



# THE STANDARD BATTERIES LIMITED

CIN: L65990MH1945PLC004452

Registered Office: Rustom Court Bldg. Opp. Podar Hospital, Dr. Annie Besant Road, Worli, Mumbai-400030. TEL: 24919569, 24919570, EMAIL: standardbatteries\_123@yahoo.co.in, Website: www.standardbatteries.co.in

Date: 05<sup>th</sup> October, 2020

To,  
**BSE LTD.**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001.  
**SCRIP CODE: 504180**

Dear Sir's,

**Sub: Scrutinizer's Report, Voting Results and Proceedings of 73<sup>rd</sup> Annual General Meeting of The Standard Batteries Limited (the "Company")**

This is to inform you that the 73<sup>rd</sup> Annual General Meeting ("AGM") of the Company was which was convened on Monday, September 28, 2020 but was Adjourned due to lack of quorum and then held on Monday, October 05, 2020 at 11.00 a.m. through video conferencing/other audio visual means in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regards.

Accordingly, we hereby submit the following documents: -

- 1) Summary of proceedings of 73<sup>rd</sup> AGM (*Original & Adjourned*) pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) Consolidated Voting results in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3) Scrutinizer's Report on Remote - E-voting & E-Voting at the AGM pursuant to Rule 20 (4) of the Companies (Management and Administration) Rules, 2014, as amended.

You are requested to take the above information on your records.

**For The Standard Batteries Limited**

**(Bhupendra Shah)**  
**Company Secretary & Compliance Officer**

**Encl: As above**



# THE STANDARD BATTERIES LIMITED

CIN: L65990MH1945PLC004452

Registered Office: Rustom Court Bldg. Opp. Podar Hospital, Dr. Annie Besant Road, Worli, Mumbai-400030. TEL: 24919569, 24919570, EMAIL: standardbatteries\_123@yahoo.co.in, Website: www.standardbatteries.co.in

## SUMMARY OF PROCEEDINGS OF 73<sup>rd</sup> ADJOURNED ANNUAL GENERAL MEETING

The 73<sup>rd</sup> Adjoined Annual General Meeting ("AGM") of the Company was held on Monday, October 5, 2020 at 11.00 a.m. through two-way Video Conference (VC) /Other Audio-Visual Means (OAVM) in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time, considering the ongoing Covid-19 pandemic worldwide. The meeting commenced at 11.00 a.m. but quorum was not present. Then after 30 minutes, i.e., at 11.30 a.m., 5 members were present and which was treated as Quorum as per the provisions of Section 103 (3) of The Companies Act, 2013. Annual General Meeting was concluded at 11.42 a.m.

Mr. Pradip Bhar, Non- Executive Chairman, informed the members that the original AGM which was supposed to be held on 28<sup>th</sup> September, 2020 was adjourned due to lack of requisite quorum for holding the AGM as per Section 103 (1) (a) (iii) of the Companies Act, 2013. Hence it was decided to adjourn the 73<sup>rd</sup> AGM as per Section 103 (1) (a) (iii) of the Companies Act, 2013 read with Secretarial Standards-2 on General Meetings to Monday, 5<sup>th</sup> October, 2020 at 11.00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact all the business listed in the AGM Notice dated 31.08.2020 convening the AGM. He also informed the members that requisite newspaper advertisements about the adjournment were published on 29<sup>th</sup> September, 2020. He briefed members that as per Section 103 of the Companies Act, 2013 read with Secretarial Standards-2 on General Meetings, if at the adjourned meeting also, Quorum is not present within half an hour from the time appointed for holding the meeting, the members present, being not less than 2, shall be the quorum. At 11.30 a.m., only 5 members were present in the adjourned AGM through VC. Hence, the same members were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Also as per Section 116 of the Companies Act, 2013, resolution shall, for all purposes, be treated as having been passed on the date, on which it was in fact passed i.e. on 5<sup>th</sup> October, 2020.

He gave his speech & welcomed the shareholders and other invitees present at the 73<sup>rd</sup> Adjoined Annual General Meeting of the Company. He then, introduced the Board of Directors and other Invitees/ attendees present at the AGM who had connected through VC from their respective locations. All Directors were present for the meeting except Mr. Gaurang S. Ajmera, Independent Director. The Secretarial Auditors were also present during the meeting through VC.

Thereafter, the Company Secretary ascertained the requisite quorum and called the Adjoined Meeting to order.

