

December 26, 2025

National Stock Exchange of India Limited
Listing Compliance Department
Exchange Plaza
Bandra – Kurla Complex
Bandra East, Mumbai – 400 051
NSE Symbol: ARE&M

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

Dear Sir/ Madam,

Sub: Voting results and Scrutinizer's Report on the business transacted by way of Postal Ballot conducted through remote e-voting.

This is in reference to our letter dated November 25, 2025, enclosing therein Notice of Postal Ballot along with the Explanatory Statement seeking approval of Members of the Company, through remote e-voting for the following special businesses: -

1. To consider and approve Amara Raja Energy & Mobility Limited Employees Stock Option Scheme 2025
2. To consider and approve Grant of Options to the Employees of unlisted Subsidiary Company(ies), in India or outside India, under Amara Raja Energy & Mobility Limited Employees Stock Option Scheme
3. To consider and approve the Secondary Acquisition of Company's Shares through Trust Route for the Implementation of Amara Raja Energy & Mobility Limited Employees Stock Option Scheme, 2025
4. To consider and approve provision of money by the Company for purchase of Company's shares by the 'Amara Raja Energy & Mobility ESOS Trust', under the Amara Raja Energy & Mobility Limited Employees Stock Option Scheme, 2025

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 108 and Section 110 of the Companies Act, 2013 together with Companies (Management and Administration) Rules, 2014, we are submitting herewith the voting results of the business transacted by way of Postal Ballot in the prescribed format along with the Scrutinizer's report on the remote e-voting as **Annexure A** and **Annexure B** respectively.

In this regard, we wish to inform you that all the special resolutions set out in the Notice of Postal Ballot dated November 6, 2025, have been passed with requisite majority on December 25, 2025. These voting results along with the Scrutinizer's Report will also be made available on the Company's website at www.amararajaeandm.com and on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

We request you to take on record the same.

Thank you.

Yours faithfully,

For **Amara Raja Energy & Mobility Limited**
(Formerly known as Amara Raja Batteries Limited)



Vikas Sabharwal
Company Secretary &
Vice President - Legal
Encl: a/a

**Annexure A: Voting Results**

Name of the Company	Amara Raja Energy & Mobility Limited (Formerly known as Amara Raja Batteries Limited)
Date of the Postal Ballot	Thursday, December 25, 2025
Record Date	Wednesday, November 19, 2025
Total number of shareholders on record date	8,48,034
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	-
Public	-
No. of Resolutions considered at the meeting	4

Resolution No. 1: To consider and approve Amara Raja Energy & Mobility Limited Employees Stock Option Scheme 2025.	
Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
Public- Institutions	E-Voting	63186368	58456383	92.5142	44564764	13891619	76.2359	23.7641
	Poll							
	Postal Ballot (if applicable)							
	Total	63186368	58456383	92.5142	44564764	13891619	76.2359	23.7641
Public- Non Institutions	E-Voting	59693680	1718072	2.8781	1708807	9265	99.4607	0.5393
	Poll							
	Postal Ballot (if applicable)							
	Total	59693680	1718072	2.8781	1708807	9265	99.4607	0.5393
Total		183025364	120319771	65.7394	106418887	13900884	88.4467	11.5533
Whether resolution is Pass or Not.							Yes	



Resolution No. 2: To consider and approve Grant of Options to the Employees of unlisted Subsidiary Company(ies), in India or outside India, under Amara Raja Energy & Mobility Limited Employees Stock Option Scheme	
Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
Public- Institutions	E-Voting	63186368	58456383	92.5142	44613430	13842953	76.3192	23.6808
	Poll							
	Postal Ballot (if applicable)							
	Total	63186368	58456383	92.5142	44613430	13842953	76.3192	23.6808
Public- Non Institutions	E-Voting	59693680	1717798	2.8777	1662316	55482	96.7702	3.2298
	Poll							
	Postal Ballot (if applicable)							
	Total	59693680	1717798	2.8777	1662316	55482	96.7702	3.2298
Total		183025364	120319497	65.7392	106421062	13898435	88.4487	11.5513
Whether resolution is Pass or Not.							Yes	

