

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of The Company : The Standard Batteries Ltd

Quarterly ending on : 30th June - 2012

| Sr No. | Particulars | Clause of listing Agreement | Compliance Status (Yes / No) | Remark |
|--------|--------------------------------------------------------------|-----------------------------|------------------------------|------------------------------------------------------------------------------------------------------|
| | 1 | 2 | 3 | 4 |
| I | Board of Directors | 491 | Yes | |
| A) | Composition of Board | 49 (IA) | Yes | The Company has 4 Directors out of which one is Wholetime Director and the Chairman is Non-Executive |
| B) | Non-Executive Directors compensation and disclosures | 49 (IB) | Yes | Only sitting fees are paid |
| C) | Other Provision as to Board and Committee | 49 (IC) | Yes | |
| D) | Code of conduct | 49 (ID) | Yes | |
| II | Audit Committee | 49 II | | |
| A) | Quality of independent Audit committee | IIA | Yes | |
| B) | Meeting of Audit Committee | IIB | Yes | |
| C) | Power of Audit Committee | IIC | Yes | |
| D) | Roll of Audit Committee | IID | Yes | |
| E) | Review of Information of Audit Committee | 49 (IIE) | Yes | |
| III | Subsidiary Committee | 49(III) | N.A | |
| IV | Disclosure | 49 (IV) | | |
| A) | Basic and related party transaction | 49 (IVA) | Yes | |
| B) | Board Disclosures | 49 (IVB) | Yes | |
| C) | Proceeds from Public issues, right issue, preferential issue | 49 (IVC) | N.A | |
| D) | Remuneration of Directors | 49 (IVD) | Yes | |
| E) | Management | 49(IVE) | Yes | |
| F) | Shareholders | 49(IVF) | Yes | |
| V | CEO/CFO Certification | 49(V) | Yes | Given only annually in the Annual Report |
| VI | Report of Corporate Governance | 49(VI) | | |
| VII | Compliance | 49(VII) | Yes | |