th June, 2010	28 th March, 2014
6	Experience in specific functional area	Admisnistration	Marketing
7	Expertise in specific functional areas	Has been associated with the company since 4 years and has been handling her responsibilities and ensuring compliances too	Has over 12 years experience in marketing in footwear
8	No. of Equity Shares held in the company (as on 31.03.2014)	Nil	Nil
9	Qualifications	Bachelor In Arts	M. Com
10.	List of Directorship	1. Indmark Marketing Limited 2. BG Chemicals Limited. 3. Flohe India Limited 4. Kalpena Plastiks Limited	Nil
11.	Membership /Chairman of Committees of other Companies	Nil	Nil
12.	Relationship, if any, between Directors inter-se	Nil	Nil

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14
For & on behalf of the Board of

Place: Kolkata
Director
Date: 29/05/2013

Director

Director

DIRECTORS' REPORT

To,
The Members

The Directors' present the Annual report on the business and operations of your Company for the year 2013-2014.

FINANCIAL RESULTS AND OPERATIONAL REVIEW:

Particulars	Year Ended 31.03.2013 (Rs.)	Year Ended 31.03.2012 (Rs.)
Gross Sales/Income	9489198	1094454
Less Depreciation	Nil	Nil
Profit/(Loss) before Tax	498986	656353
Taxes/Deferred Taxes	Nil	Nil
Profit/(Loss) After Taxes	498986	656353

OPERATIONS

During the year the Company has achieved a sales turnover of Rs. 94lakhs against 10 lakhs for the previous year. The net profit for the year is Rs. 4.98 lakhs against Rs. 6.56 lakhs for the previous year.

Your Directors feel pleasure to report that the company has achieved a positive bottom line in the year registering profit after tax of Rs. 4.98 Lacs.

DIRECTORS:

Mrs. Ananya Dey, Whole Time Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment.

During the year Mr. Tapan Kumar Roy and Mr. Biswajit Sinha retired from the Board w.e.f. 28.03.2014 whereas Mr. Bal Kishan Das was appointed as Additional Director w.e.f. 28.03.2014, whose appointment as Director is proposed in this ensuing Annual General Meeting

STATUTORY AUDITORS:

The Statutory Auditors of the Company M/s Mukherjee Sanyal & Co., Chartered Accountant, Kolkata are retiring at the forthcoming Annual General Meeting and they are eligible for re-appointment, offers themselves for the same. Their appointment, if made, will be in accordance with section 139 of the Companies Act, 2013.

Auditor's report does not need any comments from the directors.

PARTICULARS OF EMPLOYEES:

Standard Shoe Sole and Mould (India) Limited
(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

The company did not employ any person drawing a remuneration of Rs. 5 lacs or above for one month or part of the month or Rs. 60,00,000 or above for one year, whose particulars are required to be mentioned u/s 217(2)(A) of the Companies Act, 1956.

SECRETARIAL COMPLIANCE CERTIFICATE

As the paid up Capital of the Company is more than 5,00,000 (Rupees Five Lakh only), so a Whole time Company secretary Ms. Komal Gupta has been appointed for the Financial Year 2013-14.

DIVIDEND:

No dividend has been declared for the year ended 31st March, 2014.

FIXED DEPOSIT

The Company has not accepted/ renewed any fixed deposits during the period under review.

CORPORATE GOVERNANCE

A certificate on the compliance o conditions of corporate governance has been obtained from the statutory auditors of the company and the same has been given below as Annexure.

DIRECTOR'S RESPONSIBILITY STATEMENT AS PER SECTION 217(2AA) OF COMPANIES ACT, 1956:

As required u/s 217(2AA) of the Companies Act, 1956 your Director confirms

- 1) that during the preparation of the Annual Accounts, the applicable accounting standards have been followed and no material departure has taken place;
- 2) that the Director's had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit or Loss of the Company for that period;
- 3) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities
- 4) that the Directors had prepared the Annual Accounts on a going concern basis.

PERSONNEL & INDUSTRIAL RELATION

The Company continues to maintain cordial relations across all levels of workforce. The Key managerial staff has also maintained cordial relationship with their subordinates.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

As required under rule 3 of the companies (Disclosure of Particulars in the report of Board of Directors) Rules 1998, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are - Nil.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the public during the year under review. Your Company is listed with the Bombay Stock Exchange.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management discussion and analysis Report, pursuant to Clause 49 of the Stock Exchange Listing agreement, forms part of this Report and the same is annexed hereto.

SEGMENT:

Your Company is engaged in a single segment only.

ACKNOWLEDGEMENT:

The management is grateful to the government authorities, Bankers, Vendors for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

Place: Kolkata
Date: 29/05/2013

For & on behalf of the Board of Director

Director

Director

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Report on Corporate Governance

(Pursuant to Clause 49 of the Listing Agreement)

A. Mandatory Requirements

The Board of Directors of the Company gives due support to the principles behind the good Corporate Governance. Based on the clause 49 of the Listing Agreement with BSE (Bombay Stock Exchange) and some of the best policies followed on Corporate Governance, given below is a report on Corporate Governance:

1. COMPANY'S PHILOSOPHY

The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the law coupled with total adherence to highest norms of business ethics. These two main drivers, together with the company's ongoing contributions to the local communities it operates in through meaningful and relevant Corporate Social Responsibility initiatives add to enhance the stakeholders value.

The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our plant and facilities, transparency in decision making process and fair & ethical dealings with all, pollution free clean environment and last but not the least, accountability to all the stakeholders. These practices are being followed since the inception and have contributed to the company's sustained growth.

2. BOARD OF DIRECTORS

2.1 Composition of Board of Directors as on date of Report:

The Board of Directors of the Company comprised Four Directors of who three are non-executive Directors. The non-executive Directors also comprised two independent directors. The Chairman is an executive director.

