

# NOTICE OF THE ANNUAL GENERAL MEETING

To the Members of  
**Amara Raja Batteries Limited**

NOTICE is hereby given that the 38<sup>th</sup> Annual General Meeting (AGM) of the members of Amara Raja Batteries Limited will be held on **Saturday, August 12, 2023**, from 03:00 P.M IST onwards through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

## Ordinary Business:

To consider, and if thought fit, to pass, the following resolution nos. from 1 to 4, as ordinary resolution(s).

- To receive, consider and adopt 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'.**
- To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with the Auditors' report thereon.**
- To confirm the payment of the Interim Dividend (₹2.90/- per equity share i.e. 290%) on Equity Shares and to declare final dividend (₹3.20/- per equity share i.e. 320%) on the Equity Shares of the Company for the financial year ended March 31, 2023.**
- To reappoint Mr. Vikramadithya Gourineni (DIN: 03167659) who retires by rotation as a Director, and being eligible offers himself for reappointment.**

## Special Business:

- To ratify the remuneration of the Cost Auditors for the financial year 2023-24.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

**"RESOLVED** that pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, M/s. Sagar &

Associates, Cost Accountants, Hyderabad, Firm Registration No. 000118, appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2023-24 at a remuneration of ₹4,75,000/- (Rupees Four lakhs Seventy Five Thousand only) plus reimbursement of out of pocket expenses and applicable taxes be and is hereby ratified.

**RESOLVED FURTHER** that any of the Directors or Key Managerial Personnel of the Company be and they are hereby severally authorised to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution."

- Change in name of the Company from 'Amara Raja Batteries Limited' to 'Amara Raja Energy & Mobility Limited'.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED** that pursuant to the provisions of sections 4, 5, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013, read with rule 29 of the Companies (Incorporation) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, any other applicable law(s), regulation(s), rule(s) or guideline(s), the provisions of the Memorandum of Association and the Articles of Association of the Company and regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the approval of the Registrar of Companies-Vijayawada, Andhra Pradesh ("ROC"), Central Registration Centre and other regulatory authorities, as may be applicable, consent of the members of the Company be and is hereby accorded to change the name of the Company from **"Amara Raja Batteries Limited"** to **"Amara Raja Energy & Mobility Limited"**.

**RESOLVED FURTHER** that the Board of Directors be and is hereby authorized to delegate the powers to any Director and/or Company Secretary and/or Chief Financial Officer of

the Company to file all the necessary forms and/or returns and make an application in Form No. INC-24 and/or any other e-form to the ROC and/or to Central Government and/or Statutory Authorities and make an application to the stock exchanges, where the equity shares of the Company are listed and to do all such other acts, things and deeds as may be necessary and incidental thereto, to give effect to this resolution to change the name of the Company.

**7. Alteration in the Memorandum of Association and the Articles of Association of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED** that pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, any other applicable law(s), regulation(s), rule(s) or guideline(s), upon receipt of a fresh certificate of incorporation from Registrar of Companies- Vijayawada, Andhra Pradesh, the Clause I i.e. Name Clause of the Memorandum of Association of the Company be substituted by the following clause:

- i. *“The name of the Company is Amara Raja Energy & Mobility Limited”.*

**RESOLVED FURTHER** that in terms of section 14 and other applicable provisions, if any, of the Act, consent of the members of the Company be and is hereby accorded to substitute article 2.8 of the Articles of Association of the Company in the following manner:

- 2.8 *“The Company” or “This Company” means Amara Raja Energy & Mobility Limited.*

**RESOLVED FURTHER** that upon approval by Registrar of Companies-Vijayawada, Andhra Pradesh, the Memorandum of Association and the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with **Amara Raja Energy & Mobility Limited**.

**RESOLVED FURTHER** that for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to delegate the powers to any Director and/or Company Secretary and/or Chief Financial Officer of the Company to file all the necessary forms and/or returns and/or any other e-form to the Registrar of Companies and/or to Central Government and/or to Statutory Authorities for the approval as above and to do all such other acts, things, deeds and matters as may be necessary and incidental thereto, to give effect to this resolution.”

**By order of the Board of Directors  
For Amara Raja Batteries Limited**

**Vikas Sabharwal**  
Company Secretary

Place: Hyderabad  
Date: July 7, 2023

Corporate Identification Number (CIN): L31402AP1985PLC005305

**Registered Office:**

Renigunta-Cuddapah Road  
Karakambadi, Tirupati, Andhra Pradesh – 517 520  
Tel: 91 (877) 226 5000  
Fax: 91 (877) 228 5600  
E-mail id: [investorservices@amararaja.com](mailto:investorservices@amararaja.com)  
Website: [www.amararajabatteries.com](http://www.amararajabatteries.com)

