DATE OF AGM: 12TH AUGUST, 2014

TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE: 5542

NUMBER OF SHAREHOLDERS PRESENT EITHER IN MEETING OR PROXYY:
(Based on Shareholders registering attendence*)
PROMOTERS AND PROMETERS GROUP: 4
PUBLIC: 40

NUMBER OF PERSONS ATTENDING THE MEETING THROUGH VIDEO CONFERENCING:
PROMOTERS AND PROMETERS GROUP: Nil
PUBLIC: Nil

DETAILS OF AGENDA:

PROMETER/ PUBLIC	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)]*100
Resolution 1- Adoption of the Audited Financial Statements for the year ended March 31st March, 2014							
Resolution required- Ordinary							
Mode of Voting- (E- Voting)							
Prometers and Prometers Group	0	0	0	0	0	0	0
Public- Institutional Holders	0	0	0	0	0	0	0
Public- Others	1169	1169	100	1169	0	100	0
TOTAL (A)	**1169**	**1169**	**100**	**1169**	**0**	**100**	**0**
Mode of Voting- (Poll)							
Prometers and Prometers Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1392733	0	0	0	0	0	0
Public- Others	1676941	2840	0.169	2840	0	100	0
TOTAL (B)	**5169956**	**2103122**	**40.679**	**2103122**	**0**	**100**	**0**
RESULT A+B	**5171125**	**2104291**	**40.693**	**2104291**	**0**	**100**	**0**

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PROMETER/ PUBLIC	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)]*100
Resolution 2- To Re-appoint of MR RAMA SHANKAR JHAWAR Director who retires by Rotation							
Resolution required- Ordinary							
Mode of Voting- (E- Voting)							
Prometers and Prometers Group	0	0	0	0	0	0	0
Public- Institutional Holders	0	0	0	0	0	0	0
Public- Others	1169	1169	100	1169	0	100	0
TOTAL (A)	**1169**	**1169**	**100**	**1169**	**0**	**100**	**0**
Mode of Voting- (Poll)							
Prometers and Prometers Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1392733	0	0	0	0	0	0
Public- Others	1676941	2840	0.169	2840	0	100	0
TOTAL (B)	**5169956**	**2103122**	**40.679**	**2103122**	**0**	**100**	**0**
RESULT A+B	**5171125**	**2104291**	**40.693**	**2104291**	**0**	**100**	**0**
Resolution 3- Re-Appointment of M/S. B. K. Khare & Company, Chartered Accountants as Auditors and Fixation of remuneration							
Resolution required- Ordinary							
Mode of Voting- (E- Voting)							
Prometers and Prometers Group	0	0	0	0	0	0	0
Public- Institutional Holders	0	0	0	0	0	0	0
Public- Others	1169	1169	100	1169	0	100	0
TOTAL (A)	**1169**	**1169**	**100**	**1169**	**0**	**100**	**0**
Mode of Voting- (Poll)							
Prometers and Prometers Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1392733	0	0	0	0	0	0
Public- Others	1676941	2840	0.169	2840	0	100	0
TOTAL (B)	**5169956**	**2103122**	**40.679**	**2103122**	**0**	**100**	**0**
RESULT A+B	**5171125**	**2104291**	**40.693**	**2104291**	**0**	**100**	**0**

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PROMETER/ PUBLIC	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)]*100
Resolution 4- To Appoint MR GOBIND PRASAD SARAF as an Independent Director							
Resolution required- Special							
Mode of Voting- (E- Voting)							
Prometers and Prometers Group	0	0	0	0	0	0	0
Public- Institutional Holders	0	0	0	0	0	0	0
Public- Others	1169	1169	100	1169	0	100	0
TOTAL (A)	**1169**	**1169**	**100**	**1169**	**0**	**100**	**0**
Mode of Voting- (Poll)							
Prometers and Prometers Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1392733	0	0	0	0	0	0
Public- Others	1676941	2840	0.169	2840	0	100	0
TOTAL (B)	**5169956**	**2103122**	**40.679**	**2103122**	**0**	**100**	**0**
RESULT A+B	**5171125**	**2104291**	**40.693**	**2104291**	**0**	**100**	**0**