Name of Director

Mrs. Ananya Dey
Mr. Bhupinder Kumar Mehta
Mr. Kausik Mukherjee
Director
Mr. Bal Kishan Das

Category

Whole Time Executive Director
Non- Executive & Independent Director
Non-Executive Director & Independent
Non-Executive Director

2.2 Responsibilities of the Board

The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the company is vested in the Board of Directors presided over by the Director. The Board has delegated some of its powers to the executives of the company. The Board reviews from time to time such delegated powers and their utilization for effective functioning of the Company.

2.3 Board Meetings and Attendance Record of Directors:

The meetings of the Board of Directors are held at periodical intervals and are generally at the Board Room of the Company. The meeting dates are decided well in advance and the agenda and notes on agenda are circulated in advance to the directors. All material information is incorporated in the notes on agenda for facilitating meaningful and focused discussion at the meeting. Where it is not perusable to attach supporting or relevant documents to the agendas, the

Standard Shoe Sole and Mould (India) Limited (Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

same is tabled before the meeting. In case of business exigencies or urgency of matters, resolutions are passed by circulation. Senior Management persons are often invited to attend the Board Meetings and provide clarifications as and when required.

During the year under review, the Board met 14 times on the following dates:

03.04.2013	08.04.2013	10.04.2013	30.05.2013
09.07.2013	20.07.2013	13.08.2013	15.10.2013
23.10.2013	01.11.2013	13.11.2013	21.01.2014
07.02.2014	28.03.2014		

Extra Ordinary General Meeting:

No Extra Ordinary General Meeting held during the year under review.

Attendance of Directors at Meetings of Board of Directors and last AGM:

Name of Director	Category of Directorship	No. of other Directorship	No. of Board Meeting attended
Mrs. Ananya Dey	Whole Time Director	<u>2</u>	14
Mr. Tapan Kumar Roy	Director	<u>N.A</u>	14
Mr. Biswajit Sinha	Director	<u>N.A</u>	14
Mr. Bhupinder Kumar Mehta	Director	<u>N.A</u>	14
Mr. Kaushik Mukherjee	Director	<u>1</u>	14
Mr. Bal Kishan Das	Director	<u>N.A</u>	1

2.4 Details of Directors seeking re-appointment at the ensuing Annual General Meeting

As per the provisions of section 152 of the Companies Act, 2013, two third of the directors of a company should be retiring directors, of which one third of such directors are required to retire every year and if eligible, they qualify for re-appointment.

Mrs. Ananya Dey retires by rotation at the ensuing Annual General Meeting and offers herself for re-appointment.

Profile of Mrs. Ananya Dey, Director being appointed u/s 152(6) of the Companies Act, 2013

Name	Mrs. Ananya Dey
Date of Birth	22.10.1974
Date of Appointment	11.06.2010
No. of shares held in the company	Nil
No. of warrants held in the company	N.A
Directorship in other company	Nil

2.5 Details of Directors who are as Chairman and Directors in other Public Companies

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees (as specified in Clause 49 (C) (ii) across all the Companies in which he is a director. The necessary disclosure regarding Directorship and Committee position have been made by the Directors who are on the Board of the Company as on 31st March, 2013 and the same is reproduced herein below :

Sr. No.	Name of Director	No of Directorship in other Public Companies	No. of Committees positions held as Chairman on other public Companies	No. of Committees positions held as member in other public Company

Standard Shoe Sole and Mould (India) Limited
(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

1.	Mrs. Ananya Dey	2	--	--
2.	Mr. Tapan Kumar Roy	--	--	--
3.	Mr. Biswajit Sinha	--	--	--
4.	Mr. Bhupinder Kumar Mehta	--	--	--
5.	Mr. Kausik Mukherjee	1	--	--
6.	Mr. Bal Kishan Das	--	--	--

3. COMMITTEE OF BOARD

The Company had Three Board Committees. These are

1. Audit Committee
2. Remuneration Committee
3. Share Transfer & Shareholders/Investor Grievance Committee

Moving with various committees formed and reported in the previous Annual Report and in line with the requirements of SEBI and Stock Exchanges, the Board has formally constituted the following committees of Directors.

3.1 Audit Committee:

The Audit committee constituted by the Board of directors as per the provisions of Clause 49 of the listing Agreements as well as in Section 292A of the Companies Act, 1956 as below.

a. Composition:

As on 31.03.2014 the Audit Committee comprised of three Directors namely:

Mr. Kaushik Mukherjee	Chairman	- Non Executive & Independent Director
Mr. Biswajit Sinha	Member	-Non Executive & Independent Director
Mrs. Ananya Dey	Member	-Whole-Time Executive Director

The Audit Committee of the Board of Directors of the Company, Inter-aila, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures.

The audit committee while reviewing the Annual Financial Accounts ensures compliance of the Accounting Standard (AS) issued by the Institute of Chartered Accountants of India.

Brief description of terms of reference:

- A. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- B. Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment of any other Consultancy services provided by the statutory auditor.
- C. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:
 - Review the financial reporting process and disclosure of its financial information
 - Review with the management, Annual financial statements before submission to the Board
 - Review with the management, statutory Auditors and Internal Auditors and adequacy of internal control systems

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

- Review the company's accounting and risk management policies
- Review the company's accounting and management reporting systems and updates the same from time to time and recommend the appointment and removal of statutory and Internal Auditors and fixation of fees for the same.
- Review quarterly financial statement.
- Review internal investigations made by statutory/ Internal Auditors.
- Scope of Statutory/ Internal Audit
- Review fixed deposits/repayment systems etc.
- Any other applicable functions as described in Corporate Governance.
- Review related party transactions.

Executive summary of the Audit Committee Meetings are placed before the immediate next Board Meetings held after the Audit Committee Meeting for deliberations and the full minutes of the same are placed before the following Board Meeting for record. The Board of Directors, are regularly appraised on the recommendations for the Audit Committee, further, at the beginning of the financial year, the Committee discuss the plan for the internal audit and statutory audit.

Dates of the Audit Committee Meetings are fixed in advance and agenda is circulated to the Directors at least seven days before the meeting.