**Notes:**

1. Pursuant to the General Circular No. 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”), companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue for the 38<sup>th</sup> AGM shall be the Registered office of the Company from where the proceedings of the Meeting are deemed to be made.
2. The VC/OAVM facility for members to join the meeting, shall be kept open 30 minutes before the start of the AGM. Members can attend and participate in the AGM through VC/OAVM only by following the instructions given in Serial No. 25 of this Notice.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy so appointed need not be a member of the Company. Since this AGM is being held pursuant to the aforesaid Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route map are not annexed to this Notice.
4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization should be sent to the Scrutinizer by email through its registered email address to [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. An explanatory statement pursuant to Section 102(1) of the Act and the Rules made thereunder and pursuant to the relevant regulation of Listing Regulations, that sets out details relating to the special business to be transacted at the meeting, is annexed hereto as **Annexure-I** and forms part of the notice.
7. Brief profile of Mr. Vikramadithya Gourineni, Director, proposed to be reappointed, along with the names of the Companies in which he holds directorships and memberships/chairmanships of Board, Committees, shareholding and other details as required under Secretarial Standard on General Meetings and Listing Regulations are furnished as **Annexure-II** and forms part of the notice.
8. In compliance with the aforesaid Circulars, the Annual Report 2022-23 including the notice of the AGM, inter-alia, indicating the process and manner of remote e-voting, attending AGM through VC/OAVM and instructions for members for e-voting on the day of AGM are being sent by electronic mode to all the members whose e-mail address are registered with the Company/Depositories for communication purposes. Members holding shares in physical/demat form who have not registered their email address with the Company or the Depository Participants can get the same registered with the Company as per the procedure provided in Serial No. 24.
9. Members may also note that the notice of the AGM and the Annual Report 2022-23 would be posted on the Company's website [www.amararajabatteries.com](http://www.amararajabatteries.com), and also on the websites of the stock exchanges i.e. BSE and NSE at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM notice will be also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company shall send physical copy of the Annual Report 2022-23 to the Members who specifically request for the same by sending an email at [investorservices@amararaja.com](mailto:investorservices@amararaja.com).
10. The registers i.e. Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested maintained under Section 170 and Section 189 of the Act respectively will be available electronically for inspection by members during the AGM. All documents referred to in this Notice and the Explanatory Statement annexed hereto will also be available for electronic inspection without any fee by the members from the date of circulation of this notice up to the date of AGM, i.e. August 12, 2023. Members seeking to inspect such documents can send an email to [investorservices@amararaja.com](mailto:investorservices@amararaja.com).
11. The register of members and share transfer books of the Company will remain closed from Saturday, July 29, 2023 to Friday, August 4, 2023 (both days inclusive), for the purpose of determining the entitlement of member to the final dividend for the financial year 2022-23, if declared at the meeting.

12. The record date for the purpose of final dividend of financial year 2022-2023 is Friday, July 28, 2023. The final dividend, if declared, shall be paid on or before September 10, 2023, to those members whose name appear in the register of members or in case of shares held in dematerialised form to the beneficiaries, as of the close of business hours of the record date, as per details furnished by NSDL and CDSL.
13. Pursuant to the amendments in the Income Tax Act, dividend income is taxable in the hands of the members effective from April 1, 2020 and the Company is required to deduct tax at source (TDS) from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 (the IT Act). In general, to enable compliance with TDS requirements, members are requested to complete and / or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company by sending email to the Company's email address at [investorservices@amararaja.com](mailto:investorservices@amararaja.com) and/or [investor@cameoindia.com](mailto:investor@cameoindia.com).
- For more details, members are requested to refer "Communication on tax deduction at source on dividend distribution" appended to this notice.
14. The recorded transcript of the AGM, shall also be made available on the website of the Company [www.amararajabatteries.com](http://www.amararajabatteries.com) in the Investors section as soon as possible, after the meeting is concluded.
15. Questions prior to AGM: Members seeking any information or ask questions with regard to the financial statements of the Company or on any matter in the annual report 2022-23, are requested to write from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at [investorservices@amararaja.com](mailto:investorservices@amararaja.com) on or before Tuesday, August 8, 2023. Such information sought or questions by the members shall be furnished or replied by the Company suitably.
16. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited, Unit: Amara Raja Batteries Limited, V Floor, Subramanian Building, Club House Road, Anna Salai, Chennai - 600002 ("Cameo" or "RTA") for assistance in this regard.
17. To support the 'Green Initiative', members who have not registered their e-mail addresses so far are requested to register their e-mail address with their Depository participants (DPs), in case the shares are held by them in electronic form/ Demat form and with Cameo Corporate Services Limited in case the shares are held by them in physical form for receiving all communication(s) including Annual Report, Notices, Circulars, etc. from the Company electronically. Alternatively, members holding shares in physical form are requested to visit <https://investors.cameoindia.com> to register their e-mail address and mobile number with the Company.
18. Members are requested to register or intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, PAN, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc to their Depository Participants with whom they are maintaining their demat accounts in case the shares are held by them in electronic form/demat form and to Cameo in case the shares are held by them in physical form.
19. SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN and Bank account details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank details to the RTA. The following documents need to be provided for updation of Bank Account Details - Name and Branch of the Bank in which you wish to receive dividend, Bank Account type, Bank Account number, 9 digits MICR Code number, 11 digits IFSC Code and a Scanned Copy of the cancelled cheque bearing the name of the first shareholder.
20. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of this, in order to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members holding shares in physical form are requested to convert their holdings to dematerialized form. Members can contact

the Company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited, for assistance in this regard.

