

Ref No. EIL/Sec/2017-18/17

28th July, 2017

To
The Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata - 700 001
CSE Scrip Code: 15060

Dear Sir/Madam,

Sub: 70th Annual General Meeting (AGM) and Scrutinizer's report

This is to inform you that the 70th Annual General Meeting (AGM) of the Company has been duly convened and held on Thursday, July 27, 2017 at 'Kala Mandir, 48, Shakespeare Sarani, Kolkata – 700 017. In this regard, please find enclosed the following:

1. Brief proceedings of AGM in compliance with Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer's report in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014;

This is for your information and further dissemination.

Thanking you.

Yours faithfully,
For **Exide Industries Limited**


A K Mukherjee
Director – Finance & CFO
DIN: 00131626

Encl: a/a

cc:

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
BSE Scrip Code: 500086

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
NSE Symbol: EXIDEIND

Proceedings of 70th AGM of Exide Industries Limited

The 70th Annual General Meeting (AGM) of members of the Company was held on July 27, 2017 at 11:30 a.m. at Kala Mandir, 48, Shakespeare Sarani, Kolkata – 700 017.

Since Mr. Bharat D Shah, Chairman and Independent director of the Company could not attend the meeting, Mr. Nawshir H Mirza, Non executive and Independent director was elected as the Chairman of the AGM with the consent of all the directors present at the meeting Mr. Mirza took the chair, welcomed the members and started the formal proceedings. He introduced the Board members present at the meeting and confirmed the presence of Statutory Auditors, the retiring auditor, secretarial auditor and scrutinizer for e-voting and voting at the AGM of the Company.

The requisite quorum being present, the meeting was called to order by the Chairman. The Chairman informed that the statutory registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice are available for inspection by the members at the meeting and informed about the proxies/representation received. He apprised the members about the sad and unfortunate demise of Mr. Rajesh G Kapadia and Mr. Bhaskar Mitter, erstwhile directors of the Company.

Thereafter, the Chairman delivered his speech highlighting inter-alia the Indian and global economic scenario in general and with reference to the business of the Company and future outlook.

The Chairman informed the members that the Company had provided facility to the members to cast their vote through remote e-voting which remained open from Monday, July 24, 2017 (9.00 A.M. IST) to Wednesday, July 26, 2017 (5.00 P.M. IST). During this period, all Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday, July 20, 2017 had the opportunity to cast their votes electronically. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes through polling paper under the supervision and guidance of Mr. A K Labh, scrutinizer appointed for fair and transparent conduct of the remote e-voting and physical polling process. The Auditors' report was taken as read with the permission of members present.

The Chairman announced that the results of e-voting (both remote e-voting and voting through polling paper at the AGM) would be declared within 24 hours from conclusion of the Annual General Meeting and authorized Company Secretary or in his absence Director –Finance and CFO to declare the results of the voting.

Members were then invited to ask queries/ raise their concerns (if any) on the Company's accounts and businesses. All the queries raised were responded to by the Chairman of the Meeting and the Managing Director & CEO of the Company to the satisfaction of the Members.



The following items of business as per Notice dated 4th May, 2017 were then transacted at the meeting:

Ordinary Business	
1.	Adoption of audited financial statements of the Company for the financial year ended March 31, 2017 together with the reports of the Directors' and Auditors' thereon and consolidated financial statements of the Company for the financial year ended March 31, 2017.
2.	Confirmation of payment of Interim dividend of Rs. 1.60 per equity share and declaration of a final dividend of Re. 0.80 per equity share for the financial year ended March 31, 2017
3.	Re-appointment of Mr. Subir Chakraborty (DIN: 00130864), director retiring by rotation.
4.	Re-appointment of Mr. R B Raheja (DIN: 00037480), director retiring by rotation.
5.	Appointment of B.S.R & Co., LLP, Chartered Accountants as Statutory auditors in place of S R Batliboi & Co. LLP, the retiring auditors and fix their remuneration
Special Business	
6.	Ratification of remuneration of Cost Auditors for financial year 2017-18.

The Chairman extended his heartiest thanks to all the stakeholders of the Company including the members, partners, employees, customers and co-directors for their contribution towards the Company's performance.

The scrutinizer's report was received on 28th July, 2017 and as set out therein, all the resolutions were declared passed with requisite majority.

This is for your information and records.

Thanking you.

