

Ref No.: EIL/SEC/2023-24/09

17th April, 2023

The Secretary The Calcutta Stock Exchange Limited 7 Lyons Range Kolkata - 700 001 CSE Scrip Code: 15060 & 10015060	The Secretary BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 BSE Scrip Code: 500086
The Secretary 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	-

Dear Sir/Madam,

Sub: Corporate Governance Report for the quarter ended 31st March, 2023

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Quarterly Compliance Report on Corporate Governance for the quarter ended 31st March, 2023.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,
For Exide Industries Limited



Jitendra Kumar
Company Secretary and
President- (Legal & Corporate Affairs)
ACS No. 11159

Encl: as above

ANNEXURE I
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **EXIDE INDUSTRIES LIMITED**

2. Quarter ending **31-Mar-2023**

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/Non- Executive/ independent/ Nominee) ^{&}	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity(Refer Regulation26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakehold er Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Asish Kumar Mukherjee	00131626	Executive	20-Apr-2007	1-May-2020	N.A.	N.A.	14-May-1961	1	0	2	0
Mr.	Arun Mittal	00412767	Executive	1-May-2016	1-May-2019	N.A.	N.A.	20-Dec-1966	1	0	1	0
Mr.	Subir Chakraborty	00130864	Executive	1-May-2013	1-May-2021	N.A.	N.A.	30-Sep-1957	1	0	1	0
Mr.	Avik Kumar Roy	08456036	Executive	1-May-2021	-	N.A.	N.A.	26-Jul-1966	1	0	0	0



ANNEXURE I
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **EXIDE INDUSTRIES LIMITED**

2. Quarter ending **31-Mar-2023**

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson/ Executive/Non- Executive/ independent/ Nominee) ^{&}	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity(Refer Regulation26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakehold er Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Ms.	Mona N Desai	03065966	Non- Executive- Independent	22-Jul-2014	3-Aug-2019	N.A.	104	22-Oct-1968	1	1	4	1
Mr.	Bharat Dhirajlal Shah	00136969	Chairman-Non- Executive- Independent	30-Apr-2015	30-Apr-2020	N.A.	95	18-Feb-1947	4	4	5	1
Mr.	Rajan B. Raheja	00037480	Non- Executive- Non Independent	12-Dec-1991	15-Sep-2020	N.A.	N.A.	19-Jun-1953	3	0	1	0
Mr.	Surin Shailesh Kapadia	00770828	Non- Executive- Independent	25-Oct-2017	22-Sep-2022	N.A.	65	19-Oct-1980	2	2	4	4
Mr.	Sridhar Gorthi	00035824	Non- Executive- Independent	29-Jul-2022	-	N.A.	8	31-Jul-1972	5	5	5	1

^SPAN of any director would not be displayed on the website of Stock Exchange

[&]Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/NonExecutive/independent/Nominee)	Date of Appointment	Date of Cessation
AUDIT COMMITTEE	YES	Mr. Surin Kapadia	Chairperson-Non- Executive-Independent	25-Oct-2017	
		Mr. Sridhar Gorthi	Non- Executive-Independent	29-Jul-2022	
		Ms. Mona N Desai	Non- Executive-Independent	27-Apr-2011	
NOMINATION AND REMUNERATION COMMITTEE	YES	Mr. Surin Kapadia	Chairperson-Non- Executive-Independent	4-Feb-2019	
		Ms. Mona N Desai	Non- Executive-Independent	27-Apr-2011	
		Mr. R B Raheja	Non- Executive-Non-Independent	4-Feb-2019	
STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	Ms. Mona N Desai	Chairperson-Non- Executive-Independent	29-July-2022	
		Mr. Subir Chakraborty	Executive	1-May-2016	
		Mr. Asish Kumar Mukherjee	Executive	1-May-2021	
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	YES	Mr. Bharat D Shah	Chairperson-Non- Executive-Independent	21-Jan-2016	
		Ms. Mona N Desai	Non- Executive-Independent	29-Jul-2022	
		Mr. Subir Chakraborty	Executive	1-May-2016	
		Mr. Avik Kumar Roy	Executive	1-May-2021	
RISK MANAGEMENT COMMITTEE	YES	Mr. Surin Kapadia	Chairperson-Non- Executive-Independent	4-Feb-2019	
		Mr. Subir Chakraborty	Executive	4-Feb-2019	
		Mr. Asish Kumar Mukherjee	Executive	4-Feb-2019	
		Mr. Arun Mittal	Executive	4-Feb-2019	
		Mr. Avik Kumar Roy	Executive	1-May-2021	



III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
11-Nov-2022	30-Jan-2023	yes	9	4	48
12-Dec-2022					

* to be filled in only for the current quarter meetings

IV. Meeting of Committees					
<i>Date(s) of meeting of the Audit committee in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
30-Jan-2023	yes	3	3	11-Nov-2022	79 days
28-Mar-2023					
<i>Date(s) of meeting of the CSR committee in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
30-Jan-2023	yes	4	1	11-Nov-2022	79 days
<i>Date(s) of meeting of the NRC committee in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
30-Jan-2023	yes	3	2	11-Nov-2022	79 days



<i>Date(s) of meeting of the Risk Management committee in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
28-Mar-2023	yes	5	1	11-Nov-2022	136 days
<i>Date(s) of meeting of the Stakeholders Relationship committee in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings</i>
23-Feb-2023	yes	3	1	-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings


V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

Note

1	In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.
2	If status is “No” details of non-compliance may be given here.

