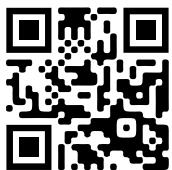


Embracing opportunities Achieving excellence





For more information,
please visit our
corporate website:

<https://www.exideindustries.com/>

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Financial Statements

Automotive



Industrial



Green Technology Solutions



Sustainability



Embracing opportunities Achieving excellence

Notwithstanding global headwinds, India continues to demonstrate resilient growth, racing ahead towards the \$5 trillion league. The journey, however, would entail an exponential surge in demand for energy and energy storage solutions.

From the automotive sector to industrial applications, our comprehensive product portfolio serves multiple energy requirements and we are geared to embrace these opportunities and achieve industry-leading excellence in all that we do.

Our commitment to excellence extends beyond products and solutions. We place great importance

on employee development, building a nurturing environment that fosters creativity, collaboration and continuous learning.

We thrive on innovation, reliability and trust of millions of consumers in India and multiple other geographies. Our product portfolio continues to grow, with more emphasis on advanced research and breakthrough technologies. Technology upgradation and digitalisation are Exide's major priority areas.

We have now firmly embedded a digital layer that runs throughout the organisation. This effort is enabling us to harness the potential of

analytics and automation. We are also expanding our capacities and driving cost efficiencies from supply chain management to procurement and factory costs.

As a responsible corporate entity, we consistently strive to integrate sustainable practices into all facets of our operations, drawing upon our extensive expertise over several decades. By doing so, we aim to create enduring value not only for our esteemed stakeholders, but also for the society at large.

At Exide, we have cultivated a culture of agility and adaptability, enabling us to stay ahead of the curve in a dynamic business landscape. We have embraced opportunities presented by advancements in technology, evolving customer preferences and the global call for sustainability.

Exide today presents a story of fabulous transformation — from achieving higher operational excellence, making forays into unexplored global markets, to evaluating every business impact and outcome through a holistic ESG (Environmental, Social and Governance) lens.

KNOW US

Leading with excellence

Exide is one of the leading manufacturer and distributor of lead-acid batteries and storage solutions, committed to providing unparalleled solutions and services for multiple energy applications worldwide.

We are strengthening our market share in lead-acid batteries and storage solutions across both automotive and industrial sectors. Additionally, we are rapidly expanding our capabilities with lithium-ion batteries aimed at building a sustainable economy and meeting the needs of diverse end-user industries.

Keeping innovation at the heart of our endeavours, we continue to deploy advanced technology to design and deliver new-age products that help minimise our carbon footprint. Our commitment to sustainability and safety is also reflected in our responsible sourcing and manufacturing practices.



10

Manufacturing plants

54 million

Automotive batteries produced per annum

5.8 billion Ah

Industrial power supply per annum

252 KMT per annum

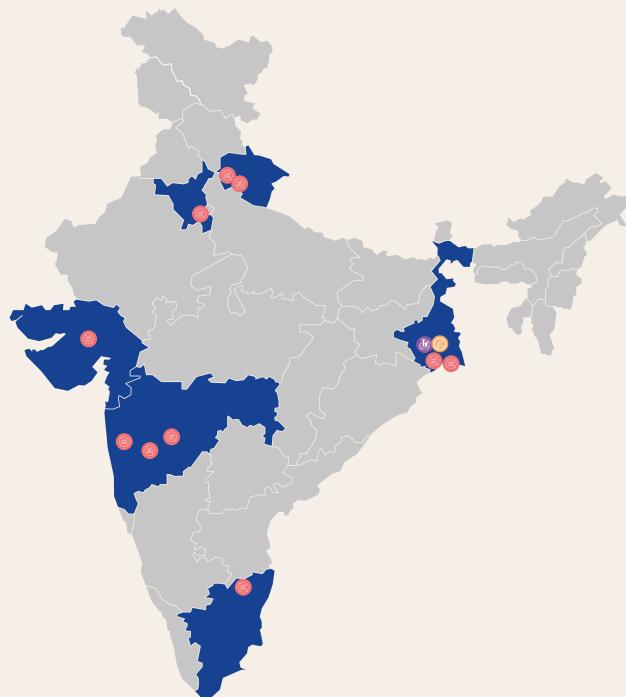
Lead recycling capacity of three recycling plants

5,200+

Permanent employees

GEOGRAPHICAL FOOTPRINT

Exide has established a pan-India manufacturing presence that encompasses strategically located plants, backed by high operational efficiencies to deliver products that are designed for best-in-class energy solutions.



