

Ref no. EIL/SEC/2021-22/42

29th September, 2021

The Secretary The Calcutta Stock Exchange Limited 7 Lyons Range Kolkata - 700 001 CSE Scrip Code: 15060 & 10015060	The Secretary BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 BSE Scrip Code: 500086
The Secretary National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 NSE Symbol: EXIDEIND	-

Dear Sir,

Sub: **Proceeding of the Extra - Ordinary General Meeting (EGM) of the Company, Scrutinizer's Report and Voting Results**

This is to inform you that the Extra - Ordinary General Meeting (EGM) of the Company was duly convened on Wednesday, 29th September, 2021 through Video Conferencing (VC)/Other Audio Video Means (OAVM) at 3.30 PM (IST).

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the EGM of the Company as required under Regulation 30, Para A of Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure - I**
- 2) Consolidated Scrutinizer Report dated 29th September, 2021 submitted by A. K. Labh & Co., Practicing Company Secretaries, Kolkata pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure II.**
- 3) Voting results in the format as prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure III.**

This is for your information and records.

Thanking you.

Yours faithfully,

For Exide Industries Limited



Jitendra Kumar

Company Secretary and

President- Legal & Corporate Affairs

ACS No. 11159

Encl: as stated above

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e-mail : exideindustrieslimited@exide.co.in, www.exideindustries.com
CIN : L31402WB1947PLC014919

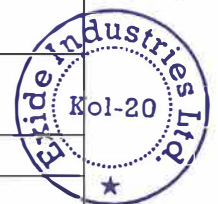
Annexure - I

Summary of Proceedings of Extra - Ordinary General Meeting (EGM) duly convened on 29th September, 2021 through Video Conferencing/ Other Audio-Visual Means (OAVM)

The Extra-Ordinary General Meeting (EGM/Meeting) of Members of the Company was held on Wednesday, 29th September 2021 through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. The Meeting commenced at 3.30 PM (IST) and concluded at 4.45 PM (IST) (including the time allowed for e-voting at the EGM).

The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”) and other social distancing norms in view of the challenges and risk faced due to the ongoing Covid-19 pandemic.

DIRECTORS IN ATTENDANCE
Mr. Bharat Dhirajlal Shah, joined over VC from London Non-Executive, Independent, Chairman, Chairperson of CSR committee
Mr. Sudhir Chand, joined over VC from Kolkata Non-Executive, Independent, Chairperson of Stakeholders’ Relationship Committee
Ms. Mona Desai, joined over VC from Mumbai Non-Executive, Independent
Mr. Surin Kapadia, joined over VC from Mumbai Non-Executive, Independent, Chairperson of Audit Committee, Risk Management Committee and Nomination and Remuneration Committee
Mr. Subir Chakraborty, joined over VC from Kolkata Executive, Managing Director and CEO
Mr. A K Mukherjee, joined over VC from Kolkata Executive, Director - Finance & Chief Financial Officer
Mr. Arun Mittal, joined over VC from Kolkata Executive, Director-Automotive
Mr. Avik Roy, joined over VC from Kolkata Executive, Director - Industrial
OTHER ATTENDEES
Mr. Jitendra Kumar, joined over VC from Kolkata Company Secretary & President (Legal & Corporate Affairs)
Mr. A. K. Labh, joined over VC from Kolkata Secretarial Auditor, A K Labh & Co., Company Secretaries and Scrutinizers
Mr. Amit Jain joined over VC from Kolkata Representative of Statutory Auditor, B S R & Co. LLP, Chartered Accountants
Mr. Dipendu Chakraborty, joined over VC from Kolkata Representative of Cost Auditor, Mani & Co., Cost Accountants
QUORUM OF THE MEETING
A total of 115 members attended the meeting.



Mr. Bharat Dhirajlal Shah, Chairman of the Company, chaired the proceedings of the Meeting. The requisite quorum being present, the meeting was called to order. Thereafter, the directors and Company Secretary introduced themselves. Leave of absence was granted to Mr. R B Raheja, Vice Chairman & Non-executive Non-independent Director. The Chairman confirmed the presence of representative of Statutory Auditor, Cost Auditor and Secretarial Auditor and Scrutinizer for the remote e-voting and e-voting during the EGM.

The Company Secretary provided general instructions to the Members regarding participation in the Meeting and informed that pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the Members to cast their vote through remote e-voting which commenced from Saturday, 25th September 2021 from 9:00 a.m. (IST) and ended on Tuesday, 28th September 2021 at 5:00 p.m. (IST) for all Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, 22nd September 2021. The Members were informed that the facility for voting through e-voting system provided by NSDL was made available during the EGM for Members who had not cast their vote prior to the meeting. He further informed the members that the inspection documents were open during the course of the meeting.

Thereafter, the Chairman gave a brief background and broad contours of the proposed Transaction, dealing with the divestment of Company's entire shareholding in Exide Life Insurance Company Limited, a material wholly owned subsidiary of the Company for better clarity and understanding of the shareholders. Since the EGM notice was emailed to the Members in accordance with MCA & SEBI circulars, with the permission of Members, Chairman took them as read.

