

Ref no. EIL/SEC/2023-24/39

8th August 2023

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 76th Annual General Meeting (AGM) of Exide Industries Limited and Scrutinizer's Report - Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

This is to inform you that the 76th Annual General Meeting (AGM) of Exide Industries Limited ("Company") was duly convened on Tuesday, 8th August 2023 through Video Conferencing (VC)/Other Audio Video Means (OAVM) at 10.30 a.m. IST.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM 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 8th August 2023 submitted by M/s 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.**

The video recording of the proceeding is also being made available on the Company's website at www.exideindustries.com.

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

Exide Industries Limited, Exide House, 59E Chowringhee Road, Kolkata-700 020
Phone : (033) 2302-3400, Fax : (033) 2283-2642/37
e-mail : exideindustrieslimited@exide.co.in, www.exideindustries.com
CIN : L31402WB1947PLC014919

Summary of Proceedings of 76th AGM of Exide Industries Limited convened on Tuesday, 8th August 2023 at 10.30 AM through Video Conferencing/ Other Audio-Visual Means (OAVM)

The 76th Annual General Meeting (AGM) of Members of the Company was held on Tuesday, 8th August 2023 through Video Conferencing (VC) /Other Audio-Visual Means (OAVM) in accordance with the Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act., 2013 read with the Rules issued thereunder. The Meeting commenced at 10.30 am (IST) and concluded at 1:05 pm (IST) (including the time allowed for e-voting at AGM).

DIRECTORS IN ATTENDANCE
Mr. Bharat Dhirajlal Shah, joined over VC from Mumbai Non-Executive, Independent, Chairman, Chairperson of CSR committee
Ms. Mona Desai, joined over VC from Mumbai Non-Executive, Independent, Chairperson of Stakeholders' Relationship Committee
Mr. Surin Kapadia, joined over VC from Mumbai Non-Executive, Independent, Chairperson of Audit Committee, Nomination and Remuneration Committee and Risk Management 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)
Statutory Auditors, Representative of B S R & Co. LLP, Chartered Accountants, joined over VC from Kolkata
Secretarial Auditor , Anjan Kumar Roy & Co., Practising Company Secretaries, joined over VC from Kolkata
Cost Auditor, Representative of Mani & Co., Cost Accountants, joined over VC from Kolkata
Scrutinizer, Representative of. A K Labh & Co., Practising Company Secretaries joined over VC from Kolkata
QUORUM OF THE MEETING
A total of members attended the meeting.
Promoter: 1
Public : 212

The requisite quorum being present, the Meeting was called to order by the Chairman. Thereafter on request of the Chairman, the directors and Company Secretary introduced themselves. The Chairman of the Audit committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee were present at the Meeting.

Leave of absence was granted to Mr. R B Raheja, Vice-Chairman & Non-executive Non-independent Director and Mr. Sridhar Gorthi, Independent Director of the Company who had expressed their inability to attend the meeting due to their pre-commitments. The Chairman acknowledged participation of the partners and authorized representatives of Statutory Auditor, Cost Auditor, Secretarial Auditor and Scrutinizer for the remote e-voting and e-voting during the AGM.

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 Friday, 4th August 2023 at 9:00 a.m. and ended on Monday, 7th August 2023 at 5:00 p.m. During this period, all Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 1st August 2023 had the opportunity to cast their votes electronically.

The Members were informed that the facility for voting through e-voting system provided by NSDL was made available during the AGM for Members who had not cast their vote prior to the Meeting.

He informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice had been kept open for electronic inspection by the Members during the AGM. Any members interested in inspecting the registers can send a request at cosec@exide.co.in.

Thereafter, the Chairman delivered his speech highlighting inter-alia the prevailing global, Indian economy scenario and highlighted the Company's performance. He then invited Mr. Subir Chakraborty, Managing Director & CEO of the Company to deliver his speech. Mr. Chakraborty briefed about performance of the automotive industry, operational performance, performance of SBU's, digital initiatives, E-mobility, ESG and CSR outlook etc.

Thereafter, the Chairman of the Meeting resumed the proceedings of the Meeting and with the consent of the shareholders, the Notice convening the AGM and the Auditor's Report were taken as read.

The agenda items of the Notice of 76th AGM were read for the information of the members as below:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	Adoption of audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31 st March 2023 together with the reports of the Directors' and Auditors' thereon	Ordinary Resolution
2.	Declaration of final dividend for the financial year ended 31 st March 2023	Ordinary Resolution
3.	Re-appointment of Mr. R B Raheja (DIN: 00037480), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
Special Business		
4.	Ordinary Resolution for ratification of remuneration payable to Cost Auditors	Ordinary Resolution
5.	Revision in terms of remuneration of Mr. Subir Chakraborty (DIN: 00130864), Managing Director & CEO	Ordinary Resolution
6.	Revision in terms of remuneration of Mr. Asish Kumar Mukherjee (DIN: 00131626), Whole-time Director	Ordinary Resolution
7.	Revision in terms of remuneration of Mr. Arun Mittal (DIN: 00412767), Whole-time Director	Ordinary Resolution
8.	Revision in terms of remuneration of Mr. Avik Roy (DIN: 08456036), Whole-time Director	Ordinary Resolution

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 25 Members raised their queries and sought clarification on various issues which covered inter alia queries on Company's performance during the year, future outlook on domestic and international business, Company's product and technology, emerging business opportunities in Electric Vehicle segment and Company's preparedness, Capital Expenditure plan, dividend, stock prices, update on lithium-ion cell manufacturing

facilities in India, etc. The Managing Director & CEO thanked the members for raising meaningful and pertinent questions. Thereafter, he responded to the queries raised by members and provided necessary clarifications, wherever required.