Resolution No. 3: To consider and approve the Secondary Acquisition of Company's Shares through Trust Route for the Implementation of Amara Raja Energy & Mobility Limited Employees Stock Option Scheme, 2025	
Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
Public- Institutions	E-Voting	63186368	58456383	92.5142	44613430	13842953	76.3192	23.6808
	Poll							
	Postal Ballot (if applicable)							
	Total	63186368	58456383	92.5142	44613430	13842953	76.3192	23.6808
Public- Non Institutions	E-Voting	59693680	1718091	2.8782	1704646	13445	99.2174	0.7826
	Poll							
	Postal Ballot (if applicable)							
	Total	59693680	1718091	2.8782	1704646	13445	99.2174	0.7826
Total		183025364	120319790	65.7394	106463392	13856398	88.4837	11.5163
Whether resolution is Pass or Not.							Yes	

Resolution No. 4: To consider and approve provision of money by the Company for purchase of Company's shares by the 'Amara Raja Energy & Mobility ESOS Trust', under the Amara Raja Energy & Mobility Limited Employees Stock Option Scheme, 2025	
Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60145316	60145316	100.0000	60145316	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		60145316	60145316	100.0000	60145316	0	100.0000
Public- Institutions	E-Voting	63186368	58456383	92.5142	44613430	13842953	76.3192	23.6808
	Poll							
	Postal Ballot (if applicable)							
	Total		63186368	58456383	44613430	13842953	76.3192	23.6808
Public- Non Institutions	E-Voting	59693680	1718097	2.8782	1708591	9506	99.4467	0.5533
	Poll							
	Postal Ballot (if applicable)							
	Total		59693680	1718097	1708591	9506	99.4467	0.5533
Total		183025364	120319796	65.7394	106467337	13852459	88.4870	11.5130
Whether resolution is Pass or Not.							Yes	

We request you to take these on record.

For Amara Raja Energy & Mobility Limited
(Formerly known as Amara Raja Batteries Limited)

Vikas Sabharwal
Company Secretary &
Vice President – Legal



26th December, 2025

The Chairman
AMARA RAJA ENERGY & MOBILITY LIMITED
 Renigunta, Cuddapah road,
 Karakambadi,
 Tirupati Andhra Pradesh-517520

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolutions passed by the Board of Directors of **Amara Raja Energy & Mobility Limited (Formerly known as Amara Raja Batteries Limited)** on 6th November, 2025, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot process conducted through remote e-voting in respect of the following resolutions:

Reference to the Companies Act, 2013/ SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015	Type and Description of the resolutions
Section 62(1) (b) and other applicable provisions of the Companies Act, 2013 and other applicable regulations of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 and Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity)	<p><u>ITEM NO.1: TO CONSIDER AND APPROVE AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME 2025 ("SCHEME").</u></p> <p>SPECIAL RESOLUTION</p> <p>"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and rules thereunder, Regulation 6 and other relevant provisions of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and any circulars/notifications/guidance notes issued thereunder, as amended from time to time (collectively referred as "SEBI SBEB&SE Regulations"), the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), any other relevant regulations/guidelines, if any, issued by the SEBI or Reserve Bank of India ("RBI"), any other applicable laws and regulations (including any amendment thereto or modification(s) or re-enactment(s) thereof from time to time), Memorandum and Articles of Association of the Company, and subject to applicable approval(s) if so required, based on recommendation of the Nomination and Remuneration Committee ("NRC/Committee") and Board of Directors, the consent of Members of the Company be and is hereby accorded to the introduction and implementation of 'Amara Raja Energy & Mobility Limited Employees Stock Option Scheme 2025' ("Scheme") authorizing the Board of</p>