21. Pursuant to the provisions of Section 124(5) of the Act, the amount of dividend (s) declared/paid up to the financial year 2015-16 and remaining unpaid for 7 years has been transferred, from time to time on respective due dates, to the Investors Education and Protection Fund (IEPF). Due date for transfer of unclaimed/unpaid dividend for FY 2016-17 and thereafter to IEPF are given in other requirements/information part of the Corporate Governance report. Details of unpaid/unclaimed dividends lying with the Company as on March 31, 2023 is available on the website of the Company i.e. [www.amararajabatteries.com](http://www.amararajabatteries.com).
22. As per the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2017 and amendments made thereunder (Rules), all shares in respect of which dividend remains unpaid or unclaimed for seven years, or more, are required to be transferred to the Investor Education and Protection Fund (IEPF) Authority. The shareholders are requested to claim their unpaid/unclaimed dividend in order to avoid transfer of shares to IEPF Authority. The Company has transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as per Rules. The details of shares transferred to IEPF have also been uploaded on the website of the IEPF Authority and the same can be accessed at [www.iepf.gov.in](http://www.iepf.gov.in). Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed
23. **Voting through Electronic Means (Remote e-voting):-**
  - i. In compliance with the provisions of Section 108, 110 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the Listing Regulations, the Company is pleased to provide e-voting facility to the members to exercise their right to vote on resolutions set forth in the notice convening the 38<sup>th</sup> AGM by electronic means. The Company has engaged the services of National Securities Depository Limited (NSDL) as the authorised agency to provide e-voting facilities. The instructions for remote e-voting are given in Serial No. 24.
  - ii. The remote e-voting event number (EVEN) is 124288. The remote e-voting will commence on Tuesday, August 8, 2023 (9:00 a.m. IST) and ends on Friday, August 11, 2023 (5:00 p.m. IST). During this period, members of the Company, holding shares either in physical form or in dematerialized form as on Saturday, August 5, 2023 i.e. cut-off date may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast, the Member shall not be allowed to change it subsequently or cast the vote again.
  - iii. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. Saturday, August 5, 2023, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Saturday, August 5, 2023 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
  - iv. The members who have cast their vote by e-voting prior to the meeting may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again.
  - v. The facility for remote e-voting shall be made available during the AGM and those members who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM. The procedure for e-Voting on the day of the AGM is same as the instructions given in Serial No. 24 for Remote e-voting.
  - vi. The voting rights of the members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date i.e.

Saturday, August 5, 2023. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the Depositories as on the cut-off date i.e. Saturday, August 5, 2023 shall only be entitled to avail the facility of remote e-voting and during the AGM.

- vii. The Board of Directors has appointed Mr. R Sridharan (Membership No. FCS 4775 and CP No. 3239) from M/s R. Sridharan & Associates, Company Secretaries as Scrutinizer and failing him Ms. Srinidhi Sridharan, (Membership No. FCS 12510 and CP No. 17990) from M/s Srinidhi Sridharan & Associates to scrutinize the remote e-voting process and voting during the AGM in a fair and transparent manner.
- viii. The Scrutinizer shall, immediately after the conclusion of voting during the meeting, would first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later than two (2) working days from the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorised by the Chairman for counter signature.
- ix. The Results shall be declared by the Chairman or by an authorized person of the Chairman and the resolutions will be deemed to have been passed on the date of

AGM, subject to receipt of requisite number of votes in favour of the resolutions.

- x. After declaration of the results, the same shall be placed along with the Scrutinizer's Report(s) on the website of the Company [www.amararajabatteries.com](http://www.amararajabatteries.com) and on NSDL's website <https://evoting.nsdl.com> and communicated to the Stock Exchanges i.e. BSE and NSE, where the shares of the Company are listed for placing the same on their website(s).

## 24. E-Voting instructions:

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step 1: Access to NSDL e-Voting system

##### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

Type of shareholders	Login Method
	<ol style="list-style-type: none"> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

### NSDL Mobile App is available on

 App Store



 Google Play



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi/Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

### Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 124288 then user ID is 124288001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.



8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investorservices@amararaja.com](mailto:investorservices@amararaja.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investorservices@amararaja.com](mailto:investorservices@amararaja.com)
3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

4. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
  5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
- ii. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first serve basis.
  - iii. Members are encouraged to join the Meeting through Laptops for better experience.
  - iv. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  - v. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
  - vi. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [investorservices@amararaja.com](mailto:investorservices@amararaja.com). The same will be replied by the company suitably.
  - vii. **Registration of Speaker:** Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [investorservices@amararaja.com](mailto:investorservices@amararaja.com) from Saturday, August 5, 2023 (9:00 a.m IST) to Tuesday, August 8, 2023 (5:00 p.m IST). Those members who have registered themselves as a speaker in advance will only be allowed to express their views/ask questions during the AGM.
  - viii. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
  - ix. In case any assistance is needed, members may contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or at toll free no. 1800 1020 990 and 1800 22 44 30.

**The instructions for Members for e-voting on the day of the AGM are as under:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**25. Instructions for Members for attending the AGM through VC/OAVM are as under:**

- i. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

**By order of the Board of Directors  
For Amara Raja Batteries Limited**

Place: Hyderabad  
Date: July 7, 2023

**Vikas Sabharwal**  
Company Secretary

**Statement pursuant to Section 102 (1) of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

The following statement sets out all material facts relating to special business mentioned in the accompanying notice dated July 7, 2023 and shall be taken as forming part of the notice.

**Item No. 5**

The Board of Directors at their meeting held on May 23, 2023, on recommendation of the Audit Committee, approved the appointment of M/s. Sagar & Associates, Cost Accountants, Hyderabad, Firm Registration No. 000118, as Cost Auditors of the Company to conduct the audit of the cost records of the Company in respect of products manufactured by the Company falling under CETA code 8507 i.e. Electric Accumulators, including separators for the financial year 2023-24 on a remuneration of ₹4,75,000 (Rupees Four Lakhs Seventy-Five Thousand only) plus reimbursement of out of pocket expenses and applicable taxes.

Pursuant to the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, approval of the members is sought by way of an ordinary resolution as set out at item no. 5 of the notice ratifying the remuneration payable to the Cost Auditors for the financial year 2023-24.

The Board, based on the recommendation of the Audit Committee, unanimously, recommends the ordinary resolution as set out in item no. 5 of this notice.