Resolution 5-To Appoint MR.TIPPIRAJAPURAM RAMAMIRDA SWAMINATHAN as an Independent Director							
Resolution required- Special							
Mode of Voting- (E- Voting)							
Prometers and Prometers Group	0	0	0	0	0	0	0
Public- Institutional Holders	0	0	0	0	0	0	0
Public- Others	1169	1169	100	1169	0	100	0
TOTAL (A)	**1169**	**1169**	**100**	**1169**	**0**	**100**	**0**
Mode of Voting- (Poll)							
Prometers and Prometers Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1392733	0	0	0	0	0	0
Public- Others	1676941	2840	0.169	2840	0	100	0
TOTAL (B)	**5169956**	**2103122**	**40.679**	**2103122**	**0**	**100**	**0**
RESULT A+B	**5171125**	**2104291**	**40.693**	**2104291**	**0**	**100**	**0**

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PROMETER/ PUBLIC	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)]*100
Resolution 6- To Re-appoint MR. F. J. GUZDAR as a Whole-Time Director of the Company for the period of Two years Resolution required- Special							
Mode of Voting- (E- Voting)							
Prometers and Prometers Group	0	0	0	0	0	0	0
Public- Institutional Holders	0	0	0	0	0	0	0
Public- Others	1169	1169	100	1169	0	100	0
TOTAL (A)	**1169**	**1169**	**100**	**1169**	**0**	**100**	**0**
Mode of Voting- (Poll)							
Prometers and Prometers Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1392733	0	0	0	0	0	0
Public- Others	1676941	2840	0.169	2840	0	100	0
TOTAL (B)	**5169956**	**2103122**	**40.679**	**2103122**	**0**	**100**	**0**
RESULT A+B	**5171125**	**2104291**	**40.693**	**2104291**	**0**	**100**	**0**

R. N. SHAH & ASSOCIATES
F.C.S. 1629
C.P. 700
COMPANY SECRETARY

R. N. SHAH & ASSOCIATES
Company Secretaries

Rajnikant N. Shah
B. Com. (Hons.); LL.B. (Gen.); F.C.S.

Tele-fax : 022 2836 9965
Mobile(s) : 93247 60604
022 20526554
Email : rnshah1954@yahoo.com

OFFICE:
Office No.306, Apollo Complex,
R. K. Singh Marg, Off. Parsi
Panchayat Road, Old Nagardas
Road, Andheri (East)
Mumbai – 400 069.

Date: 9th August,2014

SCRUTINIZER'S REPORT

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(ix) of Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement.

To,
The Chairman
67th Annual General Meeting of the Equity Shareholders
of THE STANDERED BATTERIES LIMITED, to be held on 12th August, 2014
at 11.30 A.M. at Willingdon Catholic Gymkhana, Church Avenue,
Near Khar Subway, Santacruz (W), Mumbai-400 054.

Dear Sir,

I, RAJNIKANT NAROTTAMDAS SHAH proprietor of R.N. SHAH & ASSOCIATES, a Company Secretary having registered office at Office No.306, Apollo Complex, R. K. Singh Marg, Off. Parsi Panchayat Road, Andheri (East), Mumbai-400069 have been appointed as a scrutinizer of The Standard Batteries Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried as per the Provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement on the below mentioned resolution(s), at the 67th Annual General Meeting of the Equity Share holders of The Standard Batteries Limited, to be held on 12th Day of August, 2014 at 11.30 a.m. at Willingdon Catholic Gymkhana, Church Avenue, Near Khar Subway, Santacruz (W), Mumbai-400 054.

We submit our report as under:

1. The e-voting period remained open from 7th Aug, 2014 (9:00 a.m.) to 8th Aug, 2014 (5:00 p.m.).
2. The Shareholder holding share as on the " cut off" date i.e. 5th August,2014 were entitled to vote on the proposed resolution (item no.1 to 6 as set out in the notice of the 67th Annual General Meeting of Standard Batteries Limited).

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3. The votes were unblocked on 9th August, 2014 around 10.28 a.m. in presence of two witnesses, Miss Deepali M. Jain (102, B/3 Akhil Tower Ratan Nagar, Borivali East Mumbai- 400068) and Mr. Abhishek D. Buddhadev (A-502, Krishna Niwas CHS, Irani Wadi, Rd No. 3, Kandivali West, Mumbai- 400067) who are not in the employment in the company. They have signed below in confirmation of the votes being unblocked in their presence.

