



THE STANDARD BATTERIES LIMITED

CIN: L65990MH1945PLC004452

Registered Office: Rustom Court Bldg. Opp. Podar Hospital, Dr. Annie Besant Road, Worli, Mumbai-400030.
TEL: 24919569, EMAIL: standardbatteries_123@yahoo.co.in, Website: www.standardbatteries.co.in

Date: 12th July, 2022

To,

BSE LTD.

Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street, Fort,
Mumbai 400 001.

SCRIP CODE: 504180

Dear Sir's,

Sub: Notice of 75th Annual General Meeting of the Company for FY 2021-22.

We wish to inform you that 75th Annual General Meeting ("AGM") of the Company will be held on Thursday, September 1, 2022 at 11:30 a.m. (IST) through Video Conferencing ("VC") I Other Audio Visual Means ("OAVM") facility.

Pursuant to Regulation 30 read with Para A, Part A of Schedule III of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the 75th AGM of The Standard Batteries Limited, which is being sent through electronic mode today to those Members whose e-mail addresses are registered with the Company.

In terms of Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 (as amended), and Regulation 44 of the Listing Regulations, the Company is providing the facility to its members (holding shares either in physical or dematerialized form) to exercise their right to vote by electronic means on the businesses specified in the Notice convening the AGM of the Company ("Remote e-voting").

The Company is also offering the facility to the Members to cast their vote electronically during the AGM. Accordingly, the Company has fixed 25th August, 2022 as the cut-off date to determine the eligibility of the members to cast their vote by electronic means and e-voting during the AGM.

The voting rights of Members shall be in the proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 25th August, 2022.

The Notice of AGM along with the Annual Report for the financial year 2021-22 is also being made available on the website of the Company at www.standardbatteries.co.in.

This is for your information and records.

For The Standard Batteries Limited

(Bhupendra Shah)

Company Secretary & Compliance Officer

Encl: As above



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NOTICE TO MEMBERS

Notice is hereby given that the Seventy Fifth Annual General Meeting of the Shareholders of The Standard Batteries Limited will be held as scheduled below **through video conferencing ("VC")/other audio visual means ("OAVM")**:

Day : Thursday
Date : 1st September, 2022
Time : 11.30 A.M.

Business to be transacted for the meeting will be as under:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.
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.
3. To appoint Auditors and to fix their remuneration and in this regard to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 139(1) and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, M/s. V Singhi & Associates, Chartered Accountants, (Firm Registration No 105102W) are hereby appointed as the Statutory Auditors of the Company from the conclusion of the 75th Annual General Meeting of the Company till the conclusion of the 80th Annual General Meeting of the Company on a remuneration as may be decided by the Board of Directors of the Company."

SPECIAL BUSINESS:

4. **Re-appointment of Mr. Hiren Umedray Sanghavi as General Manager of the Company.**

To consider and, if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED pursuant to provisions of Articles of Association, Section 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or enactment thereof for the time being in force), Mr. Hiren U. Sanghavi, be and is hereby re-appointed as Manager (Key Managerial Personnel) with effect from 22nd April, 2022 for a period of One (1) year, as recommended by Board of Directors & Nomination and Remuneration Committee with liberty to the Board of Directors (hereinafter referred as "the Board", which shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. Hiren U. Sanghavi, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any Statutory modification (s) or re-enactment thereof; and on the terms and conditions as embodied in the terms of appointment including remuneration given below:

- a. **Basic Salary:** Rs. 70,000/- per Month.
- b. **House Rent Allowance:** Rs. 50,000/- per Month.
- c. **Leave Travel Allowance:** Rs. 15,000/- per **Month (Rs. 1,80,000/- per annum)**.

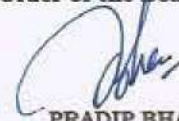
RESOLVED FURTHER THAT in case the Company does not earn any profits or earns inadequate profits the remuneration mentioned above will be considered as minimum remuneration payable to Mr. Hiren U. Sanghavi,

Manager, pursuant to the provision of and the ceiling limits prescribed under Section II, III, IV and V of Part II of Schedule V of the Companies Act, 2013, however, in case the company does not earn any profits or earns inadequate profits, the remuneration payable to Manager may exceed the above ceiling subject to such other approvals, if any necessary.

RESOLVED FURTHER THAT the Board and/or its committee, subject to recommendation of the Nomination and Remuneration Committee, be and is hereby in its absolute discretion to decide/determine, fix and/or vary/alter/modify within the limit stated above, the remuneration (including Minimum Remuneration in the event of absence or inadequacy of profits in any financial year) payable to Mr. Hiren U. Sanghavi, Manager from time to time and to comply with all legal provisions and to do all such acts, deeds, things and matters etc., as may be considered necessary, desirable, expedient or proper to give effect to this resolution.

