



EXIDE INDUSTRIES LIMITED

Registered Office: Exide House, 59E Chowringhee Road, Kolkata 700 020

CIN: L31402WB1947PLC014919;

Phone: (033) 2302 3400, 2283 2118/2150/2171, **Fax:** (033) 2283 2637

Website: www.exideindustries.com; **E-mail:** exideindustrieslimited@exide.co.in

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended, Secretarial Standard-2 on General Meetings issued by the Institute of the Company Secretaries of India (the "SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), Government of India, for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and No. 09/2024 dated September 19, 2024 (collectively referred as "MCA Circulars") and any other applicable laws and regulations, the resolutions set out hereinunder are proposed to be passed by the Members of **Exide Industries Limited** (the "Company") through Postal Ballot by way of remote e-voting ("e-voting") only.

An Explanatory Statement pertaining to the proposed resolutions setting out the material facts and the reasons thereof forms part of this Postal Ballot notice.

This Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories / Registrar and Share Transfer Agent ["RTA"] and whose names are recorded in the Register

of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 12th September 2025 ["Cut-off date"]. Accordingly, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Please refer to detailed instructions for remote e-voting explained in notes to this Notice.

In accordance with Sections 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company has engaged the services of the National Securities Depository Limited ("NSDL"), an agency authorised by the MCA, to provide remote e-voting facility. The procedure for remote e-voting is detailed in the Notes to this Postal Ballot notice.

The Board of Directors of the Company have appointed Mr. S M Gupta (FCS-896/ CP-2053) of M/s. S M Gupta & Co., Practising Company Secretary as Scrutinizer to scrutinize the Postal Ballot (including Remote E-voting) process in a fair and transparent manner.

The remote e voting facility will be available during the following period:

| | |
|-----------------------------------------------|------------------------------------------------------------------|
| Commencement of remote e-voting period | 9.00 a.m. IST on Thursday, 25th September 2025 |
| Conclusion of remote e-voting period | 5.00 p.m. IST on Friday, 24th October 2025 |

Upon completion of Remote e-voting process, the Scrutiniser will submit his report to the Chairman or any other person authorised by him. The result shall be declared on or before 25th October 2025. The said results along with the Scrutiniser's Report would be displayed at the Registered Office of the Company, communicated to the Stock Exchanges where the Company's securities are listed, hosted on the website of NSDL viz., www.evoting.nsdl.com and the Company's website viz. www.exideindustries.com.

The resolution, if passed by the requisite majority, will be deemed to have been passed on the last date specified for remote e- voting, i.e. **Friday, 24th October 2025**.

SPECIAL BUSINESS

1. **Appointment of Mr. Rajeev Ramesh Chand Khandelwal (DIN: 08763979) as a Whole-time Director of the Company**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152, 160, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Article 118 of the Articles of Association of the Company, Mr. Rajeev Ramesh Chand Khandelwal (DIN:08763979), who was appointed as an Additional Director of the Company with effect from 1st September 2025 by the Board of Directors of the Company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rajeev Ramesh Chand Khandelwal (DIN:08763979) be and is hereby appointed as the Whole-time Director, designated as "Executive Director" of the Company for a period of three (3) years

beginning from 1st September 2025 till 31st August 2028 on such remuneration and other terms and conditions of service as detailed in the Explanatory Statement under Section 102(1) of Act annexed to the Notice with liberty to the Board of Directors, including any Committee thereof, to alter or vary the terms and conditions of appointment and/or remuneration, subject to the limits specified under Schedule V of the Act including any statutory modification or re-enactment thereto;

RESOLVED FURTHER THAT his re-appointment as a Director of the Company on retirement by rotation shall not be deemed to constitute a break in his appointment / service as a Whole-time Director of the Company;

RESOLVED FURTHER THAT the Board, including any Committee thereof, be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be considered necessary to give effect to the aforesaid resolution."