As required under Clause 49(III)(E) of the Listing Agreement, the Audit Committee had reviewed the following information:

- Management Discussion and analysis of financial condition and results of operations.
- Statement of significant related party transactions submitted by management
- Management letters/letters of internal controls, weaknesses issued by the Statutory Auditors.
- Internal Auditors Reports relating to internal control weaknesses.
- Appointment, removal and terms of remuneration of the internal auditors.

During the year under review, 5 Audit Committee Meetings were held during Financial Year 2012-13. The dates on which the said meetings were held as follows:

28.05.2013	06.07.2013	12.08.2014	11.11.2013	05.02.2014
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3.2 Remuneration Committee:

The remuneration committee of the Company comprises of Mrs. Ananya Dey, Mr. Biswajit Sinha & Mr. Bhupinder Kumar Mehta.

The Remuneration Committee reviews the overall compensation policy, service agreements and other employments and other employment conditions of Managing / Whole time Directors and Managing Director etc.

There was no meetings of Remuneration Committee during the Financial Year 2013-14

3.3 Share Transfer & Shareholders'/Investor Grievance Committee:

The Share Transfer & Shareholders'/Investor Grievance committee comprises as under:

Sr. No.	Name	Position
---------	------	----------

Standard Shoe Sole and Mould (India) Limited (Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

1	Mr. Kaushik Mukherjee	Chairman
2	Mr. Biswajit Sinha	Member
3	Mr. Bhupinder Kumar Mehta	Member

Mr. Kaushik Mukherjee, Non Executive & Independant Director of the company was heading the committee as well as he was designated as the Compliance officer of the Company.

The committee is responsible for approving and monitoring transfers, transmission, splitting and consolidation of shares issued by the Company. In addition to that, the committee also monitors redressal of complaints from shareholders relating to transfer of shares, non-receipt of balance sheet etc., No sitting fees is paid to the committee members. The Committee reviewed redressal of investors Grievances pertaining to share transfer, dematerialization of shares, replacement of lost, mutilated and old share certificates, change of address etc. The committee has also taken steps to strengthen investors relations.

The status of shareholders' complaints received so far/number of complains not solved to the satisfaction of shareholders/number of pending share transfer transactions (as on 31st March, 2013 is given below :

Complaints Status: 01.04.2013 to 31.03.2014

- Number of complaints received so far : Nil
- Number of complaints not solved : Nil
- Number of pending complaints : Nil

4. GENERAL BODY MEETING:

a. Location and time where last three AGMs were held:

Year of AGM	Date of the AGM	Time	Place of AGM Held
2011	30/09/2011	10.30 a.m	4/1B, Radhanath Choudhary Road, Entally, Kolkata-700 015.
2012	27/09/2012	10.30 a.m	4/1B, Radhanath Choudhary Road, Entally, Kolkata-700 015.
2013	27/09/2013	10:30 a.m	4/1B, Radhanath Choudhary Road, Entally, Kolkata-700 015.

(b) All the resolutions including special resolutions set out in the respective notices were passed by the shareholders. The following special resolutions were passed in previous Three Annual General Meeting for the year:

2013

No special resolution passed in the year under review.

2012

Special resolution is passed for the appointment of Mrs. Ananya Dey as Whole Time Director

2011

No special resolution passed in the year under review.

EXTRA ORDINARY GENERAL MEETING DURING THE YEAR 2013-14

No Extra Ordinary General Meeting held during the financial year under review.

5. DISCLOSURES:

Standard Shoe Sole and Mould (India) Limited
(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

a. Materially significant related party transactions:

There were no significant or material related party transactions that have taken place during the year which have any potential conflict with the interest of the company at large. The detailed related party information and transactions have not been provided in Notes to Accounts.

b. During the last three Years, there were no penalties, strictures imposed by either SEBI or stock Exchange or any statutory authority for Non- Compliance of any matter related to the capital market.

c. The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to the Board / Board Committee members for their comments. The minutes are entered in the Minutes Book within 30 days from the conclusion of the meeting.

6. CEO/CFO CERTIFICATION:

(Under Clause 49(V) of Listing Agreement)

We Certify that --

a. We have reviewed the financial statements and the cash flow statement for the year 2013-14 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2013-14 which are fraudulent, illegal or violative of the Company's code of conduct;

c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the Auditors and the Audit Committee -

- Significant changes in internal control over the financial reporting during the year 2013-14;
- Significant changes in accounting policies during the year 2013-14 and that the same have been disclosed in the notes to the financial statements; and
- Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

For Standard Shoe Sole and Mould India Limited

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

CEO/CFO

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

7. MEANS OF COMMUNICATIONS:

The Quarterly Unaudited Financial Results and other presentation as to the Company's Performance etc., are made available to the institutional investors/Financial Analysts as and when felt expedient.

The Management discussion and analysis forms part of the Annual Report.

8. GENERAL SHAREHOLDER INFORMATION:

- a. Annual General Meeting: Date, Time and venue: 27th September, 2014, at 10.30 a.m. at the Registered Office of the Company.
- b. Financial Year: 1st April 2013 to 31st March, 2014.
- c. Financial Calendar:
 - i. 1st quarterly results – 1st April, 2013- 30th June, 2013.
 - ii. 2nd quarterly results – 1st July, 2013- 30th September, 2013
 - iii. 3rd quarter results – 1st October, 2013- 31st Decemeber, 2013
 - iv. 4th quarter results – 1st Januray, 2014-31st March, 2014.
- d. Date of Book Closure: 20th September, 2014 to 27th September, 2014
- e. Dividend Payment Date: N.A.
- f. Listing of Equity Shares on Stock Exchanges: The Company has paid Annual Listing Fees to the Stock Exchanges where the Company's shares are listed for the financial Year upto 31-03-2014.
- g. Stock Code: BSE 523351
- h. Demat ISIN number: **INE888N01013**
- I. High / Low of Monthly Market Price of the Companies Equity Shares traded on Bombay Stock Exchange during the financial year 2013-2014 is furnished below:

No trading of securities took place during the year.
- j. Performance of the Company's shares in comparison with broad-based indices as BSE's Sensex: The Company has nothing to report on the matter.
- k. Registered and Transfer Agent: The company has Purva Shareregistry (India) Pvt. Ltd. as a Registrar and Transfer Agent.
- l. Share Transfer System: Valid Share transfer in physical form and complete in all respects were approved and registered within the stipulated period.
- m. **Distribution of Shareholding as on Dated 31.03.2014**
- n. Shareholding pattern as on 31.03.2014

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

o. Dematerialization of shares: As on 31.03.2014. Dematerialized shares accounted for 4599 Equity Shares of total equity.

p. Outstanding GDR / ADR / Warrants: Not Applicable

q. **Address for correspondence :**

(1) STANDARD SHOE SOLE AND MOULD (INDIA) LIMITED

4/1B, Radhanath Choudhary Road,
Entally, Kolkata-700 015.
Website : www.sssmil.com

(2) Purva Sharegistry (India) Pvt. Ltd.