It was 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 informed to the Stock Exchanges and also be placed on website of the Company and on the website of NSDL, the e-voting agency.

The Chairman then thanked and expressed his gratitude towards all the stakeholders of the Company including the shareholders, partners, government, employees, customers, supplier, vendors, bankers and co-directors for their valuable contribution towards the Company's performance. The meeting concluded at 1:05 pm (IST) after being open for 15 minutes for E-voting to be completed.

Post completion of the AGM after scrutiny of the votes the scrutinizer submitted his report. As per the report submitted by the scrutinizer considering the consolidated results of the remote E-voting held prior and E-voting during the AGM, all the resolutions have been passed with requisite majority.

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



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 76th Annual 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 76th Annual General Meeting (“AGM”) of the members of “*Exide Industries Limited*” (“Company”) held on Tuesday, the 8th day of August, 2023 at 10:30 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 (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 AGM 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 resolutions 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 AGM on the resolutions contained in the Notice of the AGM dated the 8th day of May, 2023. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, 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 AGM.



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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

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I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Friday, the 4th day of August, 2023 up to 5:00 P.M. IST on Monday, the 7th day of August, 2023.
2. The shareholders holding shares as on the “cut off” date, i.e. the 1st day of August, 2023 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice of the AGM dated the 8th day of May, 2023.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM 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 Tuesday, the 8th day of August, 2023 around 01:15 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 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 AGM [EVEN : 124335] are as under:



**<A> ORDINARY BUSINESS:****a) Resolution 1**

Adoption of audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2023 and the Reports of the Directors and the Auditors thereon

(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	1563	669328085	
E-voting at AGM	28	13711	
Total	1591	669341796	99.9990%

(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	18	6827	
E-voting at AGM	5	5	
Total	23	6832	0.0010%

(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



**b) Resolution 2*****Declaration of final dividend for the financial year ended 31st March, 2023******(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	1562	670981121	
E-voting at AGM	28	13711	
Total	1590	670994832	99.9990%

(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	23	6882	
E-voting at AGM	5	5	
Total	28	6887	0.0010%

(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



**c) Resolution 3**

Re-appointment of Mr. R B Raheja (DIN: 00037480), who retires by rotation and being eligible, offers himself for re-appointment

(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	1380	616594992	
E-voting at AGM	28	13711	
Total	1408	616608703	91.8939%

(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	196	54392013	
E-voting at AGM	5	5	
Total	201	54392018	8.1061%

(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

** SPECIAL BUSINESS:****d) Resolution 4 : Ordinary Resolution****Ratification of remuneration payable to Cost Auditors for the financial year 2023-24****(i) Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1524	670973988	
E-voting at AGM	28	13711	
Total	1552	670987699	99.9980%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	49	13192	
E-voting at AGM	5	5	
Total	54	13197	0.0020%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**e) Resolution 5 : Ordinary Resolution**

*Revision in terms of remuneration of Mr. Subir Chakraborty (DIN: 00130864),
Managing Director & CEO*

(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	1462	670961044	
E-voting at AGM	28	13711	
Total	1490	670974755	99.9962%

(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	104	25416	
E-voting at AGM	5	5	
Total	109	25421	0.0038%

(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



**f) Resolution 6 : Ordinary Resolution**

Revision in terms of remuneration of Mr. Ashish Kumar Mukherjee (DIN: 00131626), Whole-time Director

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1464	670961505	
E-voting at AGM	28	13711	
Total	1492	670975216	99.9963%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	103	24960	
E-voting at AGM	5	5	
Total	108	24965	0.0037%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**g) Resolution 7 : Ordinary Resolution****Revision in terms of remuneration of Mr. Arun Mittal (DIN: 00412767) Whole-time Director***(i) Voted in favour of the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1464	670960750	
E-voting at AGM	28	13711	
Total	1492	670974461	99.9962%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	103	25770	
E-voting at AGM	5	5	
Total	108	25775	0.0038%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**h) Resolution 8 : Ordinary Resolution**

Revision in terms of remuneration of Mr. Avik Roy (DIN: 08456036) Whole-time Director

(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	1461	670961141	
E-voting at AGM	28	13711	
Total	1489	670974852	99.9962%

(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	106	25322	
E-voting at AGM	5	5	
Total	111	25327	0.0038%

(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

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



A. K. LABH & Co.

Company Secretaries

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7. All the resolutions proposed hereinabove have 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 : F004848E000764244

Place : Kolkata

Dated : 08-08-2023



A. K. LABH

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



A. K. LABH & Co.

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Witness:

1. *Rohit Kumar*

(Rohit Kumar)

Basundhara Apartment, Flat No. 6, 3rd Floor
1 No. Airport, North 24 Parganas
Kolkata - 700079

2. *Anushree Dasgupta*

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060



Received the Report of the Scrutinizer
For Exide Industries Limited

Jitendra Kumar

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



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