None of the Directors and Key Managerial Personnel or their relatives are interested financially or otherwise in the resolution as set out in item no. 5 of this notice

**Item Nos. 6 and 7**

Clean energy and sustainable mobility have become the driving forces, as climate change and depleting natural resources are nudging us towards a cleaner and greener future. With this in mind, around two years ago, Amara Raja made a strategic decision of shifting from being a “battery manufacturer” to a comprehensive solutions provider in the Energy & Mobility sector.

To better reflect our new direction and align our corporate identity with our expanded portfolio of services and long-term plans, it is proposed to change the name of the Company to **Amara Raja Energy & Mobility Limited**. This new name encompasses our diverse range of solutions and products, which includes Batteries, Energy Storage Solutions, Lithium-ion Cell Manufacturing, EV chargers, Hybrid Solutions, Lithium-ion Battery Pack Manufacturing, and exploration of new cell chemistries, among others. We have successfully diversified into new areas and offer

innovative solutions to meet the evolving needs of our customers and the industry.

The proposed name, **Amara Raja Energy & Mobility Limited**, conveys our commitment to becoming a leader in the energy and mobility sector. It accurately represents our current business activities and future aspirations to strengthen our market position, enhance our brand value, and capitalize on new opportunities in this ever-evolving segment.

The Board of Directors (“Board”) of the Company has, subject to the approval of the members of the Company by way of special resolution, approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved the change in name of the Company from Amara Raja Batteries Limited to “Amara Raja Energy & Mobility Limited” and the consequent amendments to the Memorandum of Association and the Articles of Association of the Company.

Pursuant to the form RUN (Reserve Unique Name) filed by the Company for reservation of name, the Central Registration Centre, of Ministry of Corporate Affairs, has approved the said form and reserved the proposed name i.e. “Amara Raja Energy & Mobility Limited”.

The proposed change in name would be subject to the necessary approvals in terms of Sections 4 and 13 of the Act. As the aforesaid Sections require approval of the members of the Company by way of passing Special Resolution, your Directors recommend the resolutions set out in item Nos. 6 and 7 for your approval.

The Company has complied with the requirements of regulation 45 of the Listing Regulations and has obtained a certificate for the same from a practicing Chartered Accountant, which is annexed to this Notice of 38<sup>th</sup> AGM as **Annexure-III**.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes. Members may please note that there is change only in the name of the Company and the objects and the line of business activities remains unaltered.

The Board recommends the Special Resolutions at item Nos. 6 and 7 for approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the above resolution, except to the extent of their shareholding, if any, in the Company.

All the documents and resolutions passed in this regard are available for inspection by the members of the Company, at the

Registered Office of the Company on any working day (i.e. any day other than Saturday, Sunday and public holiday).

**By order of the Board of Directors  
For Amara Raja Batteries Limited**

**Vikas Sabharwal**  
Company Secretary

Place: Hyderabad

Date: July 7, 2023

**Brief particulars of the Director proposed for re-appointment at the Annual General Meeting and other details pursuant to Secretarial Standard-2 on General Meetings and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

1. Brief resume of the director	<p>Mr. Vikramadithya Gourineni (DIN:03167659, Age 33 years) is an exceptional leader at the Amara Raja Group, playing a pivotal role in driving transformation and growth. With a Bachelor's degree in Biochemistry from the prestigious University of Wisconsin - Madison, he brings a strong academic foundation to his current position. As the head of the New Energy Business at Amara Raja Batteries Limited, Mr. Gourineni is leading the charge in navigating the rapidly changing landscape of the industry. His visionary and transformational approach has positioned the company to spearhead the next phase of growth. By championing sustainable, efficient, and resilient solutions and technologies, he has revolutionized the energy and mobility sector, contributing to a greener and more sustainable future.</p> <p>He has played an instrumental role in planning of the proposed Giga Factory. His strategic vision and relentless drive have paved the way for the company's expansion and future success. Additionally, he has forged a strong partnership with the Government of Telangana, solidifying Amara Raja Group's position vision.</p> <p>Before assuming his current role, Mr. Gourineni served played a crucial role in shaping operational policies, devising growth strategies, and setting a clear future vision for the organization. Since joining the group in 2013 as a Management Executive, he has consistently demonstrated his capabilities across various functional responsibilities, playing a vital role in transforming multiple businesses within the group into significant pillars of success. Mr. Gourineni's exceptional leadership, strategic thinking, and ability to drive change have been pivotal in Amara Raja Group's continued growth and success.</p> <p>He is currently the Executive Director of Amara Raja Batteries Limited.</p>
2. Terms and conditions of appointment or re-appointment	As approved by the Members at the 36 <sup>th</sup> Annual General Meeting held on August 14, 2021.
3. Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable,	As approved by the Members at the 36 <sup>th</sup> Annual General Meeting held on August 14, 2021.
4. Date of first appointment on the Board	June 12, 2021
5. Shareholding in the Company	Nil
6. Number of Meetings of the Board attended during the year	Eight (8)
7. Disclosure of relationships between directors inter-se	He is nephew of Mr. Jayadev Galla, Chairman, Managing Director and Chief Executive Officer and brother of Mr. Harshavardhana Gourineni, Executive Director
8. Names of other listed entities in which the person also holds the Directorship and the Membership of Committees of the board along with listed entities from which the person has resigned in the past three years	NIL

9. Other Directorships, Membership/ Chairmanship of Committees (Audit Committee and Stakeholders Relationship Committee) of other Boards