2. **Appointment of Mr. Pravin Ramchandra Saraf (DIN: 10137023) as a Whole-time Director of the Company**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152, 160, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Article 118 of the Articles of Association of the Company, Mr. Pravin Ramchandra Saraf (DIN: 10137023), who was appointed as an Additional Director of the Company with effect from 1st September 2025 by the Board of Directors of the Company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and

Disclosure Requirement) Regulations, 2015 as amended (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Pravin Ramchandra Saraf (DIN: 10137023), be and is hereby appointed as the Whole-time Director, designated as "Executive Director" of the Company for a period of three (3) years beginning from 1st September 2025 till 31st August 2028 on such remuneration and other terms and conditions of service as detailed in the Explanatory Statement under Section 102(1) of Act annexed to the Notice with liberty to the Board of Directors, including any Committee thereof, to alter or vary the terms and conditions of appointment and/or remuneration, subject to the limits specified under Schedule V of the Act including any statutory modification or re-enactment thereto;

RESOLVED FURTHER THAT his re-appointment as a Director of the Company on retirement by rotation shall not be deemed to constitute a break in his appointment / service as a Whole-time Director of the Company;

RESOLVED FURTHER THAT the Board, including any Committee thereof, be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be considered necessary to give effect to the aforesaid resolution."

By Order of the Board
For **Exide Industries Limited**

Sd/-

Jitendra Kumar

Registered Office:

Exide House,
59E Chowringhee Road,
Kolkata – 700020
CIN: L31402WB1947PLC014919

Company Secretary and President
Legal & Corporate Affairs
ACS No. 11159

Place : Kolkata
Date : 30th August 2025

NOTES:

1. An Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014, in respect of business to be transacted as mentioned in the Postal Ballot notice, and the relevant details of the Directors as required by Regulation 36(3) of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('SEBI Listing Regulations') and as required under the Secretarial Standard - 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is annexed hereto.
2. Relevant documents referred to in this Postal Ballot notice and the Explanatory Statement pursuant to Section 102 of the Act are available for inspection through electronic mode. Members are requested to write to the Company at cosec@exide.co.in for inspection of the said documents with subject line "Inspection of Documents of Postal Ballot Notice for appointment of Whole-time Director".
3. Members may note that this Postal Ballot notice will also be available on the website of the Company at www.exideindustries.com, the website of the Stock Exchanges on which the equity shares of the Company are listed i.e., BSE Limited ('BSE') at www.bseindia.com and National Stock Exchange of India Limited ('NSE') at www.nseindia.com and the website of NSDL at www.evoting.nsdl.com.
4. Members may note that as per the provisions of the SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025, in supersession of earlier Circular(s) issued in this regard read with circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, as amended from time to time, SEBI has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature) and nomination details.
5. SEBI vide circular dated January 25, 2022 (being part of the SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025), mandated the listed entities to issue securities for the following investor service requests (i) Issue of duplicate securities certificate; (ii) Claim from Unclaimed Suspense Account; (iii) Renewal /Exchange of securities certificate; (iv) Endorsement; (v) Subdivision/Splitting of securities certificate; (vi) Consolidation of securities certificates/ folios; (vii) Transmission; (viii) Transposition; in dematerialised form only. Members are advised to take note of the same.
6. The Securities and Exchange Board of India vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025 ("Circular") has facilitated mechanism for a "Special Window for Re-lodgement of Transfer Requests of Physical Shares" and accordingly all physical share

transfer deeds lodged for transfer with the Company or its Registrar and Transfer Agent (RTA) prior to discontinuation of physical mode of transfer, i.e., April 01, 2019 and rejected/returned by the Company/RTA due to deficiency in the documents and was required to be re-lodged with requisite documents on or before the cut-off date fixed for re-lodgement of such transfer deeds, i.e., March 31, 2021; have been provided with an opportunity to re-lodge the same with the Company/RTA during a special window period of six months from July 07, 2025 till January 06, 2026. During this period, the securities that are re-lodged for transfer (including those requests that are pending with the listed company / RTA, as on date) shall be issued only in demat mode. However, due process shall be followed for such transfer-cum-demat requests. For further details you may contact the Company Secretary of the Company or the Registrar and Transfer Agent of the Company. A copy of the Circular is also available on the website of the Company at www.exideindustries.com