<p>Regulations, 2021.</p>	<p>Directors of the Company (hereinafter referred to as the "Board" which shall be deemed to include any committee, including the Nomination and Remuneration Committee which has been designated as the Compensation Committee for the purpose of SEBI SBEB&SE Regulations to exercise its powers, including the powers, conferred by this resolution) to create and grant from time to time, in one or more tranches, not exceeding 25,00,000 (Twenty Five Lakhs) employee stock options (being overall "Pool of Options") to or for the benefit of such employees working exclusively with the Company, whether in or outside India, including any Director, whether Whole-Time or not (excluding the employees/Directors who are Promoters and persons belonging to the Promoter Group, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company) subject to their eligibility as may be determined under the Scheme, exercisable into not more than 25,00,000 (Twenty Five Lakhs) fully paid up equity shares of face value of Re. 1 (Rupee One) each to be sourced through secondary acquisition, from time to time in one or more tranches at such point(s) in time as may be decided, through an irrevocable trust of the Company namely 'Amara Raja Energy & Mobility ESOS Trust' ("Trust") being set-up by the Company for administering the Scheme, where one Option upon exercise shall convert into one equity share subject to payment/recovery of requisite exercise price and applicable taxes, on such terms, conditions and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.</p> <p>RESOLVED FURTHER THAT the shares specified hereinabove shall be transferred by the Trust to the Eligible employees upon exercise of Options in accordance with the terms of the grant and provisions of the Scheme and such shares shall rank <i>pari passu</i> in all respects with the then existing Shares of the Company.</p> <p>RESOLVED FURTHER THAT in the event of any corporate action(s) such as a rights issue, bonus issue, merger, demerger, sale of a division, or any other similar transaction, if it becomes necessary for the Company/Trust to transfer additional equity shares to the Eligible Employees, as defined under the Scheme, in order to make a fair and reasonable adjustment to the Options already granted, then the ceiling on the number of equity shares, as specified above, shall be deemed to be automatically adjusted and increased to the extent of such additional shares required to be issued.</p> <p>RESOLVED FURTHER THAT the trustee(s) of the Trust shall not vote in respect of the Shares subscribed, acquired and held by such Trust.</p> <p>RESOLVED FURTHER THAT for the purposes of disclosures to the stock exchange(s), the shareholding of the Trust shall be shown as 'Non-Promoter and Non-Public Shareholding'.</p>
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	<p>RESOLVED FURTHER THAT the trustee of the Trust shall ensure compliance with the provisions of the SEBI SBEB&SE Regulations, Rules made under the Act and all other applicable laws at all times in connection with acquisition, holding and dealing in the Shares of the Company including but not limited to maintenance of proper books of accounts, records and documents in relation to the Scheme and the Trust with appropriate disclosures as prescribed.</p> <p>RESOLVED FURTHER THAT the Company and Trust shall conform to the accounting policies prescribed from time to time under the SEBI SBEB&SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Scheme.</p> <p>RESOLVED FURTHER THAT the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme subject to consent of the members by way of a special resolution to the extent required under the applicable laws including the SEBI SBEB&SE Regulations and to do all such acts, deeds, matters and things as maybe deemed fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Scheme and do all other things incidental and ancillary thereof.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including but not limited to appoint Advisors, Merchant Bankers, Consultants or Representatives, being incidental for the effective implementation and administration of the Scheme and to make applications to the appropriate authorities, for their requisite approvals and take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby also authorised to nominate and appoint one or more persons for carrying out any or all the activities that the Board of Directors are authorized to do for giving effect to this resolution."</p>
<p>Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 and other applicable regulations of the SEBI Listing Obligations and</p>	<p><u>ITEM NO.2: TO CONSIDER AND APPROVE GRANT OF OPTIONS TO THE EMPLOYEES OF UNLISTED SUBSIDIARY COMPANY(IES), IN INDIA OR OUTSIDE INDIA, UNDER AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME.</u></p> <p>SPECIAL RESOLUTION</p> <p>"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and rules thereunder, Regulation 6(3)(c) and other relevant provisions of</p>