Mr. Pradip Bhar, Non-Executive Chairman of the Company, Chaired the proceedings of the Adjoined Annual General Meeting.

On request by the Chairman, Mr. B. N. Shah, Company Secretary, then provided general instructions to the members regarding participation in the meeting, inter alia, includes the following:-

The Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM

The Company had provided a facility to the members to cast their votes electronically, on all resolutions set forth in the Notice convening the 73<sup>rd</sup> AGM of the Company and the remote e-voting period commenced from 9.00 a.m. on September 25, 2020 and ended on September 27, 2020 at 5.00 p.m.

Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM i.e. Insta-Poll.

The Company had appointed Mr. Rajnikant Shah, Company Secretary in Practice, as Scrutinizer for the purpose of scrutinizing the remote E-voting process and voting through Insta-Poll.

The Company Secretary further informed the Members that the Statutory Auditors Report contained qualified opinion. Qualified Opinion and the reply by the Board of Directors to the same was read by the Chairman to all. Secretarial Audit Report did not contain qualification or adverse remarks and with the permission of the Members present, the notice convening the meeting, along with Annual Report, already been emailed to all shareholders, were taken as read.

Thereafter, the Company Secretary invited Mr. Pradip Bhar, Non-Executive Chairman of the Company. The Chairman provided updates on business operation of the Company to the Shareholders.

The members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 73<sup>rd</sup> AGM of the Company. None of the Shareholders spoke/raised queries/made comments on the financial performance and other relevant matters.

The Company Secretary, thereafter, thanked all the members for their participation at the Adjourned AGM and for their constructive suggestions and observations. He further informed the members that Insta-Poll facility at the AGM was opened for 15 minutes from the conclusion of the Meeting.

The following items of business, as per the Notice convening the 73<sup>rd</sup> AGM of the Company were transacted at the meeting:

| <b>ORDINARY BUSINESS</b> |                                                                                                                                                                                                                                   |
|--------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1                        | Adoption of audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2020. <b><i>(Ordinary Resolution)</i></b> . |
| 2                        | To consider appointment of a Director in place of Mr. Pradip Bhar (DIN: 01039198) who retires by rotation and being eligible, offers himself for re-appointment. <b><i>(Ordinary Resolution)</i></b> .                            |
| <b>SPECIAL BUSINESS</b>  |                                                                                                                                                                                                                                   |
| 3                        | Appointment of Mr. Gaurang Shashikant Ajmera (DIN: 00798218) as an Independent Director of the Company. <b><i>(Ordinary Resolution)</i></b> .                                                                                     |
| 4                        | Re-appointment of Mr. Hiren Umedray Sanghavi as General Manager of the Company. <b><i>(Ordinary Resolution)</i></b> .                                                                                                             |

All the aforesaid resolutions were passed unanimously. Detailed voting results for the votes cast through remote e-voting and electronic voting at the Adjourned AGM on all the resolutions as set out in the Notice of AGM dated 31.08.2020 are enclosed.

This is for your information and records.

Thanking you,  
Yours Sincerely,

**For THE STANDARD BATTERIES LTD.**

**(BHUPENDRA N. SHAH)**  
**Company Secretary & Compliance Officer.**  
**Date: 05.10.2020**

## Standard Batteries Limited

| Date of the AGM/ <del>EGM</del>                                                     | 5th October, 2020 ( <i>Adjourned</i> )<br>28th September, 2020 ( <i>Original</i> ) |
|-------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| <b>Total number of shareholders on record date</b>                                  | 5674                                                                               |
| <b>No. of shareholders present in the meeting either in person or through proxy</b> |                                                                                    |
| Promoters and Promoter Group:                                                       | NA                                                                                 |
| Public:                                                                             | NA                                                                                 |
| <b>No. of shareholders attended the meeting through Video Conferencing</b>          |                                                                                    |
| Promoters and Promoter Group:                                                       | 1                                                                                  |
| Public:                                                                             | 4                                                                                  |