7. **Process for registration of email address for obtaining Postal Ballot notice:**

Members are requested that for permanent registration of their e-mail address, they can register their e-mail address, in respect of electronic holdings with their concerned Depository Participant (DP) and in respect of physical holdings, by submitting Form ISR-1 (available on the website of the Company at www.exideindustries.com) duly filled and signed along with requisite supporting documents to our Registrar & Transfer Agent (RTA) i.e. C B Management Services (P) Limited, Rasoi Court 5th floor, 20, Sir RN Mukherjee Road, Kolkata-700001.

In case of any queries, you may contact the Company at cosec@exide.co.in or at its Registered Office, alternatively you may contact the Registrar and Transfer Agent at C. B. Management Services (P) Ltd., Telephone - +91 33 69066200; E-mail: rtacbmssl.com.

8. **Process and manner for voting through remote e-voting:**

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote by electronic means through the e-voting platform provided by NSDL.
- ii. Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the Members as on **Friday, 12th September 2025, ('cut-off date')**. Only a person, whose name is recorded in the register of members / register of beneficial owners,

- as on the cut-off date maintained by the Depositories shall be entitled to cast their votes by remote e-voting. A person who is not a member as on the cut-off date, should treat this Postal Ballot Notice for information purpose only. Further members who have not received this Notice due to non-registration of their e-mail addresses with the Company/RTA/ Depositories, are also entitled to vote in relation to the resolution as set out in this Notice.
- iii. Voting rights through e-voting cannot be exercised by a proxy.
 - iv. The remote e-voting period commences at **9.00 a.m. IST on Thursday, 25th September 2025 and ends at 5.00 p.m. IST on Friday, 24th October 2025**. The remote e- voting module will be disabled by NSDL for voting thereafter. The detailed process for remote e-voting is given below in point no. (vii).
 - v. Subject to the provisions of the Articles of Association of the Company, voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the cut-off date.
 - vi. The Scrutinizer shall, immediately after the conclusion of Remote e-voting, make a Scrutinizer's Report of the total votes cast in favor or against, if any, and will submit his report to the Chairman of the Company or person authorised by him. The results of the Postal Ballot will be announced by the Chairman of the Company or person authorised by him, on or before 25th October 2025 at the Registered Office of the Company and also by placing the same on the Company's website i.e. www.exideindustries.com and on the website of NSDL at the link www.evoting.nsdl.com. The results will simultaneously be also communicated to the Stock Exchanges i.e. BSE Limited, National Stock Exchange of India Limited and the Calcutta Stock Exchange Limited.
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- vii. **The instructions for E-voting are as under:**

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

The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Access to NSDL e-Voting system

Step 2: Cast your vote electronically on NSDL e-Voting system.





Details on Step 1 are mentioned below:

A) LOGIN METHOD FOR REMOTE E-VOTING FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Entities", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs 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. | 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 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. |

| Type of shareholders | Login Method |
|--------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | <ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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. 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 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. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> |
| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |

| Type of shareholders | Login Method |
|--------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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. |

Important Note: Members who are unable to retrieve User ID/ Password are advised to use “Forget User ID” and/ or “Forget Password” option available at above mentioned 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 evoting@nsdl.com or call at 022 - 4886 7000 |
| 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

B) LOGIN METHOD FOR E-VOTING 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 and enter the URL: <https://www.evoting.nsdl.com>.
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. Enter your User ID, Password/ OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices, 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:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|----------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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 101456 then User ID is 101456001***. |

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'?

a. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail 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'.

b. If your e-mail ID is not registered, please register it by following details mentioned above.

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.

b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on 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 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 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.