	<b>Name of the Company</b>	<b>Chairmanship/ Directorship</b>	<b>Committee</b>	<b>Chairman/Member</b>
I.	Amara Raja Power Systems Limited	Director	-	-
II.	Amara Raja Electronics Limited	Director	Audit Committee	Member
III.	RNGalla Family Private Limited	Director	-	-
IV.	Amara Raja Blaze Technologies Private Limited	Director	-	-
V.	Amara Raja Advanced Cell Technologies Private Limited	Director	-	-
VI.	Amara Raja Circular Solutions Private Limited	Director	-	-
VII.	Amara Raja Infra Private Limited	Director	-	-
VIII.	Amara Raja Media and Entertainment Private Limited	Director	-	-

**Annexure – III**
**CERTIFICATE UNDER REGULATION 45 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

June 29, 2023

To,

Board of Directors

**Amara Raja Batteries Limited**

1-18/1/AMR/NR, Nanakramguda, Gachibowli,

Hyderabad, Telangana 500032

1. This certificate is issued at the request of **Amara Raja Batteries Limited** (“the Company”).
2. The Company is required to submit Chartered Accountant’s certificate certifying the compliance with the conditions prescribed in sub–regulation (1) of Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for change of name of the Company from “Amara Raja Batteries Limited” to “Amara Raja Energy & Mobility Limited”.

**Management’s Responsibility:**

3. The management of the Company is responsible for ensuring the compliance with the applicable notifications, circulars and other rules and regulations of the applicable statutory and regulatory laws and rules framed there under and other relevant regulatory compliances.

**Our Responsibility:**

4. Pursuant to this requirement, our responsibility is to provide reasonable assurance in the form of an opinion based on our review of the relevant records produced by the company for certifying the change of name of the company.
5. We conducted our examination in accordance with the ‘Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)’ issued by the Institute of Chartered Accountants of India (“the Guidance Note”). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

**Based on our examination and according to the information and explanations provided to us, pursuant to Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we hereby certify that:**

Sr. No.	Particulars	Our opinion
1	The time period of one year has elapsed from the last name change that occurred in the year	The last name change of the company was on November 08, 1990 i.e Amara Raja Batteries Private Limited to Amara Raja Batteries Limited, due to conversion from private to public.
2	At least fifty per cent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name	Not Applicable (As there is no change of activities of the Company)
3	The amount invested in the new activity/project is atleast fifty percent of the assets of the listed entity	Not applicable (As there is no change in the objects and business activities of the Company)

This certificate is issued at the request of the Company pursuant to the requirement of Regulation 45 (3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

**For Brahmaya & Co,**  
Chartered Accountants,  
Firm Regn No: 000513S

**Karumanchi Rajaj**  
Partner

Place: Vijayawada

Date: 29<sup>th</sup> June, 2023

## Communication on tax deducted at source

Dear Shareholders,

As you may be aware that as per the revised provisions of the Income Tax Act 1961 ("IT Act"), dividends paid or distributed by a company after April 1, 2020, are taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source at the applicable rates ("TDS") at the time of making the payment of dividends as and when declared by the Company. However, no withholding of tax is applicable if the dividend payable to resident individual shareholders having valid PAN is less than ₹5,000 per annum.

The TDS would vary depending on the residential status of the shareholder and documents submitted by them and accepted by the Company in this regard. Accordingly, the dividend, when declared, will be paid after deducting TDS.

The following table below provides a brief of the applicable TDS provisions under the Act for Resident and Non-Resident shareholder(s) categories along with the required documents.

### For Resident Shareholder(s):

Particulars	Applicable TDS Rate	Documents required (if any)
With PAN	10%	Update the PAN, if not already done. with the depositories (in case of shares held in Demat mode) and with the Company's Registrar and Transfer Agent – Cameo Corporate Services Limited at <a href="https://investors.cameoindia.com">https://investors.cameoindia.com</a> (in case of shares held in physical mode).
Without PAN/ Invalid PAN/ Specified person u/s 206AB	20%	N. A.
Failed to Link PAN and Aadhaar	20%	N.A.
Submit Form 15G/ Form 15H	NIL	Declaration in Form No. 15G (applicable to resident individual)/ Form 15H (applicable to resident individual who is 60 years and older), fulfilling certain conditions under the Act. Please note that all fields are mandatory to be filled up and Company may at its sole discretion reject the form, if it does not fulfil the prescribed requirement under the Act.  Form 15G/ 15H can be downloaded from <a href="https://investors.cameoindia.com">https://investors.cameoindia.com</a> . There is also provision to upload the 15G/15H in the website <a href="https://investors.cameoindia.com">https://investors.cameoindia.com</a> provided by the Company's Registrar and Share transfer agent M/s Cameo Corporate Services Limited.
Submit Order under Section 197 of the Act	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from Income Tax authority.
Shareholders to whom Section 194 of the Act is not applicable	NIL	Documentary evidence that the said provisions are not applicable.
Persons Covered under Section 196 of the Act (e.g. Mutual Funds, Govt., RBI)	NIL	Documentary evidence that the shareholder is covered under said Section 196 of the Act and Declaration that their income is exempt under Section 10 (23D) of the Income Tax Act, 1961 and therefore no TDS is required under Section 196 (iv) of the Income Tax Act, 1961.
Alternative Investment Funds (AIF) registered with SEBI	Nil	AIF established/incorporated in India - Self-declaration that its income is exempt under Section 10 (23FBA) of the Income Tax Act, 1961 and they are governed by SEBI regulations as Category I or Category II AIF along with self-attested copy of the PAN card and registration certificate

\*Notwithstanding the above, tax would not be deducted on payment of dividend to resident individual shareholder(s), if the total dividend to be paid in any financial year does not exceed ₹5,000 where resident individual shareholder have registered their Valid Permanent Account Number.