<p>Disclosure Requirements) Regulations, 2015 and Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021.</p>	<p>the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and any circulars/notifications/guidance notes issued thereunder, as amended from time to time (collectively referred as "SEBI SBEB&SE Regulations"), the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), any other relevant regulations/guidelines, if any, issued by the SEBI or Reserve Bank of India ("RBI"), any other applicable laws and regulations (including any amendment thereto or modification(s) or re-enactment(s) thereof from time to time), Memorandum and Articles of Association of the Company, and subject to any applicable approval(s) if so required, based on recommendation of the Nomination and Remuneration Committee and Board of Directors, the consent of Members of the Company be and is hereby accorded to the Board of Directors (including Nomination & Remuneration Committee formed by the Board of Directors, designated as the Compensation Committee for this purpose), to extend the benefits of 'Amara Raja Energy & Mobility Limited Employees Stock Option Scheme 2025' ("Scheme") authorizing the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee, including the Nomination and Remuneration Committee which has been designated as the Compensation Committee for the purpose of SEBI SBEB&SE Regulations to exercise its powers, including the powers, conferred by this resolution) to create and grant from time to time, in one or more tranches, not exceeding 25,00,000 (Twenty Five Lakhs) employee stock options (being overall "Pool of Options") to or for the benefit of Eligible Employees of the unlisted Subsidiary Company(ies), whether in or outside India, including any Director, whether Whole-Time or not (excluding the employees/Directors who are Promoters and persons belonging to the Promoter Group, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company) subject to their eligibility as may be determined under the Scheme, exercisable into not more than 25,00,000 (Twenty Five Lakhs) fully paid up equity shares of face value of Re. 1 (Rupee One) each to be sourced through secondary acquisition, from time to time in one or more tranches at such point(s) in time as may be decided, through an irrevocable trust of the Company namely 'Amara Raja Energy & Mobility ESOS Trust' ("Trust") being set-up by the Company for administering the scheme, where one Option upon exercise shall convert into one equity share subject to payment/recovery of requisite exercise price and applicable taxes, on such terms and conditions, and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.</p> <p>RESOLVED FURTHER THAT the shares specified hereinabove shall be transferred by the Trust to the Eligible employees upon exercise of Options in accordance with the terms of the grant and provisions of the</p>
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Scheme and such shares shall rank *pari passu* in all respects with the then existing Shares of the Company.

RESOLVED FURTHER THAT in the event of any corporate action(s) such as a rights issue, bonus issue, merger, demerger, sale of a division, or any other similar transaction, if it becomes necessary for the Company/Trust to transfer additional equity shares to the Eligible Employees, as defined under the Scheme, in order to make a fair and reasonable adjustment to the Options already granted, then the ceiling on the number of equity shares, as specified above, shall be deemed to be automatically adjusted and increased to the extent of such additional shares required to be issued.

RESOLVED FURTHER THAT the trustee(s) of the Trust shall not vote in respect of the Shares subscribed, acquired and held by such Trust.

RESOLVED FURTHER THAT for the purposes of disclosures to the stock exchange(s), the shareholding of the Trust shall be shown as 'Non-Promoter and Non-Public Shareholding'.

RESOLVED FURTHER THAT the trustee of the Trust shall ensure compliance with the provisions of the SEBI SBEB&SE Regulations, Rules made under the Act and all other applicable laws at all times in connection with acquisition, holding and dealing in the Shares of the Company including but not limited to maintenance of proper books of accounts, records and documents in relation to the Scheme and the Trust with appropriate disclosures as prescribed.

RESOLVED FURTHER THAT the Company, unlisted Subsidiary(ies) and Trust shall conform to the accounting policies prescribed from time to time under the SEBI SBEB&SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Scheme.