2. Select "EVEN" (137198) of company for which you wish to cast your vote during the remote e-Voting period.

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 authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to "smguptaandco@gmail.com" with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution /Authority Letter"** displayed under **"e-Voting"** tab in their login. **Please note that in case of Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.), furnishing of the Board Resolution/Authority Letter or Power of Attorney, in any mode as mentioned hereinabove is mandatory and in lack of it, the vote would be considered invalid by the Scrutinizer.**

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 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 or call on : 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD FOR E-VOTING

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 rta@cbmsl.com and copy to the Company at cosec@exide.co.in.
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) by email to rta@cbmsl.com and copy to the Company at cosec@exide.co.in.

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 for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

By Order of the Board
For **Exide Industries Limited**

Sd/-

Jitendra Kumar

Registered Office:

Exide House,
59E Chowringhee Road,
Kolkata – 700020
CIN: L31402WB1947PLC014919

Company Secretary and President
Legal & Corporate Affairs
ACS No. 11159

Place : Kolkata

Date : 30th August 2025

Explanatory Statement pursuant to Sections 102(1) and 110 of the Companies Act, 2013

Item No.1

The Board of Directors (the "Board") of the Company presently comprises seven (7) members, including two (2) Executive Directors and five (5) Non-Executive Directors. In order to broaden the composition of the Board and to ensure an optimal balance between Executive and Non-Executive representation, it is proposed that two (2) additional Executive Directors be appointed to the Board.

The induction of Executive Directors is deemed beneficial to the Company, as such individuals possess substantial domain expertise, institutional acumen, and operational insight. Their inclusion on the Board is expected to facilitate the formulation of strategic decisions that are informed by practical and real-time business considerations, thereby strengthening the governance framework and advancing the long-term objectives of the Company.

Upon the recommendation of Nomination and Remuneration committee, the Board of the Company at its meeting held on 30th August 2025 appointed Mr. Rajeev Ramesh Chand Khandelwal (DIN: 08763979) as an Additional Director w.e.f. 1st September 2025. Pursuant to Section 161 of the Companies Act, 2013 and Article 118 of Articles of Association of the Company, he holds such office up to the conclusion of the next annual general meeting. Further, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") approval of shareholders for his appointment need to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a Notice in terms of Section 160 of the Companies Act, 2013 from a member proposing the candidature of Mr. Khandelwal for the office of Director of the Company.

Brief Profile of Mr. Rajeev Ramesh Chand Khandelwal:

"Mr. Rajeev Ramesh Chand Khandelwal is a seasoned P&L Leader with over 30 years of experience in growing brands and building successful businesses. He joined the Company on 20th November 2024 and was designated as Senior President & Head-Trade. He was also appointed as Senior Management Personnel ("SMP") of the Company. Mr. Khandelwal is presently

entrusted with the responsibility for marketing, sales and service functions pertaining to the Company's Trade business, which includes strategic oversight and operational execution of trade sales across verticals such as Mobility, Reserve Power, and Last Mile connectivity. He reports to the Managing Director & Chief Executive Officer of the Company and works closely with cross-functional teams to drive business outcomes and operational excellence.

In his previous role as President – Strategy and Business Expansion at RPSG Group, he played a key role in shaping the long-term direction for their FMCG business. Having worked with consumer goods companies like P&G, Gillette, Reckitt, and the RPSG Group, Mr. Khandelwal has worked in national and global roles across India, Sri Lanka, Singapore and Africa.

Mr. Khandelwal is an engineer from Visvesvaraya Regional College of Engineering, Nagpur. He also holds an MBA in Marketing from SP Jain Institute of Management, Mumbai."

Considering his vast experience, the Board of Directors, upon recommendation of the Nomination and Remuneration Committee, at its meeting held on 30th August 2025 approved the appointment of Mr. Rajeev Ramesh Chand Khandelwal (DIN: 08763979) as a Whole-time Director, designated as "Executive Director" of the Company for a period of three (3) years commencing from 1st September 2025 till 31st August 2028, liable to be retire by rotation, subject to the approval of the shareholders.