RESOLVED FURTHER THAT Mr. Hiren U. Sanghavi in the capacity of Manager will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the Company, from time to time."

By Order of the Board of Directors,



PRADIP BHAR
CHAIRMAN
DIN:01039198

Place: Kolkata
Date: 30/05/2022
Registered Office:
Rustom Court,
Opp. Podar Hospital,
Dr. Annie Besant Road,
Worli, Mumbai - 400 030

Notes:

1. In view of the outbreak of COVID-19 pandemic and its continuation in the current year, the Ministry of Corporate Affairs (the "MCA"), Government of India, has vide its General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular No. 20/ 2020 dated 5th May 2020, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" and General Circular No. 02/ 2021 dated 13th January 2021, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", General Circular No. 19/2021 & 21/2021 dated 8th & 14th December, 2021 respectively and General Circular No. 02/2022 dated 5th May, 2022, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic" and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021, in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic" (collectively referred to as "SEBI Circulars") have permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the MCA Circulars, SEBI Circulars and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Annual General Meeting ("AGM") of the Company is scheduled to be held on Thursday, 1st September, 2022 at (11.30 a.m.) (IST) through VC/OAVM and the voting for items to be transacted in the Notice to this AGM is only through remote electronic voting process ("e-Voting"). The deemed venue for the 75th AGM will be the registered office of the Company situated at Rustom Court, Opp. Podar hospital Dr. Annie Besant Road, Worli, Mumbai 400 030
2. In compliance with the Ministry of Corporate Affairs ("MCA") vide its Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 owing to the difficulties involved in dispatching of physical copies of the financial statements including Board's Report, Auditor's report or other documents required to be attached therewith (together referred to as Annual Report), the Annual Report for Financial year ended March 31, 2022 and Notice of AGM are being sent in electronic mode to those Members whose email addresses are registered with the Company or CDSL / NSDL ("Depositories/DP"). Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.standardbatteries.co.in, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The Notice of the AGM will also be available at the website of LinkInTime India Pvt. Ltd. (RTA).

3. A Member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint one or more proxies to attend and vote instead of himself/ herself and such proxies need not be Members of the Company. Since this AGM is being held pursuant to the MCA& SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

Institutional/ Corporate Shareholders etc., (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through their registered e-mail address to rnshah1954@yahoo.com with a copy marked to the Company at standardbatteries_123@yahoo.co.in and to its RTA at rnt.helpdesk@linkintime.co.in

4. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. At the 70th AGM held on August 24, 2017, the Members approved the appointment of M/s. V Singhi & Associates, Chartered Accountants, Mumbai (Registration No. 311017E) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 75th AGM. Resolution is being proposed for re-appointment of Statutory Auditors for a period of 5 years till the conclusion of 80th AGM.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the business under Item No. 4 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company at its meeting held on 14th February, 2022 considered and recommended the special business under Item No. 4 for approval of members at the 75th AGM of the Company.
7. The relevant details of Director & Key Managerial Personnel (KMP) seeking appointment/re-appointment under Item No. 2 and 4 of the Notice, as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereafter referred as the SEBI LODR Regulations, 2015) and Secretarial Standards 2 are also annexed.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from 25th August, 2022 to 1st September, 2022 (both days inclusive).
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and other requisite Statutory Registers will be available electronically for inspection by the Members. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM i.e. 1st September 2022. Members seeking to inspect such documents can send an e-mail to standardbatteries_123@yahoo.co.in.
10. The Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) have advised all listed companies to mandatorily use the Electronic Clearing Services (ECS) mandate facility wherever possible for payment of dividend to the Members. In view of this stipulation, the Company has implemented the ECS facility. Members holding shares in physical form are requested to provide the Company with ECS details for crediting the future dividend payment directly to their respective bank accounts. The Company shall be able to Co-ordinate with the bankers only on receipt of necessary information. The Members holding shares in electronic form may instruct their Depository Participants (DPs) accordingly.
11. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with relevant share certificates to the company's Registrar & Transfer Agents.
12. Members holding shares in physical form are requested to notify/ send the following to the Company's Registrar and Share Transfer Agents to facilitate better service for:
 - any change in their address/ mandate/ bank details
 - particulars of their bank account in case the same have not been sent earlier, and
 - Share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of names for consolidation of such shareholdings into one account.
13. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents.

15. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents (RTA), M/s. Link In Time India Private Limited for assistance in this regard.
16. Members who would like to ask any questions on the Financial Statements are requested to send their questions through email on standardbatteries_123@yahoo.co.in at least 10 days before the Annual General Meeting to enable the Company to answer their queries satisfactorily.
17. Members who have not registered their e-mail addresses so far are requested to register their e-mail address with the Depository Participants (DP) for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
18. Shareholders who have not got their e-mail address registered or wish to update a fresh e-mail address may do so by submitting the attached E-mail Registration-Cum Consent Form duly filled and signed along with a self-attested scanned copy of their PAN Card and AADHAAR Card to the Company at the e-mail address standardbatteries_123@yahoo.co.in consenting to send the Annual Report and other documents in electronic form.
19. Pursuant to the provisions of Section 101 and Section 136 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 36 of the SEBI LODR Regulations, 2015, as amended, electronic copy of the Notice and Annual Report 2021-22 is being sent to the Members whose e-mail IDs are registered with the Company/ Depository Participant(s) (in case of shares held in Demat form) or with Link Intime India Pvt. Ltd (in case of shares held in physical form).

As per the MCA General Circular 02/2021 read with General Circular 20/2020 dated 5th May, 2020 and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, the Annual Report 2021-22 will be sent through electronic mode to only those Members whose e-mail IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant.

Members may also note that the Notice of the 75th Annual General Meeting and the Annual Report 2021-22 will be available on the Company's website www.standardbatteries.co.in; website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

20. Nomination facility for shares is available for Members. For Members holding shares in physical form, the prescribed form can be obtained from the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Pvt. Ltd. having address at C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (W), Mumbai - 400 083. For Members holding shares in electronic form, you are requested to approach your Depository Participant (DP) for the same.
21. To support the 'Green Initiative' Members who have not registered their e-mail addresses are requested to register their e-mail IDs with M/s. Link Intime India Pvt. Ltd for receiving the Annual Report and other communications through electronic mode pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended.
22. Since the AGM will be held through VC/OAVM, the Route map of the Venue of the AGM is not annexed to this Notice.
23. **Non-Resident Indian Members are requested to inform M/s. Link Intime India Private Limited, immediately of:**
 - Change in their residential status on return to India for permanent settlement.
 - 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.

24. Voting through electronic means:

Instructions for Members to Vote during the Annual General Meeting through Insta Meet:-

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH INSTAMEET (VC/OVAM):

Guidelines to attend the AGM proceedings of LinkIntime India Pvt. Ltd.: InstaMEET

(Copy revised instruction as given by the e-voting & Live web cast provider)

Instructions for Members to register themselves as Speakers during Annual General Meeting:

Members who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/ folio number, e-mail id, mobile number at standardbatteries_123@yahoo.co.in request 3 days in advance.

Members who would like to ask questions, may send their questions in advance mentioning their name, demat account number/ folio number, e-mail id, mobilenumber at standardbatteries.123@yahoo.co.in. The same will be replied by the Company suitably.

Other Instructions

Mr. Rajnikant N. Shah, Practicing Company Secretary, has been appointed as Scrutinizer for the purpose of remote e-voting and e-voting at the AGM. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

The results declared along with the Scrutinizer's Report shall be placed on the website of the Company and Link InTime India Pvt. Ltd. immediately after declaration of results by the Chairman or person authorized by him in writing. The results would be communicated to BSE Limited/ National Stock Exchange of India Limited and will be placed on their website thereafter. The result will also be displayed on the Notice Board of the Company at its Registered Office and the Corporate Office.

Place: Kolkata
Date: 30th May, 2022
Registered Office:
Rustom Court,
Opp. Podar Hospital,
Dr. Annie Besant Road,
Worli, Mumbai - 400 030

By Order of the Board of Directors,


PRADIP BHAR
CHAIRMAN
DIN:01039198

Explanatory Statement

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), given hereunder sets out all material facts relating to the special business mentioned at Item No. 4 of the accompanying Notice dated 30th May, 2022.

Item No. 4

Mr. Hiren U Sanghavi was re-appointed as General Manager of the Company with effect from 22nd April, 2021 for a period of 1 (one) year. The Board at its Meeting held on 14th February, 2022 has recommended his re-appointment as General Manager of the Company for a further period of One Year with effect from 22nd April, 2022 pursuant to the provisions of Articles of Association of the Company, Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or enactment thereof for the time being in force). The re-appointment, the remuneration payable to Mr. Hiren U Sanghavi and other terms of employment are subject to the approval of shareholders of the Company at this general meeting.

Remuneration payable to Mr. Hiren U Sanghavi for the period of proposed appointment is as follows:

- a. **Basic Salary:** Rs. 70,000/- per Month.
- b. **House Rent Allowance:** Rs. 50,000/- per Month.
- c. **Leave Travel Allowance:** Rs. 15,000/- per Month (Rs.1,80,000/- per annum).

As per the Company's Net Profits, the Overall Managerial Remuneration including remuneration proposed to be paid to Hiren U Sanghavi, exceed the limits Specified in Section 197 of the Companies Act, 2013. Hence, the members are requested to consider the remuneration in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of Companies Act, 2013. Remuneration proposed to be paid to Mr. Hiren U Sanghavi, General Manager is also recommended by the Nomination and Remuneration Committee.