**For Non-Resident Shareholder(s)**

Particulars	Applicable TDS Rate	Documents required (if any)
Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) and other Non-resident shareholders	20% (plus applicable surcharge and cess) or Tax Treaty Rate** (whichever is lower)	<p>Taxes are required to be withheld in accordance with the provisions of Section 195 of the Act as per the rates as applicable.</p> <p>As per the relevant provisions of the Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them.</p> <p>As per Section 90, the non-resident shareholders may opt for tax rate under Double Taxation Avoidance Agreement ("Tax Treaty"). The Tax Treaty rate shall be applied for tax deduction at source on submission of following documents to the Company:</p> <p>Self-attested copy of the PAN Card, if any, allotted by the Indian authorities.</p> <p>Self-attested Tax Residency Certificate ('TRC') (financial year April 1, 2023 to March 31, 2024) obtained from the tax authorities of the country of which the shareholder is a resident.</p> <p>Self-declaration in electronically filed Form-10F (online link at <a href="https://eportal.incometax.gov.in/">https://eportal.incometax.gov.in/</a>) with effect from April 1, 2023 to avail the benefit of DTAA.</p> <p>Self Declaration (as per <b>Annexure A</b> to this communication)</p> <p>In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate.</p>

\*\*The Company is not obligated to apply the beneficial Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the company.

**Notes:**

- TDS to be deducted at higher rate in case of non-filers of Return of Income. The provisions of Section 206AB require the deductor to deduct tax at higher of the following rates from amount paid/ credited to specified person:
  - At twice the rate specified in the relevant provision of the Act; or
  - At twice the rates or rates in force; or
  - At the rate of 5%

The non-resident who does not have the permanent establishment and resident who is not required to file a return under section 139 of the Act are excluded from the scope of a specified person.

However, as directed by the Central Board of Direct Taxes vide Circular No. 11 of 2021 dated June 21, 2021, the Company will be using functionality of the Income-tax department for determination of specified person for the purpose of Section 206AB of the Act.

- TDS to be deducted at higher rate in case of non-linkage of PAN with Aadhaar. As per Section 139AA of the Income Tax Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply to this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of section 206AA of the Act.

The Company will be using functionality of the Income-tax department for the above purpose. Provisions will be effective from July 1, 2023. Shareholders may visit <https://www.incometax.gov.in/iec/foportal/> for FAQ issued by Government on PAN Aadhar linking.

3. Shareholders who are exempted from TDS provisions through any circular or notification may need to provide documentary evidence in relation to the same to enable the Company in applying the appropriate TDS on Dividend payment to such shareholder. The aforesaid documents, as applicable, are required to be duly completed, signed and shall be sent to [investor@cameoindia.com](mailto:investor@cameoindia.com) or [investorservices@amararaja.com](mailto:investorservices@amararaja.com). The Company shall determine the appropriate TDS / withholding tax rate applicable based on the declarations received by it as on the Record Date(s) fixed by it for the dividend(s) proposed, if any.
4. The updation of PAN, submission of Form 15G/15H, submission of documents including declaration from non-resident shareholders and any documents submission with regard to TDS shall reach the RTA at [investor@cameoindia.com](mailto:investor@cameoindia.com).
5. The above communication on TDS sets out the provisions of the law in a summary only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions that may be applicable to them.
6. Kindly note that no claim shall lie against the Company for the tax deducted at source on Dividend. It may further be noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from the shareholders, the shareholders may file return of income and claim refund of tax, as appropriate.
7. The Company shall arrange to email the soft copy of TDS certificate at your registered email ID in due course, post payment of the dividend. Shareholders will also be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at <https://www.incometaxindiaefiling.gov.in/>
8. If the tax is deducted at a higher rate in absence of receipt of or satisfactory completeness of the afore-mentioned details / documents by Company before Dividend Processing Period, the shareholder(s) may claim an appropriate refund in the return of income filed with their respective Tax authorities.
9. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Shareholder(s), such Shareholder(s) will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.
10. In the event the registered shareholder intends to transfer the TDS credit on the dividend income to other persons as per Rule 37BA of the Income Tax Act 1962, such shareholder is required to submit the duly signed Declaration containing the name, address and PAN of the person to whom the TDS credit is to be given and the reasons for giving the credit to such person. Incomplete declaration forms will not be entertained by the company for transfer of TDS credit. The registered shareholder shall indemnify the Company for any incorrect or misleading information furnished in the Declaration.

#### **11. Updating of Bank Account:**

Shareholders holding shares in demat mode are requested to ensure that their bank account details are updated with their respective demat accounts, to enable the Company to make timely credit of dividends in their respective bank accounts.

In case of any query you reach out to us by sending an email at [investor@cameoindia.com](mailto:investor@cameoindia.com) or [investorservices@amararaja.com](mailto:investorservices@amararaja.com) or contact Mr. P Muralidharan, Joint Manager, Cameo Corporate Services Limited at +91 44 28460718.

## Annexure – A

### Format for declaration for claiming benefits under DTAA (only for non-resident shareholders)

Date:

To

**Amara Raja Batteries Limited**

Renigunta-Cuddapah Road

Karakambadi, Tirupati

Andhra Pradesh - 517520

Dear Sir/Madam,

**Re: Declaration provided to Amara Raja Batteries Limited (“The Company”) for claiming the tax treaty benefits for the financial year 2023-24 (ending on March 31, 2024).**

#### Declaration

This is to confirm that,

- .....<Name of shareholder>] is a tax resident of Country of residence> as per the provisions of the Agreement for Avoidance of Double Taxation and Prevention of Fiscal Evasion/ Tax Treaty between India and .....<Country of residence> [the “India- Country of residence> Double Taxation Avoidance Agreement (DTAA)];

- I/We will continue to maintain the ‘tax resident’ status in \*his/her/its respective Country for the application of the provisions of the India- Country of residence> Tax Treaty, during the financial year 2023-24.