RESOLVED FURTHER THAT the Board be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme subject to consent of the members by way of a special resolution to the extent required under the applicable laws including the SEBI SBEB&SE Regulations and to do all such acts, deeds, matters and things as may be deemed fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Scheme and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including but not limited to appoint Advisors,

	<p>Merchant Bankers, Consultants or Representatives, being incidental for the effective implementation and administration of the Scheme and to make applications to the appropriate authorities, for their requisite approvals and take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby also authorised to nominate and appoint one or more persons for carrying out any or all the activities that the Board of Directors are authorized to do for giving effect to this resolution."</p>
<p>Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 and other applicable regulations of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015 and Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021.</p>	<p><u>ITEM NO. 3: TO CONSIDER AND APPROVE THE SECONDARY ACQUISITION OF COMPANY'S SHARES THROUGH TRUST ROUTE FOR THE IMPLEMENTATION OF AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME, 2025 (SCHEME).</u></p> <p>SPECIAL RESOLUTION</p> <p>"RESOLVED THAT pursuant to the Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with rules framed thereunder, relevant provisions of the Regulation 3(6), 3(8), 3(11), 6(3)(a) and other relevant provisions of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and any circulars/notifications/guidance notes issued thereunder, as amended from time to time (collectively referred as "SEBI SBEB&SE Regulations"), the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), any other relevant regulations/guidelines, if any, prescribed by SEBI, the provisions of any other applicable laws and regulations (including any amendment thereto or modification(s) or re-enactment(s) thereof from time to time), the Memorandum and Articles of Association of the Company, and subject to applicable approval(s) if so required, based on recommendation of the Nomination and Remuneration Committee and Board of Directors, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (including Nomination & Remuneration Committee formed by the Board of Directors, designated as the Compensation Committee for this purpose), to acquire not exceeding 25,00,000 (Twenty Five Lakhs) fully paid up equity shares ("Shares") of face value of Re. 1/- (Rupee one) each fully paid-up, to be sourced through secondary acquisition, from time to time, in one or more tranches, through the irrevocable trust of the Company namely the 'Amara Raja Energy & Mobility ESOS Trust' ("Trust"), being set up by the Company, for the purpose of administering and implementation of the Amara Raja Energy & Mobility Limited Employees Stock Option Scheme, 2025 (Scheme) in due compliance with the provisions of the SEBI SBEB&SE Regulations and other applicable laws.</p>

	<p>RESOLVED FURTHER THAT the total number of shares under secondary acquisition held by the Trust in pursuance of the Scheme shall at no time exceed 2% of the paid-up equity capital of the Company at the end of the financial year immediately prior to the year in which members' approval is obtained, in compliance with the SEBI (SBEB&SE) Regulations as amended, and that secondary acquisition by the Trust in any financial year shall not exceed 2% of the paid-up equity capital as at the end of the respective preceding financial year.</p> <p>RESOLVED FURTHER THAT in the event of any corporate action(s) such as a rights issue, bonus issue, merger, demerger, sale of a division, or any other similar transaction, the ceiling aforesaid in terms of number of equity shares intended to be purchased by the Trust from secondary acquisition shall be adjusted with a view to facilitate fair and reasonable adjustment to the Eligible Employees as per provisions of the SEBI SBEB&SE Regulations and such adjusted number of shares shall be deemed to be the ceiling as originally approved.</p> <p>RESOLVED FURTHER THAT the Trust shall not deal in derivatives and shall undertake only delivery-based transactions for the purposes of secondary acquisition as permitted under the SEBI SBEB&SE Regulations.</p> <p>RESOLVED FURTHER THAT the Trustees of the Trust shall ensure compliance of the provisions of the SEBI SBEB&SE Regulations, the Act, and all other applicable laws at all times in connection with dealing with the Equity Shares of the Company including but not limited to maintenance of proper books of account, records and documents as prescribed.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including but not limited to appoint Advisors, Merchant Bankers, Consultants or Representatives, being incidental for the effective implementation and administration of the Scheme and to make applications to the appropriate authorities, for their requisite approvals and take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby also authorised to nominate and appoint one or more persons for carrying out any or all the activities that the Board of Directors are authorized to do for giving effect to this resolution."</p>
<p>Section 67(3) (b) and other applicable provisions of the Companies Act, 2013 and other applicable</p>	<p><u>ITEM NO.4: TO CONSIDER AND APPROVE PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF COMPANY'S SHARES BY THE 'AMARA RAJA ENERGY & MOBILITY ESOS TRUST' ("TRUST"), UNDER THE AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME, 2025 (SCHEME).</u></p>

