



September 21, 2015

To,
AGM – Corporate Relations,
Bombay Stock Exchange Limited
Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Ref: Company Code No. 504180

Sub: Voting Results under Clause 35A of the Listing Agreement

With reference to caption subject following are the voting results of business transacted at Annual General Meeting of the Members of the Company held on Monday, 21st September, 2015 at Willingdon Catholic Gymkhana, Church Avenue, Near Khar Subway, Santacruz (W), Mumbai-400 054.

Date of the Annual General Meeting: September 21, 2015

Total number of shareholders on record date: 5524

No. of Shareholders present in the meeting either in person or through proxy:	Nil
Promoters and Promoter Group	4
Public	39
No. of Shareholders attended the Meeting through video conferencing	Nil

Ordinary Business:

Detail of the Agenda	Resolution required	Mode of voting
To receive, consider and adopt the Audited Statement of Accounts for the financial year ended 31 st March, 2015 and report of the Directors' and Auditors' thereon.	Ordinary	Ballot papers and evoting
To elect a Director in the place of Mr. Farok J. Guzdar who retires by rotation and being eligible, offers himself for re-election.	Ordinary	Ballot papers and evoting



To appoint M/s. B. K. Khare & Co., Chartered Accountants, as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration	Special	Ballot papers and evoting
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Special Business:

Detail of the Agenda	Resolution required	Mode of voting
To appoint Mrs. Kusum Dadoo (DIN: 06967827) as a Independent Women Director of the Company who was appointed under the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014	Ordinary	Ballot papers and evoting
To approve and confirm the appointment of Mr. F. J. Guzdar (DIN: 00205930) as Whole-Time Director of the Company for a period of Six Months from 01.04.2016 to 30.09.2016.	Special	Ballot papers and evoting

Kindly take the same on your record.

For The Standard Batteries Limited

F. J. Guzdar
(Whole-Time-Director)

C.C.:

1. The Calcutta Stock Exchange Ltd.

R. N. SHAH & ASSOCIATES
Company Secretaries

Phone (O): 2836 9965
Mobile : 93247 60604
E-mail : rnshah1954@yahoo.com
Website: 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.
Date: 22nd September, 2015

Ref. No.

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
68th Annual General Meeting of the Equity Shareholders
of THE STANDERED BATTERIES LIMITED,
held on 21st September, 2015 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 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and pursuant to Clause 35B of the Listing Agreement, for the purpose of scrutinizing the remote e-voting process and voting by poll taken of below mentioned Resolutions at the Annual General Meeting of Equity Share Holders of THE STANDERED BATTERIES LIMITED held on 21st September, 2015 at Willingdon Catholic Gymkhana, Church Avenue, Near Khar Subway, Santacruz (W), Mumbai-400 054, submit my Report as under:

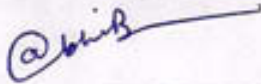
A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 A.M. on Thursday, 17th September, 2015 to 5.00 P.M. on 20th September, 2015.
2. The Annual Report containing the Notice was sent by electronic mode to those members whose E-mail Ids were registered with the Depository Participants and for other members, hard copy of Annual Report containing the Notice was sent by Registered Post.

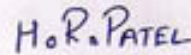


3. The e-voting event was unblocked on September 21, 2015 around 1.00 P.M. in presence of two witnesses, namely Mr. Abhishek D. Buddhadev residing at A/502, Krishna Niwas CHS, Irani Wadi, Road No. 3, Kandivali West, Mumbai - 400067 and Mr. Hemal R. Patel residing at 401, Shivam CHS, Sector 2, Plot No. 64, Charkop Village, Kandivali West, Mumbai - 400067 who are not in employment of the Company.

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



(Mr. Abhishek D. Buddhadev)



(Mr. Hemal R. Patel)

B. Relating to voting by Poll:

1. After the time fixed for closing of the poll by the Chairman, the ballot box were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorisations lodged with the Company.
2. There was no polling paper which was incomplete or found defective.

C. Result of E-voting and voting by Poll is as under:

1. The voting rights were reckoned as on September 14, 2015, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 21, 2015 at around 1.00 P.M. The ballot boxes were opened and polling papers were removed and examined.
3. Thereafter, the details of equity shareholders, who voted "For" or "Against" was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-voting Website of National Securities Depository Limited (NSDL) (www.evoting.nsdl.com).