## Standard Batteries Limited

| Resolution Required : (Ordinary)                                          |                               | 1 - Adoption of audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2020 |                     |                                         |                          |                       |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                                                                                                                                                                                             |                     |                                         |                          |                       |                                      |                                    |
| Category                                                                  | Mode of Voting                | No. of shares held                                                                                                                                                                             | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                           |                               | [1]                                                                                                                                                                                            | [2]                 | [3]={[2]/[1]}*100                       | [4]                      | [5]                   | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |
| Promoter and Promoter Group                                               | E-Voting                      | 2100282                                                                                                                                                                                        | 2100282             | 100.00                                  | 2100282                  | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                                                                                                                                                                                                | 0                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                                                                                                                                                                                                | 0                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                                                                                                                                                                                                | <b>2100282</b>      | <b>100.00</b>                           | <b>2100282</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Institutions                                                       | E-Voting                      | 1388837                                                                                                                                                                                        | 162900              | 100.00                                  | 162900                   | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                                                                                                                                                                                                | 0                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                                                                                                                                                                                                | 0                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                                                                                                                                                                                                | <b>162900</b>       | <b>100.00</b>                           | <b>162900</b>            | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Non Institutions                                                   | E-Voting                      | 1682006                                                                                                                                                                                        | 4482                | 100.00                                  | 4482                     | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                                                                                                                                                                                                | 0                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                                                                                                                                                                                                | 0                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                                                                                                                                                                                                | <b>4482</b>         | <b>100.00</b>                           | <b>4482</b>              | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Total</b>                                                              |                               | <b>5171125</b>                                                                                                                                                                                 | <b>2267664</b>      | <b>100.00</b>                           | <b>2267664</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |

### Details of Invalid / Abstained Votes

| Category                           | No. of Votes |
|------------------------------------|--------------|
| Promoter and Promoter Group        | 0            |
| Public - Institutional Holders     | 0            |
| Public - Non Institutional Holders | 0            |

## Standard Batteries Limited

| Resolution Required : (Ordinary)                                          |                               |                    | 2. To consider appointment of a Director in place of Mr. Pradip Bhar (DIN: 01039198) who retires by rotation and being eligible, offers himself for re-appointment. |                                         |                          |                       |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|--------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                    | No                                                                                                                                                                  |                                         |                          |                       |                                      |                                    |
| Category                                                                  | Mode of Voting                | No. of shares held | No. of votes polled                                                                                                                                                 | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                           |                               |                    | [1]                                                                                                                                                                 | [2]                                     | [3]={[2]/[1]}*100        | [4]                   | [5]                                  | [6]={[4]/[2]}*100                  |
| Promoter and Promoter Group                                               | E-Voting                      | 2100282            | 2100282                                                                                                                                                             | 100.00                                  | 2100282                  | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                                                                                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                                                                                                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>2100282</b>                                                                                                                                                      | <b>100.00</b>                           | <b>2100282</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Institutions                                                       | E-Voting                      | 1388837            | 162900                                                                                                                                                              | 100.00                                  | 162900                   | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                                                                                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                                                                                                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>162900</b>                                                                                                                                                       | <b>100.00</b>                           | <b>162900</b>            | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Non Institutions                                                   | E-Voting                      | 1682006            | 4482                                                                                                                                                                | 100.00                                  | 4482                     | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                                                                                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                                                                                                   | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>4482</b>                                                                                                                                                         | <b>100.00</b>                           | <b>4482</b>              | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Total</b>                                                              |                               | <b>5171125</b>     | <b>2267664</b>                                                                                                                                                      | <b>100.00</b>                           | <b>2267664</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |

### Details of Invalid / Abstained Votes

| Category                           | No. of Votes |
|------------------------------------|--------------|
| Promoter and Promoter Group        | 0            |
| Public - Institutional Holders     | 0            |
| Public - Non Institutional Holders | 0            |

## Standard Batteries Limited

| Resolution Required : (Ordinary)                                          |                               |                    | 3: Appointment of Mr. Gaurang Shashikant Ajmera (DIN: 00798218) as an Independent Director of the Company |                                         |                          |                       |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|--------------------|-----------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                    | No                                                                                                        |                                         |                          |                       |                                      |                                    |
| Category                                                                  | Mode of Voting                | No. of shares held | No. of votes polled                                                                                       | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                           |                               |                    | [1]                                                                                                       | [2]                                     | [3]={[2]/[1]}*100        | [4]                   | [5]                                  | [6]={[4]/[2]}*100                  |
| Promoter and Promoter Group                                               | E-Voting                      | 2100282            | 2100282                                                                                                   | 100.00                                  | 2100282                  | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>2100282</b>                                                                                            | <b>100.00</b>                           | <b>2100282</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Institutions                                                       | E-Voting                      | 1388837            | 162900                                                                                                    | 100.00                                  | 162900                   | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>162900</b>                                                                                             | <b>100.00</b>                           | <b>162900</b>            | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Non Institutions                                                   | E-Voting                      | 1682006            | 4482                                                                                                      | 100.00                                  | 4482                     | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                                         | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>4482</b>                                                                                               | <b>100.00</b>                           | <b>4482</b>              | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Total</b>                                                              |                               | <b>5171125</b>     | <b>2267664</b>                                                                                            | <b>100.00</b>                           | <b>2267664</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |

### Details of Invalid / Abstained Votes

| Category                           | No. of Votes |
|------------------------------------|--------------|
| Promoter and Promoter Group        | 0            |
| Public - Institutional Holders     | 0            |
| Public - Non Institutional Holders | 0            |

## Standard Batteries Limited

| Resolution Required : (Ordinary)                                          |                               |                    | 4: Re-appointment of Mr. Hiren Umedray Sanghavi as General Manager of the Company. |                                         |                          |                       |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|--------------------|------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                    | No                                                                                 |                                         |                          |                       |                                      |                                    |
| Category                                                                  | Mode of Voting                | No. of shares held | No. of votes polled                                                                | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                           |                               | [1]                | [2]                                                                                | [3]={[2]/[1]}*100                       | [4]                      | [5]                   | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |
| Promoter and Promoter Group                                               | E-Voting                      | 2100282            | 2100282                                                                            | 100.00                                  | 2100282                  | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                  | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                  | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>2100282</b>                                                                     | <b>100.00</b>                           | <b>2100282</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Institutions                                                       | E-Voting                      | 1388837            | 162900                                                                             | 100.00                                  | 162900                   | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                  | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                  | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>162900</b>                                                                      | <b>100.00</b>                           | <b>162900</b>            | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public Non Institutions                                                   | E-Voting                      | 1682006            | 4482                                                                               | 100.00                                  | 4482                     | 0                     | 100.00                               | 0.00                               |
|                                                                           | Poll                          |                    | 0                                                                                  | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | Postal Ballot (If Applicable) |                    | 0                                                                                  | 0.00                                    | 0                        | 0                     | 0.00                                 | 0.00                               |
|                                                                           | <b>Total</b>                  |                    | <b>4482</b>                                                                        | <b>100.00</b>                           | <b>4482</b>              | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Total</b>                                                              |                               | <b>5171125</b>     | <b>2267664</b>                                                                     | <b>100.00</b>                           | <b>2267664</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |

### Details of Invalid / Abstained Votes

| Category                           | No. of Votes |
|------------------------------------|--------------|
| Promoter and Promoter Group        | 0            |
| Public - Institutional Holders     | 0            |
| Public - Non Institutional Holders | 0            |



# R. N. SHAH & ASSOCIATES

Company Secretaries

Phone (O): 2836 9965/6697 1219  
Mobile: 93247 60604/88500 91172  
E-mail : [rnshah1954@yahoo.com](mailto:rnshah1954@yahoo.com)  
Website: [rnshahassociates.com](http://rnshahassociates.com)

Rajnikant N. Shah

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

**OFFICE:**

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

Ref. No.

Date: 05<sup>th</sup> October, 2020

## 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 of 73<sup>rd</sup> (Adjourned) Annual General Meeting (AGM) held on 28<sup>th</sup> September, 2020 of the Equity Shareholders of the Standard Batteries Limited and adjourned and held on Monday, 5<sup>th</sup> October, 2020 at 11.00 a.m. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility.

I, RAJNIKANT NAROTTAMDAS SHAH, appointed as a scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as substituted by notification dated 19<sup>th</sup> March, 2015) and pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of remote e-voting as well as the e-voting by Members during the 73<sup>rd</sup> Adjourned Annual General Meeting on the resolutions contained in the AGM notice dated 31<sup>st</sup> August, 2020 issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, calling the 73<sup>rd</sup> Annual General Meeting (AGM) of its Equity Shareholders through VC / OAVM. The Adjourned AGM was convened on Monday, 05<sup>th</sup> October, 2020 at 11:00 a.m. IST through VC / OAVM. I submit my Report as under:

#### A. Dispatch of Notice convening the AGM:

1. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 respectively and SEBI Circular dated May 12, 2020 issued by the Ministry of Corporate Affairs, an advertisement was published in Financial Express (English) and Mumbai