<p>regulations of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015.</p>	<p>SPECIAL RESOLUTION</p> <p>"RESOLVED THAT pursuant to the provisions of Section 67(3)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with rules framed thereunder, relevant provisions of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, and any circulars/notifications/guidance notes issued thereunder, as amended from time to time ("SEBI SBEB&SE Regulations"), the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), any other relevant regulations/guidelines, the Memorandum and Articles of Association of the Company, and subject to applicable approval(s) if so required, based on recommendation of the Nomination and Remuneration Committee and Board of Directors, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee, designated as the Compensation Committee for this purpose) to grant a loan, provide guarantee or security in connection with a loan granted or to be granted, in one or more tranches, to the irrevocable trust being set up by the Company namely the 'Amara Raja Energy & Mobility ESOS Trust' ("Trust") by such sum of money not exceeding 5% of the aggregate of the paid up share capital and free reserves of the Company or other limit as prescribed under the applicable laws, from time to time, with a view to enable the Trust to acquire / purchase / subscribe to fully paid-up equity shares of the Company of face value of Re. 1/- (Rupee one) each, in or more tranches, through secondary acquisition for the purposes of 'Amara Raja Energy & Mobility Limited Employees Stock Option Scheme 2025' ("Scheme") subject to the ceiling of Equity Shares ("Shares") as may be prescribed under the Scheme or any other share based employee benefit Scheme which may be introduced by the Company from time to time, with a view to purchase such Shares in line with contemplated objectives of the Scheme or for any other purpose(s) as permitted under and in due compliance with the provisions of the SEBI (SBEB&SE) Regulations, the Act and any other applicable laws and regulations.</p> <p>RESOLVED FURTHER THAT the Trust shall use the loan amount disbursed from time to time only for the purposes of the Scheme strictly in accordance with the provisions of SEBI SBEB&SE Regulations.</p> <p>RESOLVED FURTHER THAT the loan provided by the Company shall be interest free and the tenure of such loan shall be in accordance with the terms of the Scheme and shall be repayable to the Company upon realization of the proceeds on permitted sale/ transfer of shares including realization of exercise price and any other eventual income of the Trust.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to decide the quantum and other details of the said loan (including number of tranches, security/guarantees) to be provided and to do all such acts, deeds, matters and things including authorizing officials of the Company for signing of deeds, documents, letters and such other papers as may be necessary, desirable and expedient, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient.</p>
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	<p>RESOLVED FURTHER THAT the Trustees of the Trust shall ensure compliance of the provisions of the SEBI SBEB&SE Regulations, the Act, and all other applicable laws at all times in connection with dealing with the Shares of the Company including but not limited to maintenance of proper books of account, records and documents as prescribed.</p> <p>RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient and to nominate and appoint one or more persons for carrying out any or all of the activities that the Board of Directors is authorised to do for giving effect to this resolution."</p>
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WE REPORT that in accordance with the provisions of the Act and Ministry of Corporate Affairs, Government of India's General Circular Nos. 14/2020 dated April 08, 2020; 17 /2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39 /2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 3/2022 dated May 5, 2022; 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 09/2024 dated September 19, 2024 and 03/2025 dated September 22,2025 including any other circular issued in this regard ('relevant Circulars'), the Company has sent Postal Ballot Notice dated 6th November, 2025 on 25th November, 2025 through electronic mode only to those Members whose e-mail addresses are registered with the Company (in respect of the shares held in physical form) and with their Depositories (in respect of the shares held in Demat Form) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Wednesday, 19th November, 2025 ("Cut-off date").