Mr. Khandelwal has furnished the consents/declarations for his appointment as required under the Act read with Rules related thereto and the applicable provisions of the SEBI Listing Regulations. He satisfies all the conditions as set out in Part I of Schedule V and also under Section 196 of the Act for being eligible to be appointed as a Whole-time Director of the Company. He has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order issued by SEBI or any other such Authority pursuant to circulars dated 20th June 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies.

The period of service, remuneration payable and the terms and conditions of service of Mr. Rajeev Ramesh Chand Khandelwal with effect from 1st September 2025 are set out below:

| Terms & Conditions of Service | Particulars |
|-------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Basic Salary | ₹ 12,22,500/- per month |
| Increment | Basic Salary will be increased upto 10% per annum provided performance criteria as laid down by the Nomination and Remuneration Committee of the Board of Directors are met. |
| Commission | Commission of 1% of the net profits of the Company computed in the manner laid down in Section 197 & 198 of the Companies Act, 2013 subject to a maximum of annual basic salary for each year, based on certain performance criteria to be laid down by the Nomination & Remuneration Committee of the Board of Directors and payable annually after the annual accounts have been approved by the Board of Directors and Members of the Company. |
| Performance Bonus | Subject to a maximum of 24 months' basic salary based on certain performance criteria to be laid down by the Nomination and Remuneration Committee of the Board of Directors. |
| Duties | Subject to the superintendence, control and direction of the Managing Director and Chief Executive Officer ("MD & CEO"), he shall be entrusted with the complete Profit & Loss (P&L) responsibility for the trade business of the Company across verticals such as Mobility, Reserve Power, and Last Mile connectivity. He shall also discharge such other corporate duties and responsibilities as may, from time to time, be delegated or assigned to him by the MD & CEO on behalf of the Board. |
| Period | For a period of three (3) years with effect from 1 st September 2025 till 31 st August 2028 |

Other terms and conditions:

| | |
|----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Perquisites | <p>In addition to the above salary, increment, commission and performance bonus, he shall be entitled to perquisites like furnished accommodation with expenditure on gas, electricity, water, maintenance and repair thereof or House Rent Allowance with expenditure on gas, electricity, water and furnishings, leave travel allowance, medical expenses and medical insurance for self and family, fees of clubs, personal accident and life insurance benefits and such other perquisites and allowances in accordance with the Rules of the Company or as may be agreed to by the Board of Directors.</p> <p>Company's contribution to Provident Fund and Pension Fund not exceeding 27% of salary or such percentage limit as may be prescribed under the Income Tax legislation. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and leave including encashment of leave at the end of the tenure, as per Company's policy.</p> <p>Perquisites shall be evaluated as per Income Tax Rules, wherever applicable, and in the absence of any such Rule, perquisites shall be evaluated at actual costs.</p> <p>Provision for use of Company's cars and telephones at residence (including payment for local calls and long distance calls) shall not be included in the computation of perquisites.</p> <p>The overall amount of perquisites shall not exceed an amount equal to the annual basic salary. In computing the monetary ceiling on perquisites, Company's contribution to Provident Fund, Pension Fund and Gratuity shall not be taken into account.</p> |
| Minimum Remuneration | In the absence of or inadequacy of profits in any of the financial years of the Company during the tenure he shall be entitled to such remuneration by way of salary along with perquisites, benefits and other allowances as detailed above not exceeding such sum as may be prescribed under Schedule V of the Companies Act, 2013 from time to time. |
| General | In addition, the contract of appointment shall set out the usual rights and obligations of the parties. |
| Termination | The appointment is terminable by either party by giving three months' prior written notice to the other. |

Information as required pursuant to SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is contained in the statement annexed as "Annexure I" hereto.

An abstract of the terms of appointment of Mr. Khandelwal pursuant to Section 190 of the Companies Act, 2013 will be available for inspection from date of circulation of this Notice up to the last date of e-voting. Members are requested to write to the Company on cosec@exide.co.in for inspection of the said document.

In view of the above provisions and considering the qualification, expertise and leadership skills of Mr. Khandelwal, the Board considers his appointment on the terms set out above to be in the interest of the Company and recommends this Resolution to be passed as an Ordinary Resolution by the members.