9, Shiv Shakti Ind., Estt. J R Boricha Marg,
Lower Parel East, Mumbai-400 011.
Tel : 91-22-2301 6761 / 8261
Fax : 91-22-2301 2517, Email : busicomp@vsnl.com

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Auditors Certificate on Compliance of Conditions of Corporate Governance Under Clause 49 of the Listing Agreement.

We have examined the compliance of conditions of Corporate Governance by M/s Standard Shoe Sole and Mould India Limited for the year ended 31st March, 2014 as stipulated in clause 49 of the listing agreement of the said company with the Stock Exchange(s). The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of procedures and implementation thereof., adopted by the Company for ensuring the compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of our review of the relevant records and documents maintained by the company and furnished to us for review and the information and explanations given to us by the Company, we certify that the company complied with the conditions of Corporate Governance as stipulated in the clause 49 of the above mentioned Listing Agreement with the Stock Exchanges.

Place:

Co.

For Mukherjee Sanyal &

Date:

Chartered Accountants

Kamal Kumar Mukherjee
(Partner)
M. No. 11435

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Code of Conduct

This code of business conduct ("Code") shall be called the "The Code of Conduct for Directors and Senior Management" of Standard Shoe Sole and Mould India Limited (hereinafter referred to as "Company").

This model code of conduct is a guide to help directors on Board & Senior Management team of the Company to live upto company's ethical standards. The code is in alignment with Company's Vision and Values to achieve the Mission & Objectives and aims at enhancing ethical and transparent process in managing the affairs of the Company. This Code of Conduct is intended to provide guidance and help to all Directors & Senior Management Executives in recognizing their responsibility and dealing with the issues in such manner as to achieve the objective of the corporate in an ethical way and to help to foster a culture of honesty in the performance of one's duties and accountability.

General Policy

The Company's philosophy of Corporate Governance is reflected in the commitment of management, which objectively works, realizing and accepting its responsibilities towards shareholders, society and the country. The management's endeavour is to maintain transparency, optimize operational efficiency and retain high level of credibility with the shareholders, creditors and the government.

The Members of the Board of Directors and Senior Management Personnel of Standard Shoe Sole and Mould India Limited acknowledge and accept the scope and extent of their duties as Directors and as Senior Management Executives. They have a responsibility to carry out duties in a responsible and businesslike manner and within the scope of authority as set forth within the laws of India, all the relevant laws governing the operations of the Company's business as well as Memorandum of Association of the Company and in terms of their appointment and therefore must act within the bounds of the authority conferred upon them and with a duty to make and enact informed decisions and policies in the best interest of the Company while also act with competence and diligence to bring honours and respect for the Company. They are entrusted with and are responsible for the oversight of assets and business affairs of the company in an ethical, honest, fair and diligent manner. A Director of the Company is to act in the fiduciary capacity and every Senior Management Executive is to act as a most disciplined, sincere and loyal worker to protect the interest of the Company and to make efforts for achievement and promotion of the corporate objectives, inter alia relating to financial, social, cultural and ethical areas.

1. Applicability

Applicable to all Directors and Senior Management of the Company i.e. all Board Members including Senior Management who are members of the core management team i.e. all executives who are one level below the Directors including all functional heads and includes all employees at the level of Chief Operating Officer and above.

2. Commitments

Covered Parties shall, in all matters related to the Company, act within the authority conferred upon them, keeping the best interests of the Company in view and observe the following :

- (1) Shall avoid any dealing with a Contractor or Job Worker or Supplier that compromises the ability to transact business on a professional, impartial and competitive basis or that may influence discretionary decision to be made by the Board Members / Company

Standard Shoe Sole and Mould (India) Limited (Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

- (2) Shall not hold any position or job or engage in outside business or other interest that is prejudicial to the interests of the Company
- (3) Shall not make any statement which has the effect of adverse criticism of any policy or action of the Company or which is capable of embarrassing the relations between the Company and the public including all the stakeholders. Provided that nothing in this clause shall apply to any statement made or views expressed by a Board Member, which are purely factual in nature and are not considered as confidential, in his official capacity or in due performance of the duties assigned to him
- (4) Shall not commit any offence involving moral turpitude
- (5) Shall exercise powers conferred upon him for achieving business goals of the Company in a fair and honest manner with reasonable direction and after weighing of the consequences of such use
- (6) Shall respect the confidentiality of any proprietary information accessed during the course of discharge of duties and ensure that such information is not used for personal gain
- (7) Shall act on the business principal of equity and justice, confidential interest of client and ultimate goal of the Company
- (8) Shall commit to observance laws and to the avoidance of any conduct which may be considered illegal under the same
- (9) Shall not trade, directly or indirectly for shares, securities and commodities considering the 'price sensitive information' which they may have direct access / influence and exposure by virtue of their fiduciary position or office of profit
- (10) Shall not act upon any confidential information relating to clients especially in share, securities and commodities other than in official capacity in the ordinary course of business
- (11) Shall not commit verbal or physical conduct of a sexual nature to anyone
- (12) Shall refrain from indulging in any discriminatory practice. Subject to compliance with applicable laws regarding positive discrimination, individuals in all aspects of employment are not discriminated against on the basis of race, religion, colour, age, disability, gender, sexual orientation or marital status, and the sole criterion for recognition within the Company be that of work performance.
- (13) Racial, sexual or any other kind of harassment is not tolerated within the Company. Personal beliefs of individuals are respected and that Company specifically disassociates itself from any activity, which challenges our commitment to cultural diversity and equal opportunities.
- (14) must abide by the Company's standards in safety matters, do their part to maintain a healthy and safe work environment and take necessary steps to ensure their own safety and the safety of others
- (15) should ensure that the Company adopts most efficient energy management system, prevention of energy waste and utilization of natural resources in all plants.
- (16) The Board of Directors generally will not grant waivers to the Code. Covered Parties seeking waiver must make full written disclosure of the particular situation to the Board and the waiver, if granted, must be approved in writing by the Chairman of the Board and promptly disclosed