Headquarter

Kolkata, West Bengal



Manufacturing Units



R&D Centre

Kolkata, West Bengal



R&D centre, Kolkata



Ahmednagar, Maharashtra



Hosur, Tamil Nadu



Bawal, Haryana



Prantij, Gujarat



Chinchwad (Pune),
Maharashtra



Roorkee, Uttarakhand



Haldia, West Bengal



Shamnagar, West Bengal



Haridwar, Uttarakhand



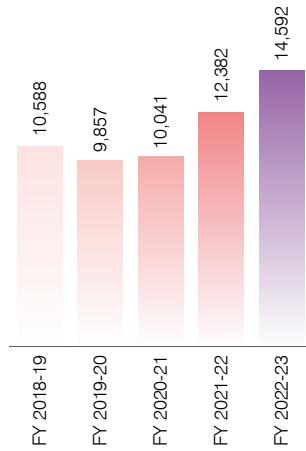
Taloja, Maharashtra

FINANCIAL HIGHLIGHTS

Delivering sustained momentum

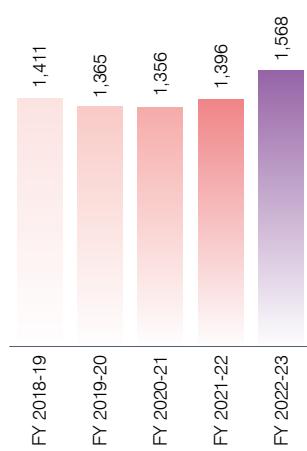
Net turnover (₹ in crore)

14,592



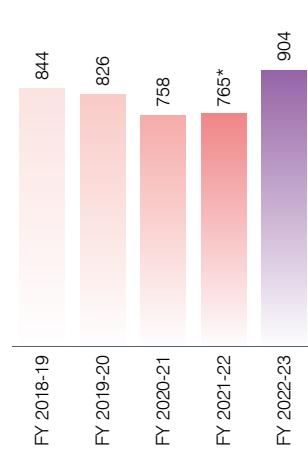
Operating profit (₹ in crore)

1,568



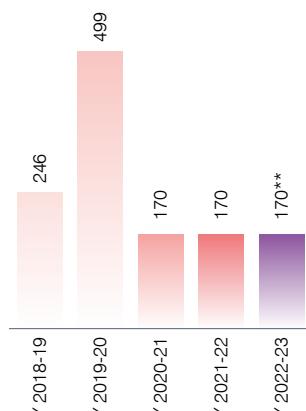
Net profit (₹ in crore)

904



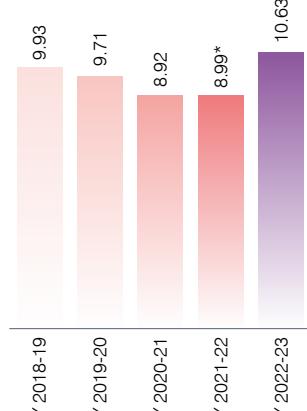
Dividend yield (₹ in crore)

170



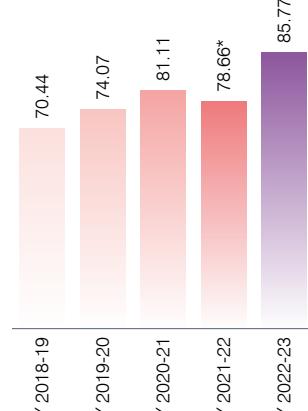
Earnings per share (₹)

10.63



Book value per share (₹)

85.77

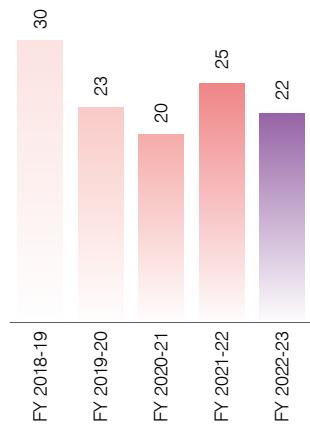


*Excluding exceptional gain of ₹ 4683.53 crore and corresponding tax thereon

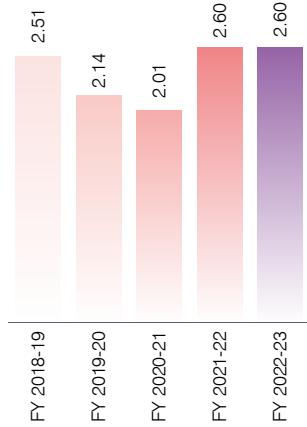
**Subject to approval of shareholders at the 76th Annual General Meeting