He holds 350 equity shares in the Company and is not related to any Director or Key Managerial Personnel of the Company in any way.

Except Mr. Rajeev Ramesh Chand Khandelwal and his relatives, being the appointee, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned with or interested in, financially or otherwise, in the aforesaid resolution as set out in Item No. 1 of the Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) of ICSI.

Item No.2

Upon the recommendation of Nomination and Remuneration committee, the Board of the Company at its meeting held on 30th August 2025 appointed Mr. Pravin Ramchandra Saraf (DIN: 10137023) as an Additional Director w.e.f. 1st September 2025. Pursuant to Section 161 of the Companies Act, 2013 and Article 118 of Articles of Association of the Company, he holds such office up to the conclusion of the next annual general meeting. Further, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") approval of shareholders for his appointment need to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a Notice in terms of Section 160 of the Companies Act, 2013 from a member proposing the candidature of Mr. Saraf for the office of Director of the Company.

Brief Profile of Mr. Pravin Ramchandra Saraf:

"Mr. Pravin Ramchandra Saraf brings over 35 years of national and international experience with organizations such as Bajaj, Bosch, Endurance Technology and Crompton Greaves Consumer Electrical Ltd. He is a distinguished professional with a proven track record of leading organisation through transformative periods. He has successfully managed both the Green field and Brown field capacity expansions, significantly enhancing profitability & operational excellence."

Mr. Saraf was appointed as Senior President & Head-Operations of the Company on 23rd October 2024. He was subsequently appointed as Senior Management Personnel of the Company. He is currently responsible for overseeing all functions related to Manufacturing, Supply Chain Management, Operational Excellence, Projects, and Research & Development across the Company. His role includes strategic planning, execution, and continuous improvement initiatives aimed at enhancing productivity, cost efficiency, and innovation. He leads cross-functional teams to ensure seamless integration of operations with business objectives, drives technology adoption and process optimization. He reports directly to the Managing Director & Chief Executive Officer and plays a key role in supporting the Company's long-term operational strategy and growth agenda."

Mr. Saraf holds a postgraduate degree in business management and is an alumnus of the Government College of Engineering, Pune."

Considering his vast experience, the Board of Directors, upon recommendation of the Nomination and Remuneration Committee, at its meeting held on 30th August 2025 approved the appointment of Mr. Pravin Ramchandra Saraf (DIN: 10137023) as a Whole-time Director, designated as "Executive Director" of the Company for a period of three (3) years commencing from 1st September 2025 till 31st August 2028, liable to retire by rotation, subject to the approval of the shareholders.

Mr. Saraf has furnished the consents/declarations for his appointment as required under the Act read with Rules related thereto and the applicable provisions of the SEBI Listing Regulations. He satisfies all the conditions as set out in Part I of Schedule V and also under Section 196 of the Act for being eligible to be appointed as a Whole-time Director of the Company. He has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order issued by SEBI or any other such Authority pursuant to circulars dated 20th June 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies.

The period of service, remuneration payable and the terms and conditions of service of Mr. Pravin Ramchandra Saraf with effect from 1st September 2025 are set out below:

| Terms & Conditions of Service | Particulars |
|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Basic Salary | ₹ 5,62,500/- per month |
| Increment | Basic Salary will be increased upto 10% per annum provided performance criteria as laid down by the Nomination and Remuneration Committee of the Board of Directors are met. |
| Commission | Commission of 1% of the net profits of the Company computed in the manner laid down in Section 197 & 198 of the Companies Act, 2013 subject to a maximum of annual basic salary for each year, based on certain performance criteria to be laid down by the Nomination & Remuneration Committee of the Board of Directors and payable annually after the annual accounts have been approved by the Board of Directors and members of the Company. |
| Performance Bonus | Subject to a maximum of 24 months' basic salary based on certain performance criteria to be laid down by the Nomination and Remuneration Committee of the Board of Directors. |
| Duties | Subject to the superintendence, control and direction of the Managing Director and Chief Executive Officer ("MD & CEO"), he shall have the overall responsibility for all functions relating to manufacturing, supply chain management, operational excellence, projects, R&D and such other responsibilities as may, from time to time, be delegated or assigned to him by the MD & CEO on behalf of the Board. |
| Period | For a period of three (3) years with effect from 1 st September 2025 till 31 st August 2028 |