- I/We is/are eligible to claim the benefits under the provisions of India-[COUNTRY RESIDENCE] DTAA];

I/We confirm that I/We are entitled to claim the benefits under the Treaty as modified by the multilateral convention to implement tax treaty related measures to prevent base erosion and profit shifting (MLI) including but not limited to the Principal Purpose Test (PPT), limitation of benefit clause (LOB), Simplified Limitation of Benefits (SLOB), period of holding of shares etc. as applicable.

We specifically confirm that my affair / affairs were not arranged such that the main purpose or the principal purpose thereof was to obtain tax benefits available under the applicable tax treaty.

I/We confirm that I/We have not entered into an impermissible avoidance arrangement i.e. an arrangement, the main purpose or one of the main purposes of which is to obtain a tax benefit and it (a) creates rights, or obligations, which are not ordinarily created between persons dealing at arm’s length (b) results, directly or indirectly, in the misuse, or abuse, of the provisions of this Act (c) lacks commercial substance or is deemed to lack commercial substance under section 97, in whole or in part; or (d) is entered into, or carried out, by means, or in a manner, which are not ordinarily employed for bona fide purposes.

- The claim of benefits by me/us is not impaired in any way;

I/We hereby furnish a copy of valid Tax Residency Certificate dated \_\_\_\_\_ having Tax Identification number \_\_\_\_\_ issued by \_\_\_\_\_ along with a acknowledged copy of e- Form 10F duly filled and signed for the period April 2023-March 2024.

- I/We are the beneficial owner of [NO OF SHARES] shares held in the Company as per Folio \_\_\_\_\_ / demat account \_\_\_\_\_ (if shares are held under different Folio No., give separate details for all). Further, I/we is/are the beneficial owner of dividend receivable from the Company in relation to aforementioned shares;

- I/We does not have any taxable presence, fixed base or permanent establishment in India as per the provisions of the India-[COUNTRY OF RESIDENCE] DTAA during the Financial Year 2023-24; and

- I/We am/are the holder/ not the holder of (strikethrough whichever is not applicable) PAN allotted by the Income Tax Authorities in India.

- I/We will immediately inform the Company if there is a change in the status.

\*I/We hereby confirm that the declarations made above are complete, true and bona fide. This declaration is issued to the Company to enable them to decide upon the withholding tax applicable on the dividend income receivable by me/us.

I/we in the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by me, I will be responsible to pay and indemnify such income tax demand (including interest, penalty, etc.) and provide the Company with all information / documents that may be necessary and co-operate in any proceedings before any income tax / appellate authority.

Yours faithfully,

For .....[Name of shareholder]

Authorized Signatory [Name/designation]

Email address: [Please insert]

Contact Number: [Please insert]

## GLOSSARY OF VARIOUS TERMS USED IN THE REPORT AND ITS ANNEXURES:

In this report and the annexures thereon, unless otherwise stated, the words and expressions shall have the following meaning and/or expansions:

S. No.	Term	Meaning
1	38 <sup>TH</sup> AGM	38 <sup>th</sup> Annual General Meeting
2	ABD-1	Automotive Battery Division-Plant 1
3	ABD-2	Automotive Battery Division-Plant 2
4	ABD-3	Automotive Battery Division-Plant 3
5	AC	Audit Committee
6	ACMA	Auto Component Manufacturers Association
7	ACT	Companies Act, 2013
8	AED	Arab Emirates dirham
9	AGM TECHONOLGY	Absorbent Glass Mat (AGM) Technology
10	AH	Ampere hours
11	AOA	Article of Association
12	APAC REGION	Asia Pacific region
13	APPCB	Andhra Pradesh Pollution Control Board
14	AR	Amara Raja
15	ARACT	Amara Raja Advanced Technologies Private Limited
16	ARBL	Amara Raja Batteries Limited
17	ARBME	Amara Raja Batteries Middle East
18	ARCSPL	Amara Raja Circular Solutions Private Limited
19	ARES	Amara Raja Educational Society
20	ARSDC	Amara Raja Skill Development Centre
21	ASI	Additional Shareholders Information
22	BBS	Behavior-Based Safety



<b>S. No.</b>	<b>Term</b>	<b>Meaning</b>
23	BCI	Brain Computer Interface
24	BCP	Business Continuity Plan
25	BoD	Board of Directors
26	BRSR	Business Responsibility and Sustainability Reporting
27	BSE	Bombay Stock Exchange (BSE)
28	BS-OHSAS	Occupational Health and Safety Assessment Series
29	BWMR	Battery Waste Management Rules, 2022
30	CDSL	Central Depository Services Limited
31	CEO	Chief Executive Officer
32	CFO	Chief Financial Officer
33	CH4	methane
34	CII	Confederation of Indian Industry
35	CO2	Carbon dioxide
36	COMPANY	Amara Raja Batteries Limited
37	CPCB	Central Pollution Control Board
38	Cr	Crores
39	CRISL	Credit Rating Information Services of India Limited.
40	CS	Company Secretary
41	CSR	Corporate Social Responsibility
42	DIN	Director Identification Number
43	DP	Depository Participant
44	DPID	Depository Participant Identification
45	EBITDA	Earnings Before Interest, Taxes, Depreciation, and Amortization
46	EEPC	Engineering Export Promotion Council
47	EFB TECHNOLOGY	Enhanced Flooded Battery
48	EFSI	Employers' Federation of Southern India
49	ELVs	End of Life Vehicles
50	EPR	Extended Producer Responsibility
51	EPS	Earnings Per Share
52	ESG	Environmental, Social and Governance
53	ETP	Effluent Treatment Plant
54	EU	European Union
55	Evs	Electric Vehicles
56	E-Waste	Electronic Waste
57	FAME	Faster Adoption and Manufacturing of Hybrid & Electric Vehicles
58	FAME-India	Faster Adoption and Manufacturing of Hybrid & Electric Vehicles in India
59	FAPCCI	Federation of Andhra Pradesh Chambers of Commerce and Industry
60	FIEO	Federation of Indian Export Organisation
61	FRN	Firm Registration Number (FRN)
62	FY	Financial Year
63	GHGP	Greenhouse Gas Protocol
64	GPA	Group Personal Accident Policy
65	GPTW	Great Place To Work
66	GTLI	Group Life Cover Policy
67	GW	Gigawatts/Gigawatt
68	GWP	Global Warming Potential
69	HAP	Hazardous Air Pollutants