3. Honesty, Integrity and Ethical Conduct

All Directors and Senior Management Personnel are required to act in accordance with the highest standards of personal and professional integrity, honesty, ethical and legal conduct, when acting on behalf of the Company or in connection with the Company's business or operations and at social events and shall conduct their activities, on behalf of the Company and on their personal behalf, with the highest standards of personal and professional integrity, honesty, fairness, good faith, with diligence and responsiveness, excellence in quality, with academic responsibility and freedom and ethical conduct. All Directors and Senior Management Personnel shall act in good

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

faith, responsibility, with due care, competence and diligence, without allowing their independent judgement to be subordinated/ compromised.

An honest conduct is considered as such when a conduct is free from fraud or deception. We consider ethical conduct to be conduct conforming to the accepted professional standards of conduct and include ethical handling of actual or apparent conflicts of interests between personal and professional relationships.

4. Conflict of Interest

The Directors and Senior Management Personnel are expected to avoid and disclose any activity or association or any situation where their personal interest conflicts or could conflict with their obligations towards the company or where it appears to create a conflict between the personal interest or the companies business interest. A conflict exists where the interest or benefits of one person or entity conflict with the interests or benefits of the Company. A conflict of interest, actual or potential, may, arise inter alia where, directly or indirectly:

- (i) the person engages in a business, relationship or activity that interferes with the performance or responsibility to the Company or is otherwise in conflict with or prejudicial to the interests of the Company.
- (ii) the person is in a position to derive a personal benefit or a benefit to any of his or her Relatives by making or influencing decisions relating to any transaction; or
- (iii) an independent judgment of the Company's best interest cannot be exercised.

Relationships with prospective or existing suppliers, contractors, customers, competitors or regulators must not affect the independent and sound judgment on behalf of the Company. They must not, directly or through any members of the families, relatives or persons living with them or with whom they are associated, or in any manner:

- (1) Have any financial interest that could have a negative impact on the performance of their duties, or derive any financial benefit from any contract between the company and a third party, where they are in a position to influence the decisions that are taken regarding that contract; or
- (2) Attempt to influence any decision of the Company concerning any matter with a view to derive any direct or indirect personal benefit
- (3) Shall not exploit for their own personal gain, opportunities that are discovered through use of corporate property, information or position, unless the opportunity is disclosed fully in writing to the Board of Directors of the Company and the Board declines to pursue such opportunity and allow him to avail such opportunity.
- (4) Any transactions having conflict of interest should be carried out in accordance with law and be fully disclosed to the Board and, upon a decision being taken in the matter, the person concerned will be required to take necessary action as advised to resolve/avoid the conflict.
- (5) If the Director or Senior Management fails to make a disclosure as required herein, and the Board of its own accord becomes aware of an instance of conflict of interest that ought to have been disclosed by the concerned person, the Board would take a serious view of the matter and consider suitable disciplinary action against the person concerned.
- (6) Directors & the senior management personnel are required to disclose to the Board any situation that may be, or appear to be, a conflict of interest. When in doubt, Disclosure is the best way out.

General guidelines to better understand several of the most common examples of situations that may cause a conflict of interest are listed below and these include the main areas of actual and potential conflict. This list is not exhaustive as it is impractical to list

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

all possible situations. Hence, All such situations which arise questions or doubts may be brought to the notice of the Board.

Employment outside the Company.

Executives Directors and Senior Management personnel shall not work for or receive payments for services from any competitor, customer, distributor or supplier of the Company without approval of the Board. Any outside activity must be strictly separated from the company's employment and should not harm job performance at the company. The Executive Directors and the Senior Management personnel shall devote themselves exclusively to the business of the Company and shall not accept any other work or assignment (part-time or otherwise).

Financial Interest

Financial interest of the person or his Relatives, including the holding of an investment to an extent of 2% or more in the subscribed share capital of any company or share to an extent of 2% or more in any firm which is an actual or potential competitor, joint venture or other alliance partner, or a material supplier, customer, distributor or other person having a material business relationship with the Company

The person conducting business on behalf of the Company, or being in a position to influence a decision with regard to the Company's business with a supplier or customer of which his or her Relative is a principal officer or representative, resulting in a benefit to him/her.

Award of benefits such as increase in salary or other remuneration, posting, promotion or recruitment of a Relative of the person, where such an individual is in a position to influence the decision with regard to such benefit or his/her Relative or use of personal influence to make the company do business with a company/ institution in which his/her relatives are interested. As a general rule the Directors and Senior Management should avoid conducting Company's Business with a relative or with an entity in which the relative is associated in any significant role and in case of conflict the same should be disclosed and prior approval taken from Board or as soon as the interest thus arise.

Acceptance of Memberships/ Chairmanships/ Directorship etc.

Acceptance of Directorship/Chairmanship/Membership on the Boards / Committees of other Companies, which compete, with the Company amounts to conflict of interest. Helping the community by serving on Boards of non-profit or welfare organizations is encouraged, and does not require prior approval however an intimation of the same is appreciated.

Acceptance of Gifts

Acceptance of gifts, donations, hospitality and/or entertainment beyond the customary level from existing or potential suppliers, customers or other third parties which have business dealings with the Company.