R&D expenditure

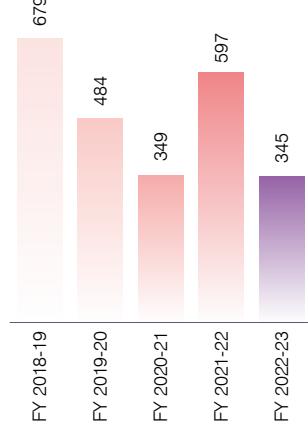
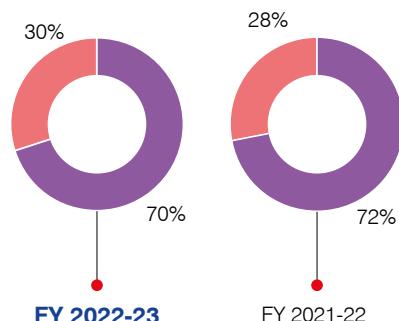
(₹ in crore)

22**Asset turnover ratio**

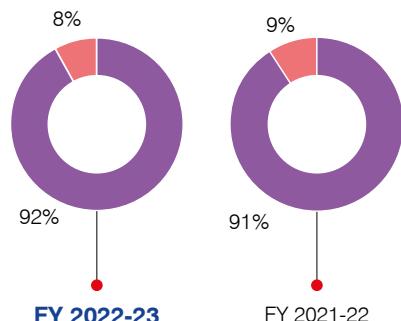
(in times)

2.60**Capital expenditure**

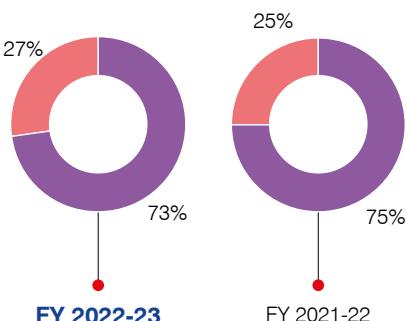
(₹ in crore)

345**Revenue mix****By division**

● Automotive ● Industrial

By geographies

● India ● International

By institutional and non-institutional

● Non-institutional ● Institutional

MESSAGE FROM CHAIRMAN

Looking ahead with optimism

At Exide, we believe that our people are core drivers of business growth. We, therefore, remain dedicated to nurture an inclusive talent pipeline and foster a dynamic working environment that is conducive for personal as well as professional development.

**Dear Shareholders,**

At Exide, we perceive every challenge as an opportunity. It is with this optimism that we have navigated through many ups and downs over the years and aspire to do so in the future. We believe we are well positioned in the evolving market landscape, with a balanced product portfolio and select strategic partnerships to serve our customers' evolving requirements. With this positive outlook towards the future, we can achieve our objectives sustainably.

With this thought, I am delighted to present our annual report for the year under review. I would like to highlight our overall performance involving all spheres of our business.

Macroeconomic landscape

During the year under review, the after-effects of the pandemic coupled with the Russia-Ukraine war posed further challenges for economies around the world. The geo-political tensions led to a surge in inflation, prompting aggressive monetary tightening policies in several developed and developing countries. This triggered capital outflows and currency depreciations in developing countries, increasing balance of payment pressures and heightening debt sustainability risks. According to the World Economic Forum (WEF), the global GDP for calendar year 2022 is 3.4% which is lower than the average growth rate seen from 2000-2018 (pre-pandemic level). Further,

global GDP growth might decelerate to 2.8% in 2023, as developed countries will be impacted by relatively high inflationary pressures and limited demand scenario.

In India, during Financial Year (FY) 2022-23, government initiatives, along with the central bank's monetary policy enabled the country to navigate the geo-political tensions effectively. The country emerged as the fastest growing economy, with an estimated growth rate of 7.2% for FY 2022-23. Considering India's resilient domestic demand and the RBI's success in containing inflation, the outlook for the future remains optimistic. Moreover, India continues to strengthen its position with prudent fiscal policies and agile interventions by the government.