Other terms and conditions:

| | |
|----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Perquisites | <p>In addition to the above salary, increment, commission and performance bonus, he shall be entitled to perquisites like furnished accommodation with expenditure on gas, electricity, water, maintenance and repair thereof or House Rent Allowance with expenditure on gas, electricity, water and furnishings, leave travel allowance, medical expenses and medical insurance for self and family, fees of clubs, personal accident and life insurance benefits and such other perquisites and allowances in accordance with the Rules of the Company or as may be agreed to by the Board of Directors.</p> <p>Company's contribution to Provident Fund and Pension Fund not exceeding 27% of salary or such percentage limit as may be prescribed under the Income Tax legislation. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and leave including encashment of leave at the end of the tenure, as per Company's policy.</p> <p>Perquisites shall be evaluated as per Income Tax Rules, wherever applicable, and in the absence of any such Rule, perquisites shall be evaluated at actual costs.</p> <p>Provision for use of Company's cars and telephones at residence (including payment for local calls and long distance calls) shall not be included in the computation of perquisites.</p> <p>The overall amount of perquisites shall not exceed an amount equal to the annual basic salary. In computing the monetary ceiling on perquisites, Company's contribution to Provident Fund, Pension Fund and Gratuity shall not be taken into account.</p> |
| Minimum Remuneration | In the absence of or inadequacy of profits in any of the financial years of the Company during the tenure he shall be entitled to such remuneration by way of salary along with perquisites, benefits and other allowances as detailed above not exceeding such sum as may be prescribed under Schedule V of the Companies Act, 2013 from time to time. |
| General | In addition, the contract of appointment shall set out the usual rights and obligations of the parties. |
| Termination | The appointment is terminable by either party by giving three months' prior written notice to the other. |

Information as required pursuant to SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is contained in the statement annexed as "Annexure I" hereto.

An abstract of the terms of appointment of Mr. Pravin Ramchandra Saraf pursuant to Section 190 of the Companies Act, 2013 will be available for inspection from date of circulation of this Notice up to the last date of e-voting. Members are requested to write to the Company on cosec@exide.co.in for inspection of the said document.

In view of the above provisions and considering the qualification, expertise and leadership skills of Mr. Saraf, the Board considers his appointment on the terms set out above to be in the interest of the Company and recommends this Resolution to be passed as an Ordinary Resolution by the members.

He does not hold any equity shares in the Company and is not related to any Director or Key Managerial Personnel of the Company in any way.

Except Mr. Pravin Ramchandra Saraf and his relatives, being the appointee, none of the other Directors and Key Managerial

Personnel of the Company or their relatives are concerned with or interested in, financial or otherwise, in the aforesaid resolution as set out in Item No. 2 of the Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) of ICSI.

By Order of the Board
For **Exide Industries Limited**

Sd/-
Jitendra Kumar
Company Secretary and President
Legal & Corporate Affairs
ACS No. 11159
Registered Office:
Exide House,
59E Chowringhee Road,
Kolkata – 700020
CIN: L31402WB1947PLC014919

Place : Kolkata
Date : 30th August 2025

Annexure I

Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 1.2.5 of Secretarial Standard – 2 on General Meetings, requisite particulars of directors seeking appointment/re-appointment are provided herewith:

