

August 12, 2023

National Stock Exchange of India Limited
Listing Compliance Department
“Exchange Plaza”
Bandra – Kurla Complex
Bandra East, Mumbai – 400 051
NSE Symbol: AMARAJABAT

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001
BSE SCRIP CODE: 500008

Sub: Proceedings of 38th Annual General Meeting held on August 12, 2023

Dear Sir/ Madam,

We refer to our letter dated May 23, 2023, we wish to inform that the 38th Annual General Meeting, was held today i.e. Saturday, August 12, 2023 at 3.00 P.M. IST, through Video Conference/ Other Audio-Visual Means, in compliance with circulars issued by Ministry of Corporate Affairs and other applicable provisions of the Companies Act, 2013 and circulars issued by the Securities and Exchange Board of India (SEBI).

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of the proceedings of 38th Annual General Meeting of the Company held on August 12, 2023.

This is for your kind information and record.

Thanking you

Yours faithfully,
For Amara Raja Batteries Limited

Vikas Sabharwal
Company Secretary

Encl: a/a

Summary of proceedings of 38th Annual General Meeting of the members of Amara Raja Batteries Limited held on Saturday, August 12, 2023 at 03:00 PM through Video Conference (VC)/ Other Audio-Visual Means (OAVM).

The 38th Annual General Meeting (AGM) of the members of the Company was held on Saturday, August 12, 2023 through Video Conference VC/OAVM, in compliance with 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as the Circulars) along with applicable provisions of the Companies Act, 2013 (Act).

Pursuant to Article 13.7 of Articles of Association of the Company, Mr. Jayadev Galla, Chairperson of the Board, took the Chair and conducted the proceedings of 38th AGM.

Directors in attendance (Joined over VC)	
Mr. Jayadev Galla	Chairperson, Managing Director & CEO; Chairperson of Corporate Social Responsibility Committee
Mr. Harshavardhana Gourineni	Executive Director
Mr. Vikramadithya Gourineni	Executive Director
Mr. N Sri Vishnu Raju	Independent Director, Chairperson of Audit Committee, Nomination and Remuneration Committee & Risk Management Committee
Mr. T R Narayanaswamy	Independent Director, Chairperson of Stakeholders Relationship Management Committee
Ms. Bhairavi Tushar Jani	Independent Director
Mr. Annush Ramasamy	Independent Director

Mr. Vikas Sabharwal, Company Secretary, welcomed the members to AGM and informed that all the Directors of the Company attended the AGM from their respective locations, including the Chairperson of the Committee(s) of the Board, Senior Management Team, Joint Statutory Auditors and Secretarial Auditor. As there was requisite quorum present, he called the meeting to order.

Mr. Vikas Sabharwal, Company Secretary, informed the members that the Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts in which Directors are interested, as well as any other documents that are mandated to be made available for inspection by the members in accordance with the Act, were available for inspection electronically. Members if interested, in inspecting the same, were requested to send an email to investorservices@amararaja.com. He also informed that as the AGM was held through VC/ OAVM, the facility for appointment of proxies by the members is not applicable. He then requested the Chairman and Executive Directors to address the members.

Mr. Jayadev Galla, Chairman welcomed and addressed the Members and thereafter Mr. Harshavardhana Gourineni and Mr. Vikramadithya Gourineni, Executive Directors delivered their addresses to the members.

Mr. Vikas Sabharwal, Company Secretary, with the concurrence of all the members present informed that the notice convening the 38th AGM of the Company was taken as read and tabled all resolutions as per the notice of 38th AGM for evoting at the meeting.

He also informed the members that the Joint Statutory Auditors' Report and Secretarial Audit report does not contain any qualifications or observations or adverse remarks, and in accordance with the provisions of the Act, the said report(s) were taken as read.

He further informed the members that

- The Company had provided remote e-voting facility to the members to exercise their vote in respect of business proposed in the notice of 38th AGM through National Securities Depository Limited (NSDL). The remote e-voting commenced on August 8, 2023 at 9:00 AM IST and ended on August 11, 2023 at 5:00 PM IST.
- The members who had not exercised their vote through remote e-voting are requested to cast their vote. The e-voting facility was kept active for 15 minutes after the conclusion of the AGM.
- Mr. R. Sridharan, M/s R. Sridharan & Associates, Practicing Company Secretary was appointed as the Scrutinizer for the remote e-voting and e-voting done during the AGM.

Thereafter, Members who had registered as speakers were invited one by one to pose their views/remarks or queries.

Mr. Jayadev Galla, Chairman, Managing Director & CEO, Mr. Harshavardhana Gourineni, Mr. Vikramadithya Gourineni, Executive Directors and other senior management team members addressed the queries raised by the speaker shareholders and other queries received by the company members through email.

The members casted their votes through e-voting facility available during the AGM on the following business as given in the notice of 38th AGM.

Ordinary Business

1. Adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2023, the report of the Auditors' thereon and the report of the Board of Directors'. (Ordinary resolution)
2. Adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with Auditors' Report thereon. (Ordinary resolution)
3. Confirmation of payment of Interim Dividend (Rs.2.90/- per equity share i.e. 290%) on Equity Shares and declaration of final dividend (Rs.3.20/- per equity share i.e.320%) on the Equity Shares of the Company for financial year ended March 31, 2023. (Ordinary resolution)
4. Reappointment of Mr. Vikramadithya Gourineni (DIN:03167659) who retired by rotation as a Director, and being eligible offered himself for reappointment. (Ordinary resolution)

Special Business:

5. Ratification of the remuneration of the Cost Auditors for the financial year 2023-24. (Ordinary resolution)
6. Change in name of the Company from 'Amara Raja Batteries Limited' to 'Amara Raja Energy & Mobility Limited'. (Special resolution)

7. Alteration in the Memorandum of Association and the Articles of Association of the Company.
(Special resolution)

Mr. Jayadev Galla, Chairman, thanked the members for joining the meeting through VC/ OAVM. He once again requested members who have not exercised their vote through remote e-voting to cast their vote through e-voting facility which will remain open for 15 minutes after the conclusion of the AGM.

He then authorized Mr. Vikas Sabharwal, Company Secretary, to accept and countersign the Scrutinizer's Report and declare the consolidated voting results, which shall be submitted to the stock exchanges where the shares of the Company are listed and the same will be available on the website of the Company and on e-voting platform of NSDL.

The meeting concluded at 5.05 P.M. (IST) (including time allowed for evoting at AGM).

For Amara Raja Batteries Limited

Vikas Sabharwal
Company Secretary