VI. Affirmations

1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee
3	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.
 Jitendra Kumar Company Secretary and President (Legal & Corporate Affairs) ACS no:11159	

ANNEXURE II

(Format to be submitted by listed entity at the end of the financial year (for the whole of financial year))

I. Disclosure on website in terms of Listing Regulations

Item	Compliance status (Yes/No/NA)refer note below	IF Yes provide link to website.If NO/NA provide reasons
As per Regulation 46(2) of the LODR		
a) Details of business	YES	www.exideindustries.com/about/
b) Terms and conditions of appointment of independent directors	YES	www.exideindustries.com/about/board-of-director.aspx
c) Composition of various committees of board of directors	YES	www.exideindustries.com/about/board-committees.aspx
d) Code of conduct of board of directors and senior management personnel	YES	www.exideindustries.com/investors/governance-policies.aspx
e) Details of establishment of vigil mechanism/ Whistle Blower policy	YES	www.exideindustries.com/investors/governance-policies.aspx
f) Criteria of making payments to non-executive directors	YES	www.exideindustries.com/investors/annual-reports.aspx
g) Policy on dealing with related party transactions	YES	www.exideindustries.com/investors/governance-policies.aspx
h) Policy for determining 'material' subsidiaries	YES	www.exideindustries.com/investors/governance-policies.aspx
i) Details of familiarization programmes imparted to independent directors	YES	www.exideindustries.com/investors/governance-policies.aspx
j) Email address for grievance redressal and other relevant details	YES	www.exideindustries.com/investors/investor-contacts.aspx
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES	www.exideindustries.com/investors/investor-contacts.aspx
l) Financial results	YES	www.exideindustries.com/investors/financial-results.aspx
m) Shareholding pattern	YES	www.exideindustries.com/investors/shareholding-patterns.aspx
n) Details of agreements entered into with the media companies and/or their	N.A.	Not applicable
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with	YES	www.exideindustries.com/investors/shareholding-patterns.aspx
p) New name and the old name of the listed entity	N.A.	Not applicable
q) Advertisements as per regulation 47 (1)	YES	www.exideindustries.com/investors/shareholder-communication.aspx
r) Credit rating or revision in credit rating obtained by the entity for all its	YES	www.exideindustries.com/investors/credit-rating.aspx
s) Separate audited financial statements of each subsidiary of the listed entity in	YES	www.exideindustries.com/investors/annual-reports.aspx
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	YES	https://www.exideindustries.com/investors/
b) Materiality Policy as per Regulation 30	YES	www.exideindustries.com/investors/governance-policies.aspx
c) Dividend Distribution policy as per Regulation 43A (as applicable)	YES	www.exideindustries.com/investors/governance-policies.aspx
It is certified that these contents on the website of the listed entity are correct.		



II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note
Independent director(s) have been appointed in terms of	16(1)(b) & 25(6)	YES
Board composition	17(1), 17(1A) &	YES
Meeting of Board of directors	17(2)	YES
Quorum of the Board Meeting	17(2A)	YES
Review of Compliance Reports	17(3)	YES
Plans for orderly succession for appointments	17(4)	YES
Code of conduct	17(5)	YES
Fees/compensation	17(6)	YES
Minimum Information	17(7)	YES
Compliance Certificate	17(8)	YES
Risk Assessment & Management	17(9)	YES
Performance Evaluation of Independent Directors	17(10)	YES
Recommendation of board	17(11)	YES
Maximum number of directorship	17A	YES
Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES
Composition of nomination & remuneration committee	19(1) & (2)	YES
Quorum of Nomination and Remuneration Committee	19(2A)	YES
Meeting of Nomination & Remuneration Committee	19(3A)	YES
Composition of Stakeholder Relationship Committee	20(1), 20(2) and	YES
Meeting of Stakeholder Relationship Committee	20 (3A)	YES
Composition and role of risk management committee	21(1),(2),(3),(4)	YES
Meeting of Risk Management Committee	21(3A)	YES
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1),(5),(6),(7) &	YES
Prior or Omnibus approval of Audit Committee for all	23(2), (3)	YES
Approval for material related party transactions	23(4)	N.A.
Disclosure of related party transactions on consolidated	23(9)	YES
Composition of Board of Directors of unlisted material Su	24(1)	YES
Other Corporate Governance requirements with respect	24(2),(3),(4),(5) &	YES
Annual Secretarial Compliance Report	24(A)	YES
Alternate Director to Independent Director	25(1)	N.A.
Maximum Tenure	25(2)	YES
Meeting of independent directors	25(3) & (4)	YES
Familiarization of independent directors	25(7)	YES
Declaration from Independent Director	25(8) & (9)	YES
Directors and Officers insurance	25(10)	YES
Memberships in Committees	26(1)	YES
Affirmation with compliance to code of conduct from	26(3)	YES
Disclosure of Shareholding by Non-Executive Directors	26(4)	YES
Policy with respect to Obligations of directors and senior	26(2) & 26(5)	YES

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.



Jitendra Kumar
Company Secretary & President- Legal & Corporate Affairs
Exide Industries Limited
ACS No: 11159

ANNEXURE IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year - Half year ending -31st March, 2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc.(refer note below)

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt

Entity	Type (guarantee, comfort letter)	Aggregate amount of issuance	Balance outstanding at the end
Promoter or any other entity controlled by them	NIL		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares)	Aggregate value of security	Balance outstanding at the end
Promoter or any other entity controlled by them	NIL		
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. - **Not Applicable**

Sd/-

Name & A.K. Mukherjee
Designation Director - Finance & CFO
DIN: 00131626

Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company ; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..