The information required under Section II of Part II of Schedule V of Companies Act, 2013 are as follows:

Sr. No.	Particulars	Mr. Hiren U Sanghavi General Manager
General information:		
1.	Nature of industry	The Standard Batteries Ltd, established in the year 1915, was one of the leading manufacturer of lead acid batteries for industrial & automotive use, exited this business in the year 1998 and since then, the company has been engaged in trading of various goods. It is also in the business of Financial Services including providing loans to corporates, bills discounting and factoring.
2.	Date or expected date of commencement of commercial production	Company has commenced operations from its incorporation i.e. from 20 th June, 1915
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators	Financial performance during the financial year 2021-22: (Rs In Lakhs) Revenue from operations: NIL Other Income: 8.79 Total Expenditure: 53.92 Profit before tax: -75.13 Net Profit after tax: -75.15
5.	Foreign investments or collaborations, if any.	None
Information about the appointee:		
6.	Background details	A qualified Chartered Accountant and Company Secretary having experience of more than 40 years and expertise in Finance, Accounting, Taxation and all Company Law Matters
7.	Past remuneration	Basic Salary: Rs. 70,000/- per Month. House Rent Allowance: Rs. 50,000/- per Month. Leave Travel Allowance: Rs. 15,000/- per Month (Rs.1,80,000/- per annum).
8.	Recognition or awards	-
9.	Job profile and his suitability	Being a qualified Chartered Accountant and Company Secretary, he brings a lot of experience and expertise in the Company in the fields of Finance, Accounting, Taxation and all Company Law Matters. He has overall control over the Management in the Finance, Law and Accounting areas of

		the Company which is in line with his qualification and experience in the business.
10.	Remuneration proposed	Basic Salary: Rs. 70,000/- per month, House Rent Allowance: Rs. 50,000/- per Month., Leave Travel Allowance: Rs. 15,000/- per Month (Rs.1,80,000/- per annum). as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board.
11.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered by Mr. Hiren U. Sanghavi of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and board level positions held in similar sized Companies.
12.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Mr. Hiren U. Sanghavi is not related to any of the Directors and Key Managerial Personnel of the Company.
	Other information:	
13.	Reasons of loss or inadequate profits	As per the Company's Net Profits, the Overall Managerial Remuneration including remuneration proposed to be paid to Hiren U Sanghavi, exceed the limits Specified in Section 197 of the Companies Act, 2013
14.	Steps taken or proposed to be taken for improvement	Not applicable
15.	Expected increase in productivity and profits in measurable terms	Not applicable

The brief profile of Mr. Hiren U Sanghavi is mentioned under **Annexure A** forming part of this Notice.

None of the Directors except Mr. Hiren U Sanghavi is interested in the resolution at Item No. 4 of the notice since it relates to his own appointment.

By Order of the Board of Directors,



PRADIP BHAR
CHAIRMAN
DIN:01039198

Place: Kolkata
Date: 30th May, 2022.
Registered Office:
Rustom Court,
Opp. Podar Hospital,
Dr. Annie Besant Road,
Worli, Mumbai - 400 030

ANNEXURE-A

Details of Directors/ Key Managerial Personnel seeking appointment/re-appointment at the 75th Annual General Meeting to be held on **1st September, 2022**

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2)]

Details of the Manager & Director seeking appointment/re-appointment at the 75th Annual General Meeting

Name of the Director/ Manager	Pradip Bhar Director	Mr. Hiren U Sanghavi Manager
DIN	01039198	---
Date of Birth and Age	11/07/1957 Age: 64 Years	15/08/1958 Age: 63 Years
Date of first appointment on the Board	13/08/2019	22/04/2019
Qualifications	Chartered Accountant	Chartered Accountant and Company Secretary
Experience and Expertise/Brief Profile	A qualified Chartered Accountant has experience of more than 42 years and having expertise in Finance, Accounting, Taxation.	A qualified Chartered Accountant and Company Secretary has experience of more than 40 years and having expertise in Finance, Accounting, Taxation and all Company Law Matters
Number of Meetings of the Board attended during the year	4 out of 4	N.A.
List of Directorship on other Board.	Listed Companies: NIL Unlisted Companies: 1-Woodside Parks Ltd 2-D1 Williamson Magor Bio Fuel Ltd 3-Seajuli Investments Private Ltd 4-ABC Tea Workers Welfare Services 5-Eragon Investments Private Ltd	N.A.
List of Membership / Chairmanship of Committees of other Board.	NIL	N.A.
Shareholding in Standard Batteries Ltd.	NIL	NIL
Relationship with other directors, manager and other Key Managerial Personnel of the Company	None	None