Lakshdeep (Marathi), on 5<sup>th</sup> September, 2020 respectively specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & Demat) who are yet to register their Email ID with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 respectively and SEBI Circular dated May 12, 2020, notice of the AGM along with the Annual Report 2019-20 was sent only through electronic mode to those Members whose email addresses are registered with the Company or CDSL / NSDL ("Depositories/DP").
  3. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 31<sup>ST</sup> August, 2020. .
  4. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited (LIPL), the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM:
    - On 4<sup>TH</sup> September, 2020 by E-mail to 1,339 Members who had registered their E-mail IDs with the Company / Depositories;
- B. Original AGM which was supposed to be held on 28th September, 2020 was adjourned due to lack of requisite quorum for holding the AGM as per Section 103 (1) (a) (iii) of the Companies Act, 2013. Hence it was adjourned as per Section 103 (1) (a) (iii) of the Companies Act, 2013 read with Secretarial Standards-2 on General Meetings to Monday, 5<sup>th</sup> October, 2020 at 11.00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact all the business listed in the AGM Notice dated 31.08.2020 convening the AGM.
- C. As per the provisions of Section 103 (3) of the Companies Act, 2013, if at adjourned meeting also, a quorum (*At least Thirty members*) is not present within half-an-hour from the time appointed for holding meeting, the members present shall be the quorum. At 11.30 a.m., only 5 members were present in the adjourned AGM through VC. Hence, the same members were



counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

D. Since this AGM was held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members, requirement of Route Map in AGM notice & appointment of proxies had been dispensed with. The deemed venue of this meeting would be the place from which Chairman is attending.

E. The members who attended the AGM through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

F. Cut-off date

Voting rights were reckoned as on Monday, September 21, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

G. Remote e-voting process

- Agency

The Company appointed Link Intime India Private Limited (LI IPL) as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

- Remote e-voting period:

The remote E-Voting period remained open from 9.00 a.m. on September 25, 2020 and ended on September 27, 2020 at 5.00 p.m. and members had cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by LI IPL.

H. Voting at the AGM:

- Company had provided facility of e-voting during the AGM only to those members who were present in the 73<sup>rd</sup> AGM through InstaMeet Facility and had not cast their vote on the Resolutions through remote e-Voting and were otherwise not barred from doing so, were eligible to vote through e-Voting system in the 73<sup>rd</sup> AGM.



keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20

(4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote evoting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

- Accordingly, LI IPL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

**I. Results of the remote e-voting and e-voting by members at the AGM:**

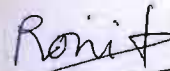
- On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the LI IPL evoting platform and downloaded the results.

The results were unblocked on 5<sup>th</sup> October, 2020 around 4.06 p.m. in presence of two witnesses, namely Ms. Rina Khawadkar residing at 44/879, Manav CHS Azad Nagar 3, Veera Desai Road, Andheri (West), Mumbai-400 058 and Mr. Ronit Shah residing at Flat No. 602, Indu Ganesh Heights, Trimurti Society Road, Chunabhatti (East) Mumbai-400 022 who are not in employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence.



(Ms. Rina Khawadkar)



(Mr. Ronit Shah)

- Based on the aforesaid results, we report that 4 Ordinary Resolutions as set out in Item Nos. 1 to 4 of the Notice of the AGM dated 31<sup>st</sup> August, 2020 have been passed with the requisite majority.
- Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 31<sup>st</sup> August, 2020 **is enclosed herewith.**



## CONSOLIDATED RESULTS

**Item No. 1:** Adoption of audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2020.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted **in favour** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total     |
|---------------------------------------|-----------------|---------------------|-----------|
| No. of Members voted                  | 19              | 0                   | 19        |
| Number of valid votes cast by them    | 2,267,664       | 0                   | 2,267,664 |
| % of Total number of valid votes cast | 100             | 0                   | 100       |

ii) Voted **against** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total |
|---------------------------------------|-----------------|---------------------|-------|
| No. of Members voted                  | 0               | 0                   | 0     |
| Number of valid votes cast by them    | 0               | 0                   | 0     |
| % of Total number of valid votes cast | 0               | 0                   | 0     |

iii) **Invalid** Votes

|                                                  | Remote E-Voting | E-Voting at the AGM | Total |
|--------------------------------------------------|-----------------|---------------------|-------|
| No. of Members whose votes were declared invalid | NIL             | NIL                 | NIL   |
| Number of invalid votes cast by them             | NIL             | NIL                 | NIL   |

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated 31<sup>st</sup> August, 2020 has been passed unanimously.