Exide, with its innovative product portfolio, strong customer relationships and pan-India presence will continue to reach new heights in the relevant markets

Reflecting back to the sectoral review, according to the Society of Indian Automobile Manufacturers (SIAM) data, overall vehicle sales in the domestic market grew by 20.4% in FY 2022-23 and passenger vehicle volumes surpassed record high volumes seen in FY 2018-19. The supply side issues such as the availability of semi-conductors and the non-availability of containers subsided, which enabled the automotive sector to register strong growth this fiscal year.

Registering a consistent performance

Our consistent performance was reflected in robust revenue growth, strong profitability levels and high cash flow generation. Both revenues and profit after tax grew nearly 18% Y-o-Y. The year also witnessed the launch of technologically advanced products catering to evolving market dynamics, enabling us to further expand our market presence.

We are setting a lithium-ion cell manufacturing factory in the country, characterised by its multi-gigawatt, multi-chemistry and multi-format capabilities

Strategically foraying into lithium-ion cell manufacturing

In our endeavour to drive the business forward, we are excited about making investments in newer markets that align with our business model. Notably, we are setting up a lithium-ion cell manufacturing factory characterised by its multi-gigawatt, multi-chemistry and multi-format capabilities. Our experience, project readiness and intellectual capabilities give us a significant first-mover advantage in this sunrise sector.

Sustainable practices

With sustainability at the core of our business strategies, we have built a strong governance framework with ethical operating processes that ensure overall well-being of our people and the communities in which we operate. We are dedicated to build a circular economy and continuously make efforts to reduce our water, waste and carbon footprints.

Nurturing our human capital

At Exide, we believe that our people are the core drivers of our business growth. We, therefore, remain dedicated to nurture an inclusive talent pipeline and built a dynamic working environment that is conducive for personal as well as professional development. We continue to organise multiple training and development programmes across levels to ensure consistent upskilling of our people to prepare leaders for tomorrow.

Capitalising on evolving opportunities

India is on an upward economic growth trajectory, which augurs well for increasing demand for energy and energy storage solutions. At Exide,

we anticipate better prospects in both automotive and industrial divisions.

The increasing preference for personal mobility, greater inter and intra-state connectivity, escalating demand for technologically advanced products and government initiatives will drive vehicle sales and subsequently, the demand for lead acid batteries. In the industrial division, several downstream sectors are expected to receive huge investments from both public and private sectors (such as IUPS, solar, telecom, traction, railways, etc.). Exide, with its innovative product portfolio, strong customer relationships and pan-India presence will continue to reach new heights in the relevant markets.

India intends to increase Electric Vehicle (EV) market penetration by 2030 with an aim to decarbonise the transport sector. Exide is a frontrunner in this emerging sector, with its existing state-of-the-art facility for supplying packs and modules. The upcoming lithium-ion cell manufacturing facility will further give us a distinct competitive edge. We are confident that our consistent efforts to achieve new milestones will lead to profitable revenue generation in the medium-term.

I wish to acknowledge the contribution of our dedicated workforce, the incredible efforts of our visionary leadership team and the invaluable support of our customers. I also remain thankful to our shareholders for their unwavering faith in our capabilities to script another chapter of growth in our illustrious journey.

Regards,

Bharat Dhirajlal Shah

Chairman

MESSAGE FROM MANAGING DIRECTOR & CEO

Nurturing our quest for excellence



In 2022-23, we completed 75 years of our existence. In the span of over seven decades, we have continuously evolved to produce some of the finest batteries and battery storage solutions for our customers.

Dear Shareholders,

I hope you and your families are safe and healthy. I am pleased to present our performance for the fiscal year under review, as we embrace opportunities and remain resolute to achieve excellence on all fronts.

When we look back at the fiscal year, our performance does validate the resilience of our business model. While appreciating the volatility in input costs, logistics and banking channels across several economies, it gives me a sense of pride to report that Exide has consistently created value for all its stakeholders.

To reinforce our position as one of the leading players in the industry, we are continuously navigating challenges in the business landscape by aligning ourselves with changing market dynamics. Our unwavering commitment to technological advancements has facilitated the

development of cutting-edge products that cater to the evolving needs of our customers, while maintaining a steadfast focus on upholding sustainable business practices.

