

May 2, 2020

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Dear Sir,

Sub: Summary of proceedings for declaration of postal ballot

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings for declaration of voting results of the postal ballot including remote voting on May 2, 2020 conducted vide postal ballot notice dated March 9, 2020.

We wish to inform you that all resolutions as set out in the notice of postal ballot dated March 9, 2020 were passed by the members of the Company by requisite majority on April 30, 2020.

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

Thanking you,

Yours faithfully,

For Amara Raja Batteries Limited

M R Rajaram
Company Secretary

Encl:a/a

Summary of proceedings for declaration of postal ballot results

1. The Board of Directors of the Company on March 9, 2020 passed a resolution by circulation and accorded approval to the proposal to conduct postal ballot under Section 110 of the Companies Act, 2013 (Act), read with applicable rules to seek approval of the shareholders in the respect of the following businesses:

Item No. 1: Alteration of Articles of Association of the Company (Special Resolution)

Item No. 2: De-classification of M/s. Johnson Controls (Mauritius) Private Limited as Promoter of the Company (Ordinary Resolution)

2. Pursuant to the provisions of Sections 108, 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the postal ballot notice dated March 9, 2020 ('Notice') along with the explanatory statement was sent to the shareholders in permitted mode seeking approval of the members as set out in the notice. The Company also provided remote e-voting facility for the members to cast their votes electronically on the resolutions set out in the Notice. The Company had engaged the services of Central Depository Services Limited (CDSL) to provide remote e-voting facility.
3. The Postal Ballot has been conducted in compliance with the Act read with Circulars No. 14 and 17 dated April 8, 2020 and April 17, 2020 respectively issued by Ministry of Corporate Affairs and Listing Regulations. Pursuant to the aforesaid Circulars issued by the Ministry of Corporate Affairs, only the remote e-voting votes were considered to declare the results.
4. The Public Advertisement with respect to dispatch of notices and conducting of voting was published in an English Newspaper Business Line all editions (in English) and vernacular newspaper Eenadu Chittoor edition (in Telugu) on March 31, 2020. The remote e-voting period remained open from Wednesday, April 1, 2020 (9:00 A.M. IST) to Thursday, April 30, 2020 (5.00 PM). The resolutions are deemed to have been passed on April 30, 2020, being the last date for the members to cast their vote.
5. Mr. V Suresh, Practising Company Secretary was appointed as scrutinizer for conducting the postal ballot process (including electronic voting) in a fair and transparent manner and for submitting his report thereon to the Chairman. Mr. V Suresh, Practising Company Secretary has submitted his report on May 1, 2020.
6. Based on the analysis of the valid votes, Mr. V Suresh, Scrutinizer submitted his report dated May 1, 2020 to the Chairman and reported that all the resolutions as set out in the postal ballot notice dated March 9, 2020 had been passed with requisite majority.

The details of the remote e-voting as per the scrutinizer's report are given below:

Item no. 1: Special Resolution: Alteration of Articles of Association of the Company

Particulars	No.	%
Votes cast in favour	9,15,28,972	99.99
Votes cast against	2,14,286	0.23
Total Valid Votes	9,15,29,285	100.00
Invalid Votes	-	-

Item no. 2: Ordinary Resolution: De-classification of M/s. Johnson Controls (Mauritius) Private Limited as Promoter of the Company

Particulars	No.	%
Votes cast in favour	9,15,28,972	99.99
Votes cast against	313	0.01
Total Valid Votes	9,15,29,285	100.00
Invalid Votes	-	-

On the basis of above remote e-voting results, it is hereby declared and recorded that all the resolutions as set out in the postal ballot notice dated March 9, 2020 have been duly approved by the members of the Company on April 30, 2020 with requisite majority.

For Amara Raja Batteries Limited



Ramachandra Naidu Galla
Chairman

Place: Tirupati
Date : May 2, 2020