## CONSOLIDATED RESULTS

**Item No. 2:** To consider appointment of a Director in place of Mr. Pradip Bhar (DIN: 01039198) who retires by rotation and being eligible, offers himself for re-appointment.

The combined result of remote e-voting and e-voting at the AGM is as under:

iv) Voted **in favour** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total     |
|---------------------------------------|-----------------|---------------------|-----------|
| No. of Members voted                  | 19              | 0                   | 19        |
| Number of valid votes cast by them    | 2,267,664       | 0                   | 2,267,664 |
| % of Total number of valid votes cast | 100             | 0                   | 100       |

v) Voted **against** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total |
|---------------------------------------|-----------------|---------------------|-------|
| No. of Members voted                  | 0               | 0                   | 0     |
| Number of valid votes cast by them    | 0               | 0                   | 0     |
| % of Total number of valid votes cast | 0               | 0                   | 0     |

vi) **Invalid** Votes

|                                                  | Remote E-Voting | E-Voting at the AGM | Total |
|--------------------------------------------------|-----------------|---------------------|-------|
| No. of Members whose votes were declared invalid | NIL             | NIL                 | NIL   |
| Number of invalid votes cast by them             | NIL             | NIL                 | NIL   |

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 31<sup>st</sup> August, 2020 has been passed **unanimously**.



## CONSOLIDATED RESULTS

**Item No. 3:** Appointment of Mr. Gaurang Shashikant Ajmera (DIN: 00798218) as an Independent Director of the Company

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted **in favour** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total     |
|---------------------------------------|-----------------|---------------------|-----------|
| No. of Members voted                  | 19              | 0                   | 19        |
| Number of valid votes cast by them    | 2,267,664       | 0                   | 2,267,664 |
| % of Total number of valid votes cast | 100             | 0                   | 100       |

ii) Voted **against** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total |
|---------------------------------------|-----------------|---------------------|-------|
| No. of Members voted                  | 0               | 0                   | 0     |
| Number of valid votes cast by them    | 0               | 0                   | 0     |
| % of Total number of valid votes cast | 0               | 0                   | 0     |

iii) **Invalid** Votes

|                                                  | Remote E-Voting | E-Voting at the AGM | Total |
|--------------------------------------------------|-----------------|---------------------|-------|
| No. of Members whose votes were declared invalid | NIL             | NIL                 | NIL   |
| Number of invalid votes cast by them             | NIL             | NIL                 | NIL   |

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 31<sup>st</sup> August, 2020 has been passed **unanimously**.



## CONSOLIDATED RESULTS

**Item No. 4:** Re-appointment of Mr. Hiren Umedray Sanghavi as General Manager of the Company.

The combined result of remote e-voting and e-voting at the AGM is as under:

i) Voted **in favour** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total     |
|---------------------------------------|-----------------|---------------------|-----------|
| No. of Members voted                  | 19              | 0                   | 19        |
| Number of valid votes cast by them    | 2,267,664       | 0                   | 2,267,664 |
| % of Total number of valid votes cast | 100             | 0                   | 100       |

ii) Voted **against** of Ordinary Resolution

|                                       | Remote E-Voting | E-Voting at the AGM | Total |
|---------------------------------------|-----------------|---------------------|-------|
| No. of Members voted                  | 0               | 0                   | 0     |
| Number of valid votes cast by them    | 0               | 0                   | 0     |
| % of Total number of valid votes cast | 0               | 0                   | 0     |

iii) **Invalid** Votes

|                                                  | Remote E-Voting | E-Voting at the AGM | Total |
|--------------------------------------------------|-----------------|---------------------|-------|
| No. of Members whose votes were declared invalid | NIL             | NIL                 | NIL   |
| Number of invalid votes cast by them             | NIL             | NIL                 | NIL   |

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated 31<sup>st</sup> August, 2020 has been passed unanimously.





- A compact Disc (CD) containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution, if any is enclosed.
- All other relevant records were sealed and handed over to Mr. Pradip Bhar, Chairman, to hand over the same to person as may be authorised by the Board for safe keeping.

Thanking you,

Yours Faithfully,



(RAJNIKANT N. SHAH)  
PROPRIETOR,  
R. N. SHAH & ASSOCIATES  
COMPANY SECRETARIES  
F.C.S. 1629 C.P. 700  
UDIN: F001629B000857473

PLACE: MUMBAI  
DATE: 05<sup>TH</sup> OCTOBER, 2020