<b>S. No.</b>	<b>Term</b>	<b>Meaning</b>
70	HFCs	Hydrofluorocarbons
71	HIRA	Hazard Identification and Risk Assessment
72	HSE	Health, Safety and Environment.
73	IBMA	Indian Battery Manufacturers Association
74	ICC	Internal Complaints Committee
75	ICE/IC	Internal Combustion Engine
76	ICQCC	International Convention on Quality Control Circles
77	IEPF	Investor Education and Protection Fund
78	IEPFA	Investor Education and Protection Fund Authority
79	IGBT	Insulated-Gate Bipolar Transistor
80	IICA	Indian Institute of Corporate Affairs
81	IOR	Indian Organ Rim
82	ISIN	International Securities Identification Number
83	ISO	International Organization for Standardization
84	JIS	Japanese Industrial Standards
85	KECA	Krishnadevaraya Educational & Cultural Association
86	KMP	Key Managerial Personnel
87	LAB	Lead Acid Battery
88	Lac	Lakhs
89	LCA	Life Cycle Assessment
90	LIC	Life Insurance Corporation of India
91	LI-ON(LITHIUM-ION)	lithium-ion (Li-ion) battery
92	LISTING REGULATION	Disclosure
93	LLP	Limited Liability Partnership
94	LOTO	Lock Out and Tag Out
95	LTIFR	Lost Time Injury Frequency Rate
96	LTPA	Lakh Tones Per Annum
97	LVRLA	Large Valve Regulated Lead Acid battery
98	MD	Managing Director
99	MEA REGION	Middle East and Africa.
100	MIL	Mangal Industries Limited
101	MLP	Multilayered Plastic
102	MOA	Memorandum of Association
103	MoU	Memorandum of Understanding
104	MSME	Micro Small and Medium sized enterprises
105	MV	Megavolt
106	MVRLA	Multi-Valve Regulated Lead Acid battery
107	N2O	Nitrous oxide
108	NCLT	National Company Law Tribunal
109	NCQC	National Convention on Quality Concepts
110	NECS	National Electronic Clearing Service
111	NED	Non-Executive Director
112	NF3	Nitrogen trifluoride
113	NGRBC	National Guidelines on Responsible Business Conduct
114	Nox	nitrogen dioxide
115	NRC	Nomination and Remuneration Committee
116	NRC POLICY	Nomination and Remuneration Committee Policy



S. No.	Term	Meaning
117	NSDL	National Securities Depository Limited.
118	NSE	National Stock Exchange
119	OAVM	Other Audio Video Means
120	OEM	Original Equipment Manufacturer
121	OHSMS	Occupational Health and Safety Management Systems
122	PAT	Profit After Tax
123	PFCs	Perfluorocarbons
124	PHC	Primary Health Center
125	POP	Persistent Organic Pollutants
126	PPP	Public Private Partnership
127	R&D	Research and development (R&D)
128	RE/RS/INR/₹	Indian Rupee
129	RMC	Risk Management Committee
130	RNGFPL	RN Galla Family Private Limited
131	RTA	Registrar and Transfer Agents
132	SAS	Superannuation Scheme
133	SBD-1	Small Battery Division - Plant 1
134	SBD-2	Small Battery Division - Plant 2
135	SBTi	Science Based Target Initiative
136	SCoC	Supplier Code of Conduct
137	SCRA	Securities Contracts (Regulation) Act, 1956
138	SEBI	Securities and Exchange Board of India
139	SEBI	Securities and Exchange Board of India
140	SE's	Stock Exchanges
141	SF6	Sulfur Hexafluoride
142	SGDs	Sustainable Development Goals
143	SIA	Social Impact Assessments
144	SMEs	Small and Medium sized enterprises
145	SOPs	Standard Operating Procedures
146	Sox	Sulphur oxides
147	SRC	Stakeholders Relationship Committee
148	SS-1	Secretarial Standards-1
149	SS-2	Secretarial Standards-2
150	TBD	Tubular Battery Division
151	TCFD	Task Force on Climate-related Financial Disclosures
152	TFDF	Treatment Storage Disposal Facilities
153	UAE	United Arab Emirates
154	ULABs	Used Lead Acid Batteries
155	UNGC	United Nations Global Compact
156	UPS	Uninterruptible Power Supply
157	US	United States
158	VC	Video Conference
159	VOC	Volatile Organic Compounds
160	WEF	World Economic Forum
161	ZLD	Zero Liquid Discharge