The Chairman then placed before the Meeting, the following item of business, as mentioned herein below:

Special business (Special Resolution):

To consider and approve divestment of Company's shareholding in Exide Life Insurance Company Limited, a material wholly owned subsidiary

The Chairman announced that the e-voting facility has been activated and will be closed after 15 minutes from the closure of the Meeting. The Chairman thereafter invited the shareholders who had registered themselves as speakers and were attending the Meeting through VC or OAVM to put forth their queries/feedback, if any. A total of 12 Members sought clarification on the proposed resolution. The Managing Director & CEO responded to the queries raised by Members and provided clarifications wherever required.

The Chairman then announced that Mr. A. K. Labh, Practising Company Secretary, was appointed as the Scrutinizer to scrutinise the e-voting process and requested the Members to continue to vote through electronic system, if not already voted through remote e-voting. He stated that e-voting results along with the Consolidated Scrutinizers Report shall be submitted to the Stock Exchanges and also be placed on website of the Company and on the website of NSDL, the e-voting agency.

Thereafter, Chairman thanked and expressed his gratitude towards all the stakeholders of the Company for their valuable contribution and continuous support.

The resolution has been passed with requisite majority.

This is for your information and records.

Thanking you.

Yours faithfully,

For Exide Industries Limited

A handwritten signature in black ink, appearing to read 'Jitendra Kumar'.

Jitendra Kumar

Company Secretary and

President- Legal & Corporate Affairs

ACS No. 11159

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**The Chairman
of the Extraordinary General Meeting of
Exide Industries Limited
Exide House
59E, Chowringhee Road
Kolkata - 700 020**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extraordinary General Meeting (“EGM”) of the members of “*Exide Industries Limited*” (“*Company*”) held on Wednesday, the 29th day of September, 2021 at 03:30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA General Circular No. 10/2021 dated 23rd June, 2021 read with earlier MCA General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the EGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolution referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the EGM on the resolution contained in the Notice of the EGM dated the 3rd day of September, 2021. My responsibility as a scrutinizer for remote e-voting and e-voting at the EGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the EGM.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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I submit my report as under :

1. The remote e-voting period remained open from 9.00 A.M. IST on Saturday, the 25th day of September, 2021 up to 5.00 P.M. IST on Tuesday, the 28th day of September, 2021.
2. The shareholders holding shares as on the “cut off” date, i.e. the 22nd day of September, 2021 were entitled to vote on the proposed 1 (One) resolution as mentioned in the Notice of the EGM dated the 3rd day of September, 2021.
3. The Company had also provided e-voting facility at the EGM to enable the shareholders attending the EGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Wednesday, the 29th day of September, 2021 around 04:55 P.M. IST after the completion of the EGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the EGM [EVEN : 117866] are as under:



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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SPECIAL BUSINESS:

Special Resolution

To consider and approve divestment of Company's shareholding in Exide Life Insurance Company Limited, a material wholly owned subsidiary

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1882	651678029	
E-voting at EGM	4	615	
Total	1886	651678644	99.9976%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	127	15400	
E-voting at EGM	1	5	
Total	128	15405	0.0024%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



A. K. LABH

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7. The resolution proposed hereinabove has been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries



(CS A. K. LABH)
Practising Company Secretary
FCS – 4848 / CP No. – 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848C001039794

Place: Kolkata

Dated: 29.09.2021



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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Website : www.aklabh.com

Witness:

1. 

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102

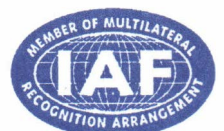


2. 

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

Received the Report of the Scrutinizer
For Exide Industries Limited

(Jitendra Kumar)
Company Secretary and
President (Legal & Corporate Affairs)
ACS - 11159



EXIDE INDUSTRIES LIMITED

Annexure III

Date of the EGM	29.09.2021
Total number of shareholders on record date (22.09.2021)	5,90,780
No. of shareholders present in the meeting either in person or through proxy	0
Promoters and Promoter Group :	0
Public :	0
No. of shareholders attended the meeting through Video Conferencing	115
Promoters and Promoter Group :	1
Public :	114

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No : 1 - To consider and approve divestment of Company's shareholding in Exide Life Insurance Company Limited, a material wholly owned subsidiary.

Resolution required : (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting		39,09,54,666	100.0000	39,09,54,666	-	100.0000	0.0000
	Poll	39,09,54,666	-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		39,09,54,666	39,09,54,666	100.0000	39,09,54,666	-	100.0000
Public - Institutions	E-Voting		22,02,08,619	81.1571	22,02,08,619	-	100.0000	0.0000
	Poll	27,13,36,084	-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		27,13,36,084	22,02,08,619	81.1571	22,02,08,619	-	100.0000
Public -Non Institutions	E-Voting		4,05,30,764	21.5923	4,05,15,359	15,405	99.9620	0.0380
	Poll	18,77,09,250	-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		18,77,09,250	4,05,30,764	21.5923	4,05,15,359	15,405	99.9620
Total		85,00,00,000	65,16,94,049	76.6699	65,16,78,644	15,405	99.9976	0.0024

Details of invalid votes	
Category	No of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	0