(Deepali M. Jain) (Abhishek D. Buddhadev)

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded form the e-voting website of National Securities Depository Limited **(https://www.evoting.nsdl.com)- Annexure A**

5. **The results of the e-voting is as under:**

a) **Resolution 1- Adoption of the Audited Financial Statements for the year ended March 31st March, 2014**

i) Voted in **favour** of the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Favour of resolution	% of total number of valid voters cast
3	1169	100

ii) Voted **against** the resolution:

Number of Members voted through electronic voting system	Number of votes cast in against the resolution	% of total number of valid voters cast
0	0	0

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

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b) Resolution 2- To Re-appoint of MR RAMA SHANKAR JHAWAR Director who retires by Rotation

i) Voted in **favour** of the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Favour of resolution	% of total number of valid voters cast
3	1169	100

ii) Voted **against** the resolution:

Number of Members voted through electronic voting system	Number of votes cast in against the resolution	% of total number of valid voters cast
0	0	0

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

c) Resolution 3- Re-Appointment of M/S. B. K. Khare & Company, Chartered Accountants as Auditors and Fixation of remuneration

i) Voted in **favour** of the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Favour of resolution	% of total number of valid voters cast
3	1169	100

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ii) Voted **against** the resolution:

Number of Members voted through electronic voting system	Number of votes cast in against the resolution	% of total number of valid voters cast
0	0	0

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

d) **Resolution 4- To Appoint MR GOBIND PRASAD SARAF as an Independent Director**

i) Voted in **favour** of the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Favour of resolution	% of total number of valid voters cast
3	1169	100

ii) Voted **against** the resolution:

Number of Members voted through electronic voting system	Number of votes cast in against the resolution	% of total number of valid voters cast
0	0	0

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

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e) **Resolution 5- To Appoint MR.TIPPIRAJAPURAM RAMAMIRDA SWAMINATHAN as an Independent Director**

i) Voted in **favour** of the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Favour of resolution	% of total number of valid voters cast
3	1169	100

ii) Voted **against** the resolution:

Number of Members voted through electronic voting system	Number of votes cast in against the resolution	% of total number of valid voters cast
0	0	0

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

f) **Resolution 6-- To Re-appoint MR. F. J. GUZDAR as a Whole-Time Director of the Company for the period of Two years**

i) Voted in **favour** of the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Favour of resolution	% of total number of valid voters cast
3	1169	100

ii) Voted **against** the resolution:

Number of Members voted through electronic voting system	Number of votes cast in against the resolution	% of total number of valid voters cast
0	0	0

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iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

R. N. SHAH & ASSOCIATES F.C.S. 1629 C.P. 700 COMPANY SECRETARY

Yours Faithfully,

RAJNIKANT N. SHAH
Proprietor, R. N. Shah & Associates
Company Secretaries
F.C.S. 1629: C.P. 700

Place: Mumbai
Date: 9th Aug, 2014

Welcome MR. RAJNIKANT N SHAH (RSHAH)

Last Login Time: 2014-08-09 11:22:33

| Home | e-Voting | User Profile | News&Results | Logout

e-Voting

View/Authorize e-Voting Results

ISIN Name : *STD. BATTERIES EQ NEW RE. 1/-*

EVEN	: 100492	ISIN	: INE502C01039
Resolution File	: Download File	Logo File	: Download File
Record Date	: 2014-07-04	Voting Start Date	: 2014-08-07
Voting End Date	: 2014-08-08	Voting Result Date	: 2014-08-12

Resolution : **Adoption of the Audited Financial Statements for the year ended March 31 2014**

Description : **Adoption of the Audited Financial Statements for the year ended March 31, 2014, together with the Reports of the Board of the Directors and Corporate Governance Report and Secretarial Compliance Report and Auditors thereon.**

I/We Assent To The Resolution(For/ Yes/ Favour)	1169.000
I/We Dissent To The Resolution(Against/ No)	0.000

Resolution : **To Appoint Mr Gobind Prasad Saraf as an Independent Director**

Description : **To Appoint Mr. Gobind Prasad Saraf (DIN: 00206447) as an Independent Director.**

I/We Assent To The Resolution(For/ Yes/ Favour)	1169.000
I/We Dissent To The Resolution(Against/ No)	0.000

Resolution : **To Re-appoint of Mr Ramashankar Jhawar Director who retires by Rotation**

Description : **To Re-appoint of Mr. Ramashankar Jhawar Director who retires by Rotation.**

I/We Assent To The Resolution(For/ Yes/ Favour)	1169.000
I/We Dissent To The Resolution(Against/ No)	0.000

