

August 8, 2020

National Stock Exchange of India Limited
"Exchange Plaza", Bandra – Kurla Complex
Bandra East
Mumbai – 400 051
Scrip Code: AMARAJABAT

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001
Scrip Code: 500008

Dear Sir,

Sub: Summary of the proceedings of 35th Annual General Meeting held on August 7, 2020

We refer to our letter dated July 07, 2020, informing you that the 35th Annual General Meeting (AGM) of the members of the Company is scheduled to be held through Video Conference (VC)/ other audiovisual means (OAVM) on August 7, 2020.

In this regard, we wish to inform that the AGM was held on Friday, August 7, 2020, through VC, in compliance with General Circular No. 14/2020, 20/2020 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.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of the proceedings of 35th Annual General Meeting of the Company held on August 7, 2020.

We request you to take on record the same and acknowledge.

Thanking you,

Yours faithfully,

For Amara Raja Batteries Limited

M R Rajaram
Company Secretary

Encl : a/a

Summary of proceedings of 35th Annual General Meeting of the members of Amara Raja Batteries Limited held on Friday, August 7, 2020 at 10:30 AM through Video Conference.

The 35th Annual General Meeting (AGM) of the members of the Company was held on Friday, August 7, 2020 through video conference (VC), in compliance with General Circular No. 20/2020 read with 14/2020 and 17/2020 issued by Ministry of Corporate Affairs, circulars issued by the Securities and Exchange Board of India and other applicable provisions of the Companies Act, 2013 ('Act').

Pursuant to Article 13.7 of Articles of Association of the Company, Dr. Ramachandra N Galla, Chairman of the Board, took the Chair and conducted the proceedings of AGM through VC. He introduced the Board of Directors, Key Managerial Personnel and informed that the statutory auditor(s) and secretarial auditors also joined the AGM through VC from their respective locations. All the directors were present at the AGM, including the Chairman of the Committee(s) of the Board. Thereafter he informed the members that requisite quorum being present, he called the meeting to order.

Mr. M R Rajaram, Company Secretary informed the members that the statutory registers maintained under the Companies Act, 2013, Auditors Report, Secretarial Audit Report, and other documents required for inspection of the members under the Act and Secretarial Standards, were available for electronic inspection. He also informed that as the AGM was held through VC, the facility for appointment of proxies by the members was not available. He then requested the Chairman to address the members.

The Chairman then delivered his speech and thereafter the Vice Chairman and Managing Director addressed the members.

Dr. Ramachandra N Galla, Chairman with the concurrence of all the members present, the notice convening the 35th Annual General Meeting (AGM) of the Company was taken as read. All the resolutions as mentioned in notice of 35th AGM were then tabled before the meeting.

Mr. M R Rajaram, Company Secretary, informed the members that the Auditors' Report and Secretarial Audit report did not contain any qualifications or observations. Accordingly, as per the provisions of the Act, the said report(s) were not 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 this AGM through National Securities Depository Limited (NSDL). The remote e-voting commenced on August 4, 2020 at 9:00 AM IST and ended on August 6, 2020 at 5:00 PM IST.
- E-voting was activated and the members who had not exercised their vote through remote e-voting are requested to cast their vote. The e-voting facility will remain open or active for 15 minutes after the conclusion of the meeting.

- Mr. V Suresh, Practicing Company Secretary was appointed as the Scrutinizer for the remote e-voting and e-voting done during the AGM.
- The Results along with scrutinizers report shall be submitted to the stock exchanges and the same will be available on the website of the Company and on e-voting platform of NSDL.
- He further stated that voting results for each resolution would be intimated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed and would also be placed on the website of the Company.

Members who had registered as speakers were invited one by one to pose their questions or queries on operations and financial performance of the Company. In addition to certain queries on financial statements/finance related queries, the members sought clarification on impact of COVID-19, capacity utilization, cost reduction initiatives, growth triggers, dividend etc.

Mr. Jayadev Galla, Vice Chairman and Managing Director and the senior management team first replied to the queries of the members received through e-mail and then to queries raised by the members during the meeting.

The members voted through remote e-voting and e-voting during the AGM on the following business as given in the notice of 35th AGM dated May 30, 2020:

Ordinary Business

1. Adoption of the audited standalone financial statements for the financial year ended March 31, 2020 together with the reports of the Board of Directors' and Auditors' thereon.
2. Adoption of the audited consolidated financial statements for the financial year ended March 31, 2020 together with Auditors' Report thereon.
3. Re-appointment of Dr. Ramachandra N Galla (DIN 00133761), as a Director of the Company, liable to retire by rotation.
4. Re-appointment of the joint statutory auditors of the Company and fix their remuneration for a second term of five years.

Special Business:

5. Ratification of the remuneration to be paid to the cost auditors of the Company for the financial year 2020-21.
6. Appointment of Dr. Ramadevi Gourineni (DIN: 01347211), as a Director liable to retire by rotation.

7. Appointment of Mrs. Bhairavi Tushar Jani (DIN: 00185929) as a Non-Executive Independent Director for a second term of five consecutive years from August 14, 2020 to August 13, 2025.
8. Re-appointment of Mr. Jayadev Galla (DIN: 00143610) as Vice Chairman and Managing Director of the Company for a term of five (5) years effective from September 1, 2020.
9. Approval for the payment of Commission to Dr. Ramachandra N Galla (DIN: 00133761), Non-Executive Chairman @ 3% p.a. for the financial year 2020-21.

Dr. Ramachandra N Galla, Chairman thanked the members for joining the meeting through VC. He once again requested members who have not exercised their vote through remote e-voting to cast their vote through e-voting which will remain open for 15 minutes after the conclusion of the meeting and authorized Mr. M R Rajaram, Company Secretary to declare the combined voting results. He then declared the 35th Annual General Meeting of the Company as concluded at 11:35 A.M.