WE REPORT that the management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot through remote e-voting on the resolutions contained in the Postal Ballot Notice. Our responsibility as a scrutinizer for Postal Ballot through remote e-voting only is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company.

WE REPORT that as stated in the notice sent to the members, the Company had fixed Thursday, December 25, 2025 as the last date for remote e-voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS LINE**" in 'English' and "**EENADU AND ANDHRA JYOTHI**" in vernacular language 'Telugu' on November 26, 2025 informing about the dispatch of the Postal Ballot Notice and other related matters mentioned therein. We have received remote e-voting from the members during the period **November 26, 2025 (9:00 A.M. IST)** to **December 25, 2025 (5:00 P.M. IST)**.

All the votes received up to the closure of working hours (**5:00 P.M. IST**) on Thursday, December 25, 2025, the last date fixed by the Company for receipt of remote e-voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, number of Shares held, Number of Votes Cast, Assented, Dissented and Rejected were generated.

WE REPORT that out of **848034** Shareholders, we have received valid remote e-voting from **1723** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot remote e-voting	November 26, 2025 (9:00 a.m. IST) to December 25, 2025 (5:00 p.m. IST)		
Total No. of Shareholders	848034		
Total No. of Shares	183025364		
Particulars	As per Postal Ballot	As per remote e-voting	Total
Postal Ballot Forms Received	-	1723	1723
Less: Invalid Forms	-	0	0
Net Valid Forms	-	1723	1723

ITEM NO.1: TO CONSIDER AND APPROVE AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME 2025 ("SCHEME").

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
1502	106418887	88.447

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
221	13900884	11.553

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM NO.2: TO CONSIDER AND APPROVE GRANT OF OPTIONS TO THE EMPLOYEES OF UNLISTED SUBSIDIARY COMPANY(IES), IN INDIA OR OUTSIDE INDIA, UNDER AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
1478	106421062	88.449

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	% of total number of valid votes cast
241	13898435	11.551

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.2 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM NO. 3: TO CONSIDER AND APPROVE THE SECONDARY ACQUISITION OF COMPANY'S SHARES THROUGH TRUST ROUTE FOR THE IMPLEMENTATION OF AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME, 2025 (SCHEME).

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
1495	106463392	88.484

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
223	13856398	11.516

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.3 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM NO.4: TO CONSIDER AND APPROVE PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF COMPANY'S SHARES BY THE 'AMARA RAJA ENERGY & MOBILITY ESOS TRUST' ("TRUST"), UNDER THE AMARA RAJA ENERGY & MOBILITY LIMITED EMPLOYEES STOCK OPTION SCHEME, 2025 (SCHEME).

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
1498	106467337	88.487

(ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
220	13852459	11.513

(iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.4 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

WE FURTHER REPORT that as per the notice of Postal Ballot dated 6th November, 2025. The results of the remote e-voting will be announced by the Chairman of the Company, or any person authorized by him on or before Saturday, 27th December, 2025. The results of the voting along with the Scrutinizer's Report will be made available on the Company's website i.e. <https://amararajaeandm.com/Investors/annual-general-meetings> and will also be displayed in the notice board at the registered office of the Company and the website of NSDL at www.evoting.nsdl.com and also will be communicated to BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"), where the Company's equity shares are listed and be available on their respective websites, i.e., www.bseindia.com and www.nseindia.com.

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as

...Continuation Sheet

the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman considers, approves and signs the minutes of the Postal Ballot.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot remote e-voting

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

R
Sridharan
Digitally signed
by R Sridharan
Date:
2025.12.26
11:55:33 +05'30'

CS R SRIDHARAN

FCS No. 4775

C P No. 3239

PR No. 6232/2024

UDIN: F004775G002806409