

2<sup>nd</sup> March, 2016

The Calcutta Stock Exchange Limited 7 Lyons Range Kolkata - 700 001 Fax: 033-2210 4500/4491; 2230 3020 CSE Scrip Code: 15060	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Fax: 022 - 2272 2037/2039/2041/3121 BSE Scrip Code: 500086	
National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Fax: 022 – 2659 8237/38, 2659 8347/48 NSE Symbol: EXIDEIND		

Dear Sir/Madam,

# Sub.: <u>Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

This is to inform you that pursuant to the provisions of Section 391 and 394 of the Companies Act, 1956, Chloride Alloys India Limited ('CAIL'), a wholly owned subsidiary of "Exide Industries Limited' is amalgamated with 'Chloride Metals Limited' ('CML'), another wholly owned subsidiary with effect from 1<sup>st</sup> March 2016.

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company makes the following disclosures as prescribed in Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

#### 1.2 Amalgamation/Merger:

a) Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as size, turnover, etc.:

Chloride Alloys India Limited (Transferor Company) and Chloride Metals Limited (Transferee Company)

The scheme of amalgamation provides for the merger of CAIL into CML. Both are Wholly Owned Subsidiaries of Exide Industries Limited (EIL). Exide Industries Limited is not a party to the Scheme of Amalgamation. The Appointed Date for the Scheme was 1st April, 2015. The details of the assets and turnover of these two companies as per the last audited financial statements as on 31<sup>st</sup> March 2015 are as under:



(Rs. in Crore)

	(===,=======)	
Particulars	CAIL	CML
Total Assets	116.22	90.98
Total Turnover / Income	689.36	523.92

## b) Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length":

The amalgamation of CAIL with CML per-se will not tantamount to be a related party transaction of EIL, but between two related parties of EIL.

#### c) Area of business of the entity(ies):

Both the Companies are engaged in the business of running smelting plants having integrated facilities for extracting lead from exhausted batteries and manufacturing and supplying recycled lead and lead alloys.

#### d) Rationale for amalgamation/merger:

The rationale of the Scheme is to consolidate the two separate business entities which are in similar line of business into one entity, thereby strengthening the position of the merged entity by enabling it to harness and optimize the synergies of the two companies.

The amalgamation will enable appropriate consolidation of the activities of the Transferor Company and the Transferee Company. The business of the amalgamated entity will be carried on more efficiently and economically as a result, inter alia, of pooling and more effective utilisation of the combined resources of the said companies and substantial reduction in costs and expenses which will be facilitated by and follow the amalgamation. The financial, managerial and technical resources, personnel capabilities, skills, expertise and technologies of the Transferor Company and the Transferee Company pooled in the merged entity, will lead to increased competitive strength, productivity gains and logistic advantages. As such the amalgamation of the Transferor Company with the Transferee Company will also result in the formation of a larger company having greater capacity to raise and access funds for growth and expansion of its business, selling its products and conducting trade on more favourable terms. The amalgamation will enable greater realisation of the potential of the business of the Transferor Company and the Transferee Company in the merged entity.

### e) In case of cash consideration -amount or otherwise share exchange ratio:

No cash transaction is involved in the above amalgamation of CAIL with CML. Since both are wholly owned subsidiaries of EIL, entire fresh equity shares will be issued to the shareholders of Transferor Company i.e. EIL as per the Scheme of Amalgamation.



## f) Brief details of Change in Shareholding Pattern (if any) of listed entity:

Neither CML nor CAIL is listed. This amalgamation has no effect on the shareholding pattern of Exide Industries Limited.

Kindly acknowledge receipt.

Yours faithfully,

For Exide Industries Limited

Jitendra Kumar

Company Secretary and

Senior Vice President - Legal

ACS No. 11159