75 years of Exide

In 2022-23, we completed 75 years of our existence. In the span of over seven decades, we have evolved to produce some of the finest batteries and battery storage solutions. Our journey, from a single factory in West Bengal to becoming a manufacturing behemoth with factories in six states in India and expanding our export footprint in 60 countries across the globe, is testimony to our enduring legacy.

Business performance review

We achieved revenues of ₹ 14,592 crore, along with an EBITDA of ₹ 1,568 crore for the year under

review. Our Profit after Tax stood at ₹ 904 crore, growing by nearly 18% Y-o-Y. I am pleased to state that we are now almost a \$2 billion enterprise as our market capitalisation surpassed ₹ 15,000 crore on March 31, 2023.

Looking closely at our business divisions, the automotive division enjoyed double-digit topline growth and market share expansion in the domestic market. While the replacement market continued its healthy demand momentum, we also witnessed a substantial rebound in demand from Original Equipment Manufacturers (OEMs). In the industrial division, more than 70% of the vertical comprising Industrial UPS, traction and solar energy sectors, grew in high double digits. However exports, for both automotive and industrial divisions delivered a modest performance, as a result of

being impacted by low demand from developed nations, especially from Europe and the USA.

We introduced multiple new products with advanced features and higher efficiency in both divisions. We also focused on strengthening our distribution reach and building a stronger customer connect. We now have a robust network of more than 95,000 distributors and dealers/sub-dealers across India, backed by an equally resilient after-sale services network. Taking a step forward, industrial division customers can now reach us through our new dedicated helpline number, in addition to the digital app launched in the previous financial year.

Embracing opportunities, achieving excellence

Exide has always been at the forefront of innovation in industry for decades. Through our subsidiary company Exide Energy Private Limited, we are actively expanding our presence in the lithium-ion technology space and taking leadership as a trusted provider of innovative energy storage solutions. The subsidiary has secured orders worth around ₹ 700 crore for lithium-ion packs and modules during the year. Similarly Exide Energy Solutions Limited, a 100% subsidiary, specialising in lithium-ion cell manufacturing, has already made a head-start in setting up the country's single site multi giga-watt lithium-ion cell manufacturing factory at

Through our subsidiary companies, we are actively expanding our presence in the lithium-ion technology space and taking leadership as a trusted provider of innovative energy storage solutions

Karnataka. Under the aegis of experts and seasoned professionals, the project is underway at a brisk speed and we expect commercial production under phase-1 by the end of next year.

Taking lead through digitalisation

We embarked on the path of digitalisation three years ago taking a conscious step towards transforming our operating processes including sales & marketing, distribution, manufacturing, human resources, supply chain management and logistics. Today, all these processes are tech-enabled, reaping the benefits of cost competitiveness, faster market reach and enhanced efficiencies. To highlight few outcomes of our digitalisation journey: we now have micro-market level visibility and hence, it enables sharper deployment of strategic initiatives for fulfilment of customer expectations.

Focused on sustainability

At Exide, we remain inclined to operate our business on a profitable and sustainable platform. During the fiscal year, we have achieved noteworthy milestones in the areas of ESG. In addition to increasing our consumption of renewable energy to 19%, we have continuously upgraded our product portfolio to introduce new solutions for solar rooftop applications, industrial UPS and hybrid cars, aimed at reducing carbon emissions.

Engaging workforce

We continue to build on our efforts to nurture an inclusive and diverse workplace. I am happy to report that we have introduced a policy to enable young mothers to work from home for a designated period. Further, our

commitment to build a transparent and fair organisation drives us to curate policies that promote the well-being of our employees for the long-term.

Future-readiness

As we move forward, with the right tailwinds, demand in the automotive and the industrial sectors is expected to remain high. In lead-acid battery and storage solutions business, we continue to leverage our global collaborations and work towards introducing products and solutions with advanced features based on market demand. We are also undertaking capex for increasing capacities for niche technology applications and taking steps to further enhance customer experience.

In exports, we are expanding into new markets and tailoring our product portfolio to meet the needs of customers worldwide. Finally, we are also rapidly expanding our capabilities in lithium-ion batteries to ameliorate our contribution to build a sustainable economy. Leveraging our future-ready product portfolio, customer-centric business model, expansive national and international presence, digital transformation and a robust balance sheet, we remain poised to capitalise on emerging opportunities and stay a step ahead of competition.