Resolution : **Re-approval of Auditors and Fixation of remuneration**

Description : **Re-approval of M/s B K Khare and Company as Auditors and Fixation of remuneration thereof.**

I/We Assent To The Resolution(For/ Yes/ Favour)	1169.000
I/We Dissent To The Resolution(Against/ No)	0.000

Resolution : **To Appoint MrTippirajapuram Ramamirda Swaminathan as an Independent Director**

Description : **To Appoint Mr.Tippirajapuram Ramamirda Swaminathan (DIN: 00469558) as an Independent Director.**

I/We Assent To The Resolution(For/ Yes/ Favour)	1169.000
I/We Dissent To The Resolution(Against/ No)	0.000

Resolution : **To Re-appoint Mr F J Guzdar as a Whole-Time Director of the Company for the period of Two years**

Description :

I/We Assent To The Resolution(For/ Yes/ Favour)	1169.000

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To Re-appoint Mr. F J Guzdar as a Whole-Time Director of the Company for the period of Two years from 01-04-2014.

I/We Dissent To The Resolution(Against/ No)	0.000

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FORM MGT-13

Scrutinizer(S) Report

Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014

To,

The Chairman
67th Annual General Meeting of the Equity Shareholders
of THE STANDERED BATTERIES LIMITED,
held on 12th August, 2014 at 11.30 A.M.
at Willingdon Catholic Gymkhana, Church Avenue,
Near Khar Subway, Santacruz (W), Mumbai-400 054.

I, RAJNIKANT NAROTTAMDAS SHAH, appointed as a scrutinizer for the purpose of e-voting and poll taken of below mentioned Resolutions at the Annual General Meeting of Equity Share Holders of THE STANDERED BATTERIES LIMITED held on 12th August, 2014 at Willingdon Catholic Gymkhana, Church Avenue, Near Khar Subway, Santacruz (W), Mumbai-400 054, submit my Report as under:

1. After the time fixed for closing of the evoting and poll by Chairman, Mr. T. R. Swaminathan, ballots boxes kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presences and pool papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and authorizations/ proxies lodged with the Company.

3. The poll papers, which were incomplete and /or which were found defective have been treated ads invalid and kept separately.

4. The results of the Poll is as under:

   a) Resolution 1- Adoption of the Audited Financial Statements for the year ended March 31st March, 2014

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i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2104291	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid** votes:

Number of members present (in person or by proxy) whose votes were declared invalid	total number of votes cast by them
1	550

b) Resolution 2- To Re-appoint of MR RAMA SHANKAR JHAWAR Director who retires by Rotation

i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2104291	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid** votes:

Number of members present (in person or by proxy) whose votes were declared invalid	total number of votes cast by them
1	550

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c) **Resolution 3- Re-Appointment of M/S. B. K. Khare & Company, Chartered Accountants as Auditors and Fixation of remuneration**

i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2104291	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid** votes:

Number of members present (in person or by proxy) whose votes were declared invalid	total number of votes cast by them
1	550

d) **Resolution 4- To Appoint MR. GOBIND PRASAD SARAF as an Independent Director**

i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2104291	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid** votes:

Number of members present (in person or by proxy) whose votes were declared invalid	total number of votes cast by them
1	550

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e) **Resolution 5- To Appoint MR. TIPPIRAJAPURAM RAMAMIRDA SWAMINATHAN as an Independent Director**

i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2104291	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid** votes:

Number of members present (in person or by proxy) whose votes were declared invalid	total number of votes cast by them
1	550

f) **Resolution 6-- To Re-appoint MR. F. J. GUZDAR as a Whole-Time Director of the Company for the period of Two years and payment of Remuneration.**

i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2104291	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid** votes:

Number of members present (in person or by proxy) whose votes were declared invalid	total number of votes cast by them
1	550

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5. A Compact Disk (CD) containing a list of Shareholders who voted "FOR", "AGAINST" And those votes were declared invalid for each resolution is enclosed.

6. The poll papers and other relevant records were sealed and handed over to Mr. Farok Jimmy Guzdar, Whole-Time Director authorised by Company for safe keeping.

Yours Faithfully,

RAJNIKANT N. SHAH
Proprietor, R. N. Shah & Associates
Company Secretaries
F.C.S. 1629: C.P. 700

R. N. SHAH & ASSOCIATES
F.C.S. 1629
C. P. 700
COMPANY SECRETARY

Place: Mumbai
Date: 12th August, 2014