Covered Parties shall neither receive nor offer or make, directly or indirectly, any illegal payments, remuneration, gifts, donations or comparable benefits which are intended to or perceived to obtain business or uncompetitive favours for the conduct of its business. However, the Board Members and Senior Management may accept and offer nominal gifts, which are customarily given and are of a commemorative nature, for special events

Gifts on behalf of the Company -Some business situations call for giving gifts. These gifts shall be legal, reasonable. Directors and senior Management personnel shall not pay bribes. It is understood that gift giving practices vary among cultures and countries.

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Directors and Senior Management personnel shall not provide any gift if law or the policy of the recipient's organization prohibits it. For example, the associates of many government entities around the world are prohibited from accepting gifts.

Investments

Directors and Senior Management personnel may not allow their investments to influence, or appear to influence, their independent judgment on behalf of the Company. This could happen in many ways, but it is most likely to create the appearance of a conflict of interest if a Director or Senior Manager has a significant investment in a competitor, supplier, customer, or distributor and his decisions may have a business impact on this outside party.

Diversion of Business

Directors and Senior Management personnel shall not divert business opportunities of the Company, by exploiting for their own personal gain. However the Directors and Senior Management personnel can pursue such business opportunities once they are fully disclosed to the company and the company declines to pursue such opportunities.

Use of Assets of the Company

The assets of the Company shall be used for legitimate business purposes and shall not be used for personal purposes. Incidental personal use, if reasonable does not amount to violation of the code.

5. Transparency and Auditability

All Covered Persons shall ensure that their actions in the conduct of business are totally transparent except where the needs of business security dictate otherwise. Such transparency shall be brought about through appropriate policies, systems and processes. All managers shall voluntarily ensure that their areas of operation are open to audit and the conduct of their activities is totally auditable

6. Financial Reporting, other Reports & Records

The Company shall prepare and maintain its financial statements fairly and accurately in accordance with the applicable laws and accounting standards. Internal accounting and audit procedures shall fairly and accurately reflect all of the Company's business transactions and disposition of assets. All required information shall be accessible to Company's auditors and other authorised parties. Any willful material misrepresentation of and/or misinformation on the financial accounts and reports shall be regarded as a violation of the Code.

Covered Parties shall endeavour to produce full, fair, accurate, timely and understandable disclosures in reports and documents that the Company files with or submits to the regulators and in other public communications made by the Company. The Directors and Senior Management personnel shall provide only public information to the analyst/research person/large investors like institutions. Alternatively, the information given to the analyst should be simultaneously made public at the earliest. The Directors and Senior Management personnel must maintain the confidentiality of information relating to the affairs of the Company until and unless authorized or legally required to disclose such information; and shall not use confidential information for their personal advantage.

7. Confidentiality of Information

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Directors and Senior Management personnel shall ensure and take all reasonable measures to protect the confidentiality of non-public information about the company, its business, customers and other materially significant information obtained or created in connection with any activities with the company and to prevent unauthorised disclosure of such information unless required by applicable laws or regulations or legal or regulatory process.

Any information concerning the Company's business, its customers, suppliers etc., which is not in public domain and to which Directors and Senior Management Personnel have access or which is possessed by them by virtue of their position / status in the Company must be considered confidential and held in confidence, unless (i) authorised by the Board; or (ii) the same is part of the public domain at the time of disclosure; or (iii) is required to be disclosed in accordance with applicable laws.

Directors and Senior Management Personnel shall not provide any information either formally or informally, to the press or any other publicity media, unless specifically authorised. In all its public appearance with respect to disclosing information in relation to the Company's activities to public constituencies such as the media, the financial community, employees and shareholders, the Company shall be represented only by specifically authorised Directors and/or employees, which the Board may authorise. The list of such authorised Directors / employees of the Company shall be notified to the Directors / Senior Management personnel from time to time.

8. Prevention of Insider Trading

Directors and Senior Management Personnel should not derive benefit or assist others to derive benefit by giving investment advice from the access to and possession of information about the Company, not in public domain and therefore constitutes insider information.

Directors and Senior Management personnel shall also comply with the existing Code of Conduct for Prevention of Insider Trading laid down in conformity with The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 all insider-trading guidelines issued by the Securities Exchange Board of India from time to time.

9. Legal and Statutory Compliances

It is the general obligation of the Directors to conduct the business and operations of the Company in accordance with the laws, rules, regulations, agreements, guidelines; standards including accounting standards governing its operations in the geographies the Company operate. The Directors and Senior Management personnel shall acquire appropriate knowledge of the legal requirements relating to their duties sufficient to enable them to perform their obligations diligently. The Directors and Senior Management personnel shall also comply with the internal policies and procedures of the Company to the extent applicable to them including but not limited to compliance with Prohibition of Insider Trading policy of the Company.

10. Competition, Fair Business Practices and Dealing

The Directors and Senior Management personnel are obligated to deal fairly and honestly with each other, the Company's associates and with the Company's customers, suppliers, competitors and other third parties. Directors and Senior Management personnel shall not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation or any other unfair dealing or practice. The Company is committed to free and open competition in the marketplace.

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Directors and Senior Management personnel shall avoid actions that could reasonably be construed as being anti-competitive, monopolistic or otherwise contrary to laws governing competitive practices in the marketplace, including antitrust laws. Such actions include misappropriation and/or misuse of a competitor's confidential information or making false statements about the competitor's business and business practices.

It is the duty and obligation of every Director and Senior Management person to comply with this code of conduct and he/she shall acknowledge and affirm ongoing compliance with the code on an annual basis. Any violation of the code shall be reported to the Chairman of the Board and to the Compliance Officer of the Company. This code of conduct shall be posted on the website of the Company.

11. Company Meetings

The Directors should attend the Board/general / committee meetings comprehending the agenda of the meeting circulated to them. They should also endeavour to attend all the Board/ general/committee meetings scheduled in the year.