Before I conclude, I would like to extend my gratitude to our people, our customers and our shareholders for their unwavering support and confidence. I look forward to another year of exciting growth at Exide while creating value for all our stakeholders.

Regards,

Subir Chakraborty
Managing Director & CEO

OUR STRATEGIC PRIORITIES

Embracing the path towards excellence

At Exide, our strategic priorities are centred on driving growth and ensuring operational excellence. We are committed to invest in digital technologies to optimise our operations and improve customer experiences.

We are also focused on exploring new business opportunities and expanding our product portfolio to enter new markets. At the same time, we recognise the importance of contributing to the green economy and are committed to sustainable business growth, while reducing our environmental impact.



**S 01**

Driving profitable growth in core lead-acid battery business

Expectation of strong growth in vehicle sales and shift towards technologically advanced batteries will drive demand in automotive division. Increasing investment across multiple sectors will support demand in industrial division for our core lead-acid battery business.

Our approach

- Leverage in-house R&D capabilities
- Introduce products and solutions that cater to growing requirements of both automotive and industrial divisions
- Expand distribution reach in automotive and strengthen customer connect with industrial clientele

Progress in FY 2022-23

- Introduced/upgraded Exide Idle Stop Start (ISS) batteries, Enhanced Flooded Batteries (EFB) and Eko Ultra batteries for the automotive sector
- New products like Exide NXT, rooftop solar solutions introduced for the industrial sector
- Expanding capacity and increasing productivity through debottlenecking projects
- Cumulative 1,900+ outlets of Exide Care and SF Power Bay

**S 02**

Taking leadership in new business

In recent years, the use of lithium-ion batteries has gained substantial prominence in both mobility and stationary applications. This is due to its superior energy density and power capability, which makes it an attractive choice for EVs.

Our approach

- Our wholly owned subsidiary, Exide Energy Private Limited (Nexcharge) manufactures lithium-ion based packs and modules
- Setting up a 12 GWh lithium-ion cell manufacturing facility under Exide Energy Solutions Limited
- Entered into a multi-year technical collaboration agreement with SVOLT Energy Technology Co., Limited

Progress in FY 2022-23

- Nexcharge, which started commercial production last year, has received a healthy order inflow during the year
- Proposed investment of ₹ 6,000 crore over the next 8-10 years for lithium-ion cell manufacturing facility
- Already made a head-start with Bhoomi Poojan and construction work going on in full swing
- Expect phase-1 of the project to be completed by the end of next year



S 03 Driving excellence through innovation

In the rapidly evolving business landscape of today, innovation has emerged as a vital factor for the growth of any company. By embracing innovation as a core belief, we are positioning ourselves at the forefront of market leadership, driving growth and delivering exceptional value to our customers.



S 04 Enabling digital transformation and driving cost efficiencies

Companies aim to invest in digital transformation processes to streamline operations, automate tasks and optimise workflows through digital technologies. The intent is to improve efficiency, reduce manual errors and enable employees to focus on high-value activities.



Our approach

- We strategically develop relationships with overseas technology partners
- Continuous investments in R&D and new product development
- R&D efforts help identify emerging trends, assess market needs and develop prototypes or proof-of-concept solutions

Progress in FY 2022-23

- Development at the prototype level for AGM VRLA batteries for passenger vehicles has been completed. We plan to introduce these batteries on a commercial scale next year
- Punched plate technology, which saw great success in 4-wheeler batteries, is in advanced stages to be launched in 2-wheeler batteries as well
- Launched compact, high performance sealed batteries to capitalise on growing demand in telecom sector due to the 5G rollout
- Introduced traction batteries with advanced technologies, which have 50% extra life-cycle and warrantied life of 3 years

Our approach

- Efforts have been made to increase cost savings, ensure faster time-to-market and increase productivity levels
- Leveraging digital tools to unlock new opportunities for growth and innovation
- Embracing automation and digitalisation in manufacturing factories to optimise costs and increase efficiency

Progress in FY 2022-23

- Implemented automation in factories under Industry 4.0, resulting in waste reduction, energy savings and quality control
- Adopted integrated business planning, which led to efficient demand and production planning, better utilisation levels and lower costs
- Incorporated Dealer Management System (DMS), Electronic KYC module and real-time monitoring of dealer representatives, thereby connecting 100% of dealers/sub-dealers through mobile apps and DMS



S 05

Maximising potential with a robust financial foundation

A sound financial base is vital for stability, growth and resilience for long-term sustainability of the Company. It demonstrates the Company's commitment to financial transparency, responsible governance and fosters sustainable relationships.