| Name of the Director | Mr. Rajeev Ramesh Chand Khandelwal | Mr. Pravin Ramchandra Saraf |
|--------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DIN | 08763979 | 10137023 |
| Date of Birth / Age | 22/10/1968 / 57 Years | 06/06/1968 / 57 Years |
| Date of first appointment on the Board | 1 st September 2025 subject to approval of shareholders of the Company | 1 st September 2025 subject to approval of shareholders of the Company |
| Brief resume, Qualification(s), Experience and Nature of expertise in specific functional areas | <p>Mr. Rajeev Ramesh Chand Khandelwal is a seasoned P&L Leader with over 30 years of experience in growing brands and building successful businesses. He joined the Company on 20th November 2024 and was designated as Senior President & Head-Trade. He was also appointed as Senior Management Personnel ("SMP") of the Company. Mr. Khandelwal is presently entrusted with the responsibility for marketing, sales and service functions pertaining to the Company's Trade business, which includes strategic oversight and operational execution of trade sales across verticals such as Mobility, Reserve Power, and Last Mile connectivity. He reports to the Managing Director & Chief Executive Officer of the Company and works closely with cross-functional teams to drive business outcomes and operational excellence.</p> <p>In his previous role as President – Strategy and Business Expansion at RPSG Group, he played a key role in shaping the long-term direction for their FMCG business. Having worked with consumer goods companies like P&G, Gillette, Reckitt, and the RPSG Group, Mr. Khandelwal has worked in national and global roles across India, Sri Lanka, Singapore and Africa.</p> <p>Mr. Khandelwal is an engineer from Visvesvaraya Regional College of Engineering, Nagpur. He also holds an MBA in Marketing from SP Jain Institute of Management, Mumbai.</p> | <p>Mr. Pravin Ramchandra Saraf brings over 35 years of national and international experience with organizations such as Bajaj, Bosch, Endurance Technology and Crompton Greaves Consumer Electrical Ltd. He is a distinguished professional with a proven track record of leading organisation through transformative periods. He has successfully managed both the Green field and Brown field capacity expansions, significantly enhancing profitability & operational excellence.</p> <p>Mr. Saraf was appointed as Senior President & Head-Operations of the Company on 23rd October 2024. He was subsequently appointed as Senior Management Personnel of the Company. He is currently responsible for overseeing all functions related to manufacturing, supply chain management, operational excellence, projects, and research & development across the Company. His role includes strategic planning, execution, and continuous improvement initiatives aimed at enhancing productivity, cost efficiency, and innovation. He leads cross-functional teams to ensure seamless integration of operations with business objectives, drives technology adoption and process optimization. He reports directly to the Managing Director & Chief Executive Officer and plays a key role in supporting the Company's long-term operational strategy and growth agenda.</p> <p>Mr. Saraf holds a postgraduate degree in business management and is an alumnus of the Government College of Engineering, Pune.</p> |

| Name of the Director | Mr. Rajeev Ramesh Chand Khandelwal | Mr. Pravin Ramchandra Saraf |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| Shareholding in the Company as on the date of Postal Ballot notice (self and beneficial basis only) | 350 equity shares (self) | Nil |
| Terms and conditions of appointment | As per Explanatory Note to Item no. 1 to the Postal Ballot Notice dated 30 th August 2025 | As per Explanatory Note to Item no. 2 to the Postal Ballot Notice dated 30 th August 2025 |
| Details of remuneration last drawn (as on 31 st March 2025) | ₹ 1,76,73,092/- | ₹ 1,42,11,418/- |
| Details of proposed remuneration | As per Explanatory Note to Item no. 1 to the Postal Ballot Notice dated 30 th August 2025 | As per Explanatory Note to Item no. 2 to the Postal Ballot Notice dated 30 th August 2025 |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the Company | None | None |
| Number of Board Meetings attended during the Financial Year 2024-25 till date. | Nil | Nil |
| Chairperson/ Membership of the Statutory Committee(s) of Board of Directors of the Company as on 31 st March 2025 | None | None |
| Other companies in which he is a Director excluding Directorship in Private and Section 8 companies as on the date of Postal Ballot notice | Nil | Nil |
| Chairmanship/Membership of the Committee(s) of Board of Directors of other companies in which he is a Director excluding Private and Section 8 companies as on the date of Postal Ballot notice | Nil | Nil |
| Listed companies from which he has resigned in the past three years | RPSG Ventures Limited | Nil |