12. Related Party Disclosures

The Directors shall make disclosure to the Board, and the Senior Management Personnel shall make disclosure to the Chairman of the Company with respect to any transaction with the Company in which such person is interested and in respect of which a conflict of interest can arise between the Company and the person concerned. Such disclosure shall be in accordance with the Accounting Standard (AS) 18 issued by the council of the Institute of Chartered Accountants of India in respect of "Related Party Disclosures"

13. Internal Control

Directors and Senior Management Personnel should maintain and should cause the Company to maintain a proper and adequate system of internal controls for financial reporting

14. Corporate Governance

Directors and Senior Management Personnel should sincerely follow and should cause the Company to follow the philosophy of good corporate governance by possessing strong business fundamentals and delivering high performance through relentless focus on transparency, accountability, professionalisation and corporate social responsibility for enhancing shareholders' value and contributing to society at large.

15. Human Resources/ Employee Relations

Directors and Senior Management Personnel should strive for causing the Company to maintain cordial employee relations. Executive Directors and Senior Management Personnel should cause the Company to build competency-based human resource systems and maintain human resources policy that has been directed at managing the growth of the organization efficiently. Executive Directors and Senior Management Personnel should assist the Company in further aligning its human resource policies, processes and initiatives to meet its business needs.

16. Quality of Services and Products

Executive Directors and Senior Management Personnel should ensure that the Company is committed to supply products and services of the highest quality standards backed by efficient after-sales service consistent with the requirements of the customers to ensure

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

their total satisfaction. Executive Directors and Senior Management Personnel should cause the Company to strive towards proper application and adoption of product safety standards s applicable to the industry.

17. Shareholders

Directors and Senior Management Personnel shall be committed to enhance shareholder value and in ensuring that the Company complies with all regulations and laws that govern shareholders' rights. Directors and Senior Management Personnel should cause the Board to duly and fairly inform its shareholders about all relevant aspects of the Company's business and disclose such information in accordance with the respective regulations and agreements.

18. Non Compliance with the Codes

It shall be the duty of Directors and Senior Management Personnel to help the enforcement of the Code and any breach if communicated / noticed is to be reported to the Board. In case of breach of this Code by anyone, the same shall be considered by the Board of Directors for initiating appropriate action, as deemed necessary

19. Amendments

The provisions of this Code can be amended/ modified by the Board from time to time and all such amendments/ modifications shall take effect from the date stated therein. All Directors and Senior Management Personnel shall be duly informed of such amendments and modifications.

20. Acknowledgement

The Directors and Senior Management personnel shall read and fully understand this model code of conduct and comply with the policies procedures and principles contained therein.

Declaration of compliance with the code of conduct

All the Directors and senior management personal have, respectively, affirmed compliance with the code of conduct as approved and adopted by the Board of Directors.

Place: Kolkata
Date: 29/05/2014

For & on behalf of the Board of Director

Director

Director

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

Due to the age of the Leather Footwear Industry and its links with the social structure, the organizational structure that has emerged is a very complex one containing within it elements of continuity with traditional structures of small scale industries, as well as those that represent a break with them evolving as a much more organized and large scale industry like your Company.

Small scale reservation has been in existence for the leather and leather products industry since 1967 when reservation was extended from the handloom and small power loom sector to a large number of industries where small scale is important. Post nineties there has been a gradual de-reservation and the entire leather sector is now 'de-licensed and 'de-reserved', paving the way for expansion on modern lines with state-of-the-art machinery and equipment. De-reservation thus constituted a major aspect of the changed conceptualization of small scale thereby increasing the export potential of the industry as a whole.

India as it stands today is endowed with 10% of the world raw material and export constitutes about 2% of the world trade in the footwear segment. With the de-reservation of the footwear industry and incorporating state-of-the-art CAD systems, these industries will move towards attaining world class qualities and standards. The changing lifestyles coupled with the increasing affluence of consumers is likely to lead to enhanced demand in the domestic market and export demand is expected to grow in days to come due to improved quality and cost competitiveness. Standard shoe sole and Mould (India) limited being an established player having object to carry on the business in footwear, synthetic shoe sole, ladies heels and moulds and also to deal in dyes, acids, alkalies etc. will definitely gain from the emerging opportunities.

OPPORTUNITIES AND THREATS

The Indian economy continues to stride forward and the last couple of years have witnessed impressive economic growth with the GDP growing at the rate of 8 -10%. Combined with the large opportunity from the huge domestic market and a burgeoning middle class, which is slated to grow ten times over the next fifteen years, the Indian economy presents great opportunities for business in India. It is expected that disposable income per capita will increase in India over the next few years.

With the rise in disposable and exposure in fashion trends, consumers today are on the lookout for footwear and accessories that are high on the fashion aspect, without compromising on quality. Upwardly mobile youth are spending more on shoes and thrust is on variety and international trends. Professional women are increasingly spending more on footwear and this creates a new opportunity in the market to expand. Standard Shoe enjoys a very strong brand positioning with consumers in the Indian market and is quick to evolve its products to meet the changing needs of today's customers. Today, the Company is all set to emerge as a vibrant lifestyle brand offering fashionable footwear to consumers at an affordable price.

Organized retailers in India are also facing a threat from 'non-specialist' retailers like apparel retailers diversifying into footwear and discount hypermarkets and retailers introducing and promoting their own brands at competitive prices. These non-specialist retailers are likely to grow their market shares by increasing the range of products offered, and shopping merchandizing space allocated to their own footwear. Your Company is prepared to meet these challenges by increasing the coverage open big stores, in best locations, shopping malls and developing aggressive product & pricing strategies to meet the expectation of the customers.

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

The challenge of real estate management for any retailer in India today is very large as the continuous evolution of modern retail spaces, combined with steep increase in rentals, presents real challenges. Your Company has been managing this challenge with negotiating low rentals for all new stores and reducing rentals in existing stores.

SEGMENT WISE OR PRODUCTWISE PERFORMANCE

Standard Shoe operates in only one segment in which it manufactures sole, dyes and other useful raw material for Footwear and Accessories.

OUTLOOK

Going forward, the Company remains committed to its shareholders and will continue to deliver great results with its strategy of retail and wholesale expansion, improvement in customer service, and by delivering to its customer's great products at great prices, which will ensure the continued success of Standard Shoe.

RISKS AND CONCERNS:

CONTINGENT LIABILITY

There are some claims against the Company which have not been acknowledged as debts which are mentioned in notes on accounts. On the basis of current status of these cases and legal advice obtained, the Company is confident that no provision is required in respect of these cases at this point in time.

THE COMPANY OPERATES IN GLOBALLY COMPETITIVE BUSINESS ENVIRONMENT.

The Company operates in a globally competitive business environment. With the opening of the Indian economy and greater competition, maintaining and growing Company's market shares is a major challenge. :

RISK RELATED TO CHANGES IN LAWS AND REGULATIONS

Any change in the laws and regulations governing the leather and footwear industry could affect the business and financial condition of the Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate system of internal controls in place to ensure that all assets are safeguarded and protected and that all transactions are authorized, recorded and reported correctly.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company has maintained profitable growth in the year and the Management believes that this is sustainable, barring unforeseen circumstances.

The Company is deploying its internal accruals for aggressive expansion program.

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATION FRONT

The Company's Human resources including key financial managers remain deeply committed to Company's growth and co-ordinate and co-operate at all levels to mitigate day to day challenges. Executives and staffs are rewarded with bonuses and increments as a token of appreciation to their commitment, whenever and wherever necessary.

CAUTIONARY STATEMENT

Statements in the Management's discussion and analysis report describing the Company's estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that would make a difference to the Company's operations include demand-supply conditions, raw material prices, changes in Government regulations, tax regimes, economic developments within the country and outside the country and other factors such as litigation and labor negotiations. .

CONCLUSION

The Directors place on record their sincere appreciation for the cooperation and support received from investors, our dear shareholders, customers, business associates, bankers, vendors as well as regulatory and governmental authorities.

The Directors appreciate the invaluable contribution of the management team in performing an outstanding job in taking the Company to greater heights and also thank the employees for the significant contribution made by them to the Company's progress.

We would like to specifically thank Directors for the untiring work in the reorganization of our company; we also thank the employees for their complete support in our endeavors for re-engineering. We are very grateful to our wise and experienced Independent Directors for their most valuable contribution in every aspect of the company operation, and for always targeting profitable growth and improve customer service.

Place: Kolkata
Date: 29/05/2014

For & on behalf of the Board of Director

Director

Director

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

Form No. 7.11

Proxy Form

[Pursuant to section 105(6) and rule 7.17]

CIN: L24119WB1973PLC028902
Name of the Company: Standard Shoe Sole and Mould India Limited
Registered office: 4/1 B, Radhanath Choudhury Road,
Entally, Kolkata - 700015

I/We
being
the

Member (s) ofshares of the above named company, hereby appoint

1. Name :
Address:

E-mail ID:
Signature:, of failing him
2. Name :
Address:

E-mail ID:
Signature:, of failing him
3. Name :
Address:

E-mail ID:
Signature:, of 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 29th day of September, 2014 at 10:30 a.m/p.m. at 4/1 B, Radhanath Choudhury Road, Entally, Kolkata - 700015 (place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no.:

- 1
- 2
- 3

Signed thisday of, 20.....

Signature of Shareholder:

Signature of Proxy holder(s)

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

Annual Report 2013-14

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 commencement of the Meeting.

Standard Shoe Sole and Mould (India) Limited

(Formerly Known as Chemcrown India Limited)

4/1B, Radhanath Choudhary Road, Entally, Kolkata, West Bengal, India-700015.

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	Registered Address of the Sole/First named Member	
3	Registered Folio No./*DP ID No. and Client ID No. (* Applicable to Members holding shares in dematerialized form)	
4	Number of Shares held	

I/We hereby record my/our presence at the Annual General Meeting of the Members of Standard Soe Sole and Mould India Limited held on Monday, 29th Sepetember, 2014 at 10.30 am at **4/1B, Radhanath Choudhary Road, Entally, Kolkata, West Bengal, India-700015**

Application to the members holding shares in electronic form.

NOTES:

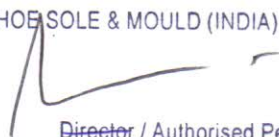

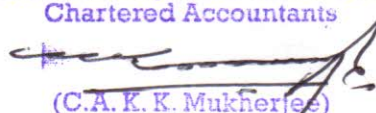
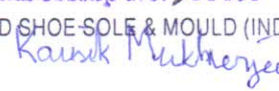
1. Members/ Proxy holders are requested to bring their copy of the Notice with them at the Meeting.
2. Please carry with you this Attendance Slip and hand over the same duly completed, stamped signed at the space provided, at the entrance of the Meeting Hall.
3. Shareholders / Proxy holders should bring their copy of the Annual Report for the meeting.

Standard Shoe Sole And Mould (India) Ltd.

4/1B, RADHANATH CHOUDHURY ROAD
KOLKATA - 700 015
PHONE OFF. : 2226 1175 / 5652
2226 1393
FAX NO. : 91 33 2249 2218
E-mail : chemcro@gmail.com

FORM A

Format of Covering Letter of the Annual Audit Report to be filed with the stock exchanges

1.	Name of the Company:	Standard Shoe Sole and Mould India Limited
2.	Annual Financial Statements for the year ended	31 st March, 2014
3.	Type of Audit Observation	Un-qualified
4.	Frequency of Observation	Repetitive
5.	To be signed by:	
	CEO/ Managing Director	For STANDARD SHOE SOLE & MOULD (INDIA) LTD.  Director / Authorised Person
	Whole Time Director	For STANDARD SHOE SOLE & MOULD (INDIA) LTD.  Director / Authorised Person
	Auditors of the Company	For MUKHERJEE SANYAL & CO. Chartered Accountants  (C.A. K. K. Mukherjee) Partner Membership No. 011436
	Audit Committee Chairman	For STANDARD SHOE SOLE & MOULD (INDIA) LTD.  Director / Authorised Person

BRANCHES : KOLKATA, CHENNAI, DELHI, KANPUR
FACTORY : CHENNAI, PONDICHERY
CIN - L24119WB1973PL0028902