Our approach

- Maintain robust profitability and sound working capital levels
- Strengthen the balance sheet and operating cash flow levels
- Deploy funds into new energy businesses, while also meeting our regular capital expenditure (CAPEX) requirements
- Continue our 75+ years legacy of positive profit and regular dividend payments

Progress in FY 2022-23

- Achieved nearly 18% growth in our standalone revenue at ₹ 14,592 crore
- Achieved operating profit of ₹ 1,568 crore and a robust net profit of ₹ 904 crore for the same period
- Cash flow from operations stood at ₹ 848 crore
- Healthy ROCE of 19.8% in the core business



S 06

Building a sustainable future

Importance of balancing environmental and social impacts with business growth cannot be undermined in today's evolving business landscape. Commitment to sustainability by an organisation drives them to minimise its ecological footprint, promote energy efficiency and develop eco-friendly products.



Our approach

- A steadfast commitment to evaluate our impact through a holistic ESG lens
- The ESG approach serves as a guiding principle for our long-term strategies and goals
- Adapt changes to ensure adherence to ESG principles

Progress in FY 2022-23

- Increased the green energy consumption to 19%
- Positively impacted more than 3.1 lakh lives through various CSR initiatives during the year
- Developed a robust risk management framework to identify and mitigate potential risks effectively
- Minimised overall waste by dispatching ETP sludge to cement co-processing unit

BUSINESS MODEL

Unlocking value by harnessing opportunities

Our philosophy		Inputs		Process	
Vision		Financial Capital		Raw Material Sourcing	
To become a global power house respected by customers and preferred by investors, known for innovative products and solutions		₹ 11,210 crore Shareholders' fund	₹ 1,291 crore Capex in last 3 years	5,208 Total permanent employee count	2.08 lakh+ Total man-hours of training provided
Mission		Manufactured Capital		Manufacturing	
To outperform the market, by exceeding expectations of customers and shareholders through the accelerated evolution of people, processes and technologies in its journey towards excellence		10 Manufacturing facilities	₹ 5,347 crore Gross block	Quality Control and Testing	
Cultural Pillars		Social and Relationship Capital		Inventory Management and Distribution	
Act with Integrity		₹ 62.38 crore Total CSR investment in the last 3 years		95,000+ Distributors and dealers/ sub-dealers	
Partner with Customer and Stakeholder		Intellectual Capital		Automotive	
Treat others with Respect and Dignity		750+ Engineers	₹ 67.59 crore Total investment in R&D in last 3 years	Future-ready product portfolio	
Inspire Excellence		6 Overseas technical collaborators	603 Trademarks registered in India	Customer-centric business model	
Promote Cross Functional Collaboration		142 Trademarks registered in overseas markets	38 Designs registered in India	Extensive national/ international presence	
Innovate and Lead Change		Natural Capital		Digital transformation	
Manage by Process and Facts		20,71,014 KL** Water consumed		Robust balance sheet	
Develop and Empower Team		5,456 lakh kWh* Electricity consumed			
		₹ 26 crore Invested towards renewable energy in last 3 years			
		252 KMT Capacity of 3 lead recycling plants			

*Includes factory and third party data, **Includes factory data
All figures are as on 31st March, 2023 or during the year 2022-23, unless specified otherwise

Creating Value for Stakeholders	Outputs	Outcomes	SDGs																			
	<p>Financial Capital</p> <table> <tr> <td>₹ 14,592 crore</td> <td>₹ 1,568 crore</td> </tr> <tr> <td>Net turnover</td> <td>Operating profit</td> </tr> </table> <p>Manufactured Capital</p> <table> <tr> <td>₹ 1,215 crore</td> <td>₹ 904 crore</td> </tr> <tr> <td>PBT</td> <td>PAT</td> </tr> </table> <p>Intellectual Capital</p> <table> <tr> <td>54 million Lives positively impacted</td> <td>5.8 billion Ah of Industrial power supply p.a.</td> </tr> </table>	₹ 14,592 crore	₹ 1,568 crore	Net turnover	Operating profit	₹ 1,215 crore	₹ 904 crore	PBT	PAT	54 million Lives positively impacted	5.8 billion Ah of Industrial power supply p.a.	<p>Human Capital</p> <table> <tr> <td>4.29% Diversity ratio</td> <td>39 Years Average age of employees</td> </tr> </table> <p>Social and Relationship Capital</p> <table> <tr> <td>3.1 million Market capitalisation</td> <td>₹ 510 crore Dividend payment in last 3 years</td> </tr> <tr> <td>₹ 15,126 crore</td> <td>₹ 6,127 crore Contributed to exchequer in last 3 years</td> </tr> </table> <p>Natural Capital</p> <table> <tr> <td>19% Energy consumed through renewable energy</td> <td>75.60 MWp Solar off-site capacity</td> </tr> <tr> <td>6.29 MWp Solar on-site capacity</td> <td>1,021 lakh kWh Solar energy generated</td> </tr> </table> <p>Certification</p> <p>ISO 45001, ISO 14001, ISO 9001, ISO / IATF 16949, ISO IEC 17025, ISO 27001</p>	4.29% Diversity ratio	39 Years Average age of employees	3.1 million Market capitalisation	₹ 510 crore Dividend payment in last 3 years	₹ 15,126 crore	₹ 6,127 crore Contributed to exchequer in last 3 years	19% Energy consumed through renewable energy	75.60 MWp Solar off-site capacity	6.29 MWp Solar on-site capacity	1,021 lakh kWh Solar energy generated
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6.29 MWp Solar on-site capacity	1,021 lakh kWh Solar energy generated																					

PRODUCT PORTFOLIO

Built to excel

Automotive division



Four wheelers

- Exide Epiq
- Exide Matrix
- Exide Mileage
- Exide Eezy
- Exide Drive
- Exide Xpress
- Exide Jai Kisan
- Exide Ride



Three wheelers

- Exide Eko



Two wheelers

- Exide Xplore



E-rickshaw

- Exide E-Ride Plus
- Exide E-Ride Tubular Plus



Inverter batteries

- Exide Invatubular
- Exide Invazest
- Exide Invamaster
- Exide Invhomz
- Exide Invabrite
- Exide Dlite



Home UPS systems

- Exide Inverterz GQP
- Exide Inverterz Star
- Exide Inverterz Magic
- Exide Inverterz HKVA



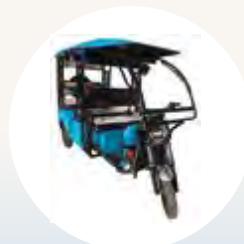
Integrated power backup system

- Exide Integra



Genset

- Exide Genplus



ERK vehicle

- Exide Neo Bharat

Industrial division

Industrial UPS (IUPS)



IUPS – EXIDE Range

- SMF Small VRLA (Exide PowerSafe Plus range)
- SMF Medium VRLA (Exide PowerSafe Plus and NXT Plus range)
- Battery for Data Centre (Exide Powersafe EHP range)

Tubular gel VRLA (Exide PowerSafe XHD range)

- Flooded tubular (EL/ EL+ range)

Chloride IUPS range

- SMF Small VRLA (Chloride SafePower CS7-12)

Solar



- Tubular Gel VRLA Batteries (Solatron)
- Flooded Tubular (Solatubular/Solar Blitz)
- Solar Power Generating Systems
- Solar Hybrid Inverters (Aditya MPPT, PWM and Grid Tie Inverters)
- Rooftop Solar Systems (Exide SUNDAY)
- Solar PV Modules
- Solar Charge Controllers
- AGM VRLA Range of Batteries (Solar NXT)

Telecom



- Advanced AGM VRLA batteries – NEPST and NMST Range

Traction



- Exide HSP and GenX range of traction batteries and accessories
- Exide Thorr range
- Exide Megacharge range

Power and Infrastructure Projects



- Tubular standby batteries – Exide HDP, NDP & TBS Range
- Exide Plante Range
- OPzV + Powersafe Gel
- Gel Tubular batteries
- 2V range of VRLA batteries - Exide SMF Powersafe

Railways



- MET range of VRLA Batteries for train lighting and air conditioning
- Exide 4DS range for Engine Starting
- Exide EMU range for electric locomotives
- Exide 2V range of batteries for signalling

Mines



- Smartlite - LED (Miner's Cap lamp)

Submarine