Yours faithfully,
For **Exide Industries Limited**



A K Mukherjee
Director – Finance & CFO
DIN: 00131626

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**The Chairman
of the 70th Annual General Meeting of
Exide Industries Limited
Exide House
59E, Chowringhee Road
Kolkata-700020**

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 70th Annual General Meeting of the members of “**Exide Industries Limited**” (“*Company*”) held on Thursday, 27th July, 2017 at Kala Mandir, 48, Shakespeare Sarani, Kolkata - 700017 at 11:30 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 4th May, 2017. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. C B Management Services (P) Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



Certified Filing Centre for e-filing under MCA-21, Registered by Ministry of Corporate Affairs, Govt. of India
Certified Filing Centre for e-filing under ACES (Central Excise & Service Tax)



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Monday, the 24th July, 2017 up to 5.00 P.M. IST on Wednesday, the 26th July, 2017.
2. The Shareholders holding shares as on the "cut off" date, i.e. 20th July, 2017 were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the notice dated 4th May, 2017 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Thursday, the 27th July, 2017 around 4:00 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108/1, Sarat Chatterjee Road, Howrah – 711102 and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 170614001] and votes casted through physical ballot papers distributed at the AGM venue are as under:



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM. DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2017 and the Reports of the Directors and the Auditors thereon

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	371	662953286	
Voting by ballot	64	13856	
Total	435	662967142	99.9999

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	38	
Voting by ballot	2	53	
Total	6	91	0.0001

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	78



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

b) Resolution 2

Confirmation of Interim dividend and declaration of final dividend for the financial year ended 31st March, 2017

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	372	663012429	
Voting by ballot	64	13856	
Total	436	663026285	99.9999

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	41	
Voting by ballot	2	53	
Total	5	94	0.0001

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	78



Certified Filing Centre for e-filing under MCA-21, Registered by Ministry of Corporate Affairs, Govt. of India
Certified Filing Centre for e-filing under ACSI (General Excise & Service Tax)



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

© (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

c) Resolution 3

Re-appointment of Mr. Subir Chakraborty (DIN: 00130864) who retires by rotation and, being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	360	656800523	
Voting by ballot	63	13656	
Total	423	656814179	99.0630

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	15	6211947	
Voting by ballot	3	253	
Total	18	6212200	0.9370

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
6	78



Certified Filing Centre for e-filing under MCA-21, Registered by Ministry of Corporate Affairs, Govt. of India
Certified Filing Centre for e-filing under ACES (Central Excise & Service Tax)



**d) Resolution 4**

Re-appointment of Mr. R. B. Raheja (DIN: 00037480) who retires by rotation and, being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	352	654585115	
Voting by ballot	63	13656	
Total	415	654598771	98.7289

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	23	8427355	
Voting by ballot	3	253	
Total	26	8427608	1.2711

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
6	78



**e) Resolution 5 : Ordinary Resolution*****Appointment of Auditors****(i) Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	363	662252668	
Voting by ballot	64	13856	
Total	427	662266524	99.8854

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	12	759802	
Voting by ballot	2	53	
Total	14	759855	0.1146

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
6	78



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM. DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

 SPECIAL BUSINESS:

f) Resolution 6 : Ordinary Resolution

Ratification of remuneration payable to Cost Auditors for financial year 2017-18

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	362	662252653	
Voting by ballot	64	13856	
Total	426	662266509	99.8854

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	13	759817	
Voting by ballot	2	53	
Total	15	759870	0.1146

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
6	78



Certified Filing Centre for e-filing under MCA-21, Registered with Ministry of Corporate Affairs, Govt. of India
Certified Filing Centre for e-filing under ACES (Central Excise & Service Tax)



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

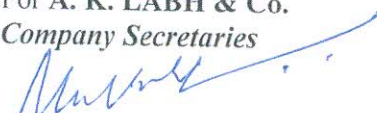
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries


(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 28.07.2017

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM. DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness :

1. 

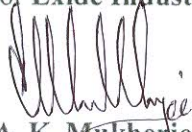
(Narayan Chandra Saha)
108/1, Sarat Chatterjee Road,
Howrah – 711 102

2. 

(Amrita Sampat)
59, Kalicharan Ghosh Road
Kolkata – 700 050



Received the Report of the Scrutinizer
For Exide Industries Limited


(A. K. Mukherjee)
Director - Finance & CFO