4. The combined result of remote e-voting and poll is as under:

a) **RESOLUTION 1**

To receive, consider and adopt the Audited Statement of Accounts for the financial year ended 31st March, 2015 and report of the Directors and Auditors thereon.

i) Voted in favour of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	6	26	32
Number of votes cast by them	2100286	3364	2103650
% of Total number of Valid votes cast	99.84	0.16	100

ii) Voted against of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil
% of Total number of Valid votes cast	Nil	Nil	Nil

iii) Invalid Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



b) **RESOLUTION 2**

To elect a Director in the place of Mr. Farok J. Guzdar (DIN: 00205930) who retires by rotation and being eligible, offers himself for re-election.

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

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	6	26	32
Number of votes cast by them	2100286	3364	2103650
% of Total number of Valid votes cast	99.84	0.16	100

ii) Voted **against** of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil
% of Total number of Valid votes cast	Nil	Nil	Nil

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



c) **RESOLUTION 3**

To appoint Messers B. K. Khare & Company, Chartered Accountants, Mumbai as auditors of the Company until the conclusion of the 70th (Seventy) Annual General Meeting.

i) Voted in favour of Special Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	6	26	32
Number of votes cast by them	2100286	3364	2103650
% of Total number of Valid votes cast	99.84	0.16	100

ii) Voted against of Special Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil
% of Total number of Valid votes cast	Nil	Nil	Nil

iii) Invalid Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



d) **RESOLUTION 4**

To appoint Ms. Kusum Dadoo (DIN:06967827) as an Independent Woman Director.

i) Voted in favour of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	6	26	32
Number of votes cast by them	2100286	3364	2103650
% of Total number of Valid votes cast	99.84	0.16	100

ii) Voted against of Ordinary Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil
% of Total number of Valid votes cast	Nil	Nil	Nil

iii) Invalid Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



e) **RESOLUTION 5**

To Re-appoint MR. F. J. GUZDAR as a Whole-Time Director of the Company for the period of Six Month From 01.04.2016 to 30.09.2016 and payment of Remuneration.

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

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	6	26	32
Number of votes cast by them	2100286	3364	2103650
% of Total number of Valid votes cast	99.84	0.16	100

ii) Voted **against** of Special Resolution

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil
% of Total number of Valid votes cast	Nil	Nil	Nil

iii) **Invalid** Votes

	Remote E-Voting	Voting by Poll	Total
No. of Members present and voting (in person or by proxy)	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil



5. 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.
6. The poll papers and all other relevant records were sealed and handed over to Mr. Farok J. Guzdar, Whole-Time Director, 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



Place: Mumbai

Date: 22nd September, 2015

DATE OF AGM: 21st SEPTEMBER, 2015

TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE: 5524

NUMBER OF SHAREHOLDERS PRESENT EITHER IN MEETING OR PROXY: 43
(Based on Shareholders registering attendance*)

PROMOTERS AND PROMETERS GROUP: 4

PUBLIC: 39

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, 2015 Resolution required- Ordinary							
Promoters and Promoters Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1388957	0	0	0	0	0	0
Public- Others	1681886	3368	0.200251	3368	0	100	0
TOTAL (A)	5171125	2103650	40.68070294	2103650	0	100	0



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 Farok J. Guzdar, Director who retires by Rotation Resolution required- Ordinary							
Promoters and Promoters Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1388957	0	0	0	0	0	0
Public- Others	1681886	3368	0.200251	3368	0	100	0
TOTAL (A)	5171125	2103650	40.68070294	2103650	0	100	0

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 3- Re-Appointment of M/S. B. K. Khare & Company, Chartered Accountants as Auditors and Fixation of remuneration Resolution required- Special							
Promoters and Promoters Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1388957	0	0	0	0	0	0
Public- Others	1681886	3368	0.200251	3368	0	100	0
TOTAL (A)	5171125	2103650	40.68070294	2103650	0	100	0





R. N. Shah

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 MS. KUSUM DADDO as an Independent Director							
required- Ordinary Resolution							
Promoters and Promoters Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1388957	0	0	0	0	0	0
Public- Others	1681886	3368	0.200251	3368	0	100	0
TOTAL (A)	5171125	2103650	40.68070294	2103650	0	100	0

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 5- To Re-appoint MR. F. J. GUZDAR as a Whole-Time Director of the Company for the period of Six Month From 01.04.2016 to 30.09.2016							
Resolution required- Special							
Promoters and Promoters Group	2100282	2100282	100	2100282	0	100	0
Public- Institutional Holders	1388957	0	0	0	0	0	0
Public- Others	1681886	3368	0.200251	3368	0	100	0
TOTAL (A)	5171125	2103650	40.68070294	2103650	0	100	0