



July 20, 2019

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

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

Dear Sir,

Sub: Summary of the proceedings of 34th Annual General Meeting held on July 20, 2019

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of the proceedings of 34th Annual General Meeting of the Company held on July 20, 2019.

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

Thanking you,

Yours faithfully,
For Amara Raja Batteries Limited

M R Rajaram
Company Secretary

Encl : a/a

SUMMARY OF PROCEEDINGS OF THIRTY FOURTH ANNUAL GENERAL MEETING (AGM) OF THE SHAREHOLDERS OF AMARA RAJA BATTERIES LIMITED

34th Annual General Meeting (AGM) of the members of the Company was held on Saturday, July 20, 2019 at Auditorium at the registered office of the company situated at Renigunta-Cuddapah Road, Karakambadi, Tirupati – 517 520 at 12:00 noon.

Dr. Ramachandra N Galla took the Chair and welcomed the members. The requisite quorum being present, called the meeting to order. He introduced the Board of Directors, Key Managerial Personnel, management team and the statutory auditor(s). He then stated that the requisite quorum was present and called the meeting to order.

Mr. M R Rajaram, Company Secretary informed the members that the relevant registers maintained under the Companies Act, 2013, Auditors Report, Secretarial Audit Report, and other documents required for inspection of the members under the Act and Secretarial Standards, were available for inspection at the venue of the meeting.

With the concurrence of the members present, the notice convening the 34th Annual General Meeting (AGM) of the Company was taken as read. Mr. M R Rajaram, Company Secretary informed the members that the Auditors' Report and Secretarial Audit report did not contain any qualifications or observations. Accordingly, as per the provisions of the Companies Act, 2013, the said report(s) were not read.

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

A few members raised the queries/sought clarification on the Annual Report and performance of the Company. Dr. Ramachandra N Galla, Chairman and Mr. Jayadev Galla, Vice Chairman and Managing Director and the senior management team replied to the queries of the shareholders.

Mr. M R Rajaram, Company Secretary informed that the poll is made available at the AGM Venue and the members who had not exercised their vote through remote e-voting can participate in the poll.

The Chairman ordered the poll on all resolutions for the ordinary and special businesses set out in item nos. 1 to 10 of the notice convening the 34th AGM and requested all the members and proxy holders present and entitled to vote, to participate in the poll.

The members voted through remote e-voting and poll at the AGM on the following business as given in the notice of 34th AGM dated May 15, 2019:

1. Adoption of the audited standalone financial statements for the financial year ended March 31, 2019 together with the reports of the Board of Directors' and Auditors' thereon
2. Adoption of the audited consolidated financial statements for the financial year ended March 31, 2019 together with Auditors' Report thereon.



3. Confirmation of interim dividend and declaration of final dividend on the equity shares of the Company for the financial year 2018-19.
4. Re-appointment of Dr. Ramachandra N Galla (DIN 00133761), as a Director of the Company, liable to retire by rotation.
5. Ratification of the remuneration to be paid to the cost auditors of the Company for the financial year 2019-20
6. Approval for the payment of Commission to Dr. Ramachandra N Galla (DIN 00133761), Non-Executive Chairman @ 3% p.a. for each of the financial years 2018-19 and 2019-20.
7. Approval for the payment of Commission to Non-Executive Independent Directors of the Company for each of the financial years from 2018-19 to 2023-24.
8. Approval for the payment of remuneration to Mr. Jayadev Galla (DIN 00143610), Vice Chairman & Managing Director @ 5% p.a. for the remaining tenure of this appointment i.e from April 1, 2019 to August 31, 2020
9. Appointment of Mr. N Sri Vishnu Raju (DIN 00025063) as a Non-Executive Independent Director for a second term of five consecutive years from August 6, 2019 to August 5, 2024.
10. Appointment of Mr. T. R. Narayanaswamy (DIN 01143563) as a Non-Executive Independent Director for a second term of five consecutive years from August 6, 2019 to August 5, 2024.

The Chairman informed to the members that Mr. V Suresh, Practising Company Secretary has been appointed as scrutinizer for conducting the remote e-voting and Poll at the AGM. He authorized Mr. M R Rajaram, Company Secretary to declare the combined voting results. He further stated that voting results for each resolution would be intimated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed and would also be placed on the website of the Company.

The Chairman then declared the 34th Annual General Meeting of the Company as concluded and thanked the members for attending the meeting.

The meeting was concluded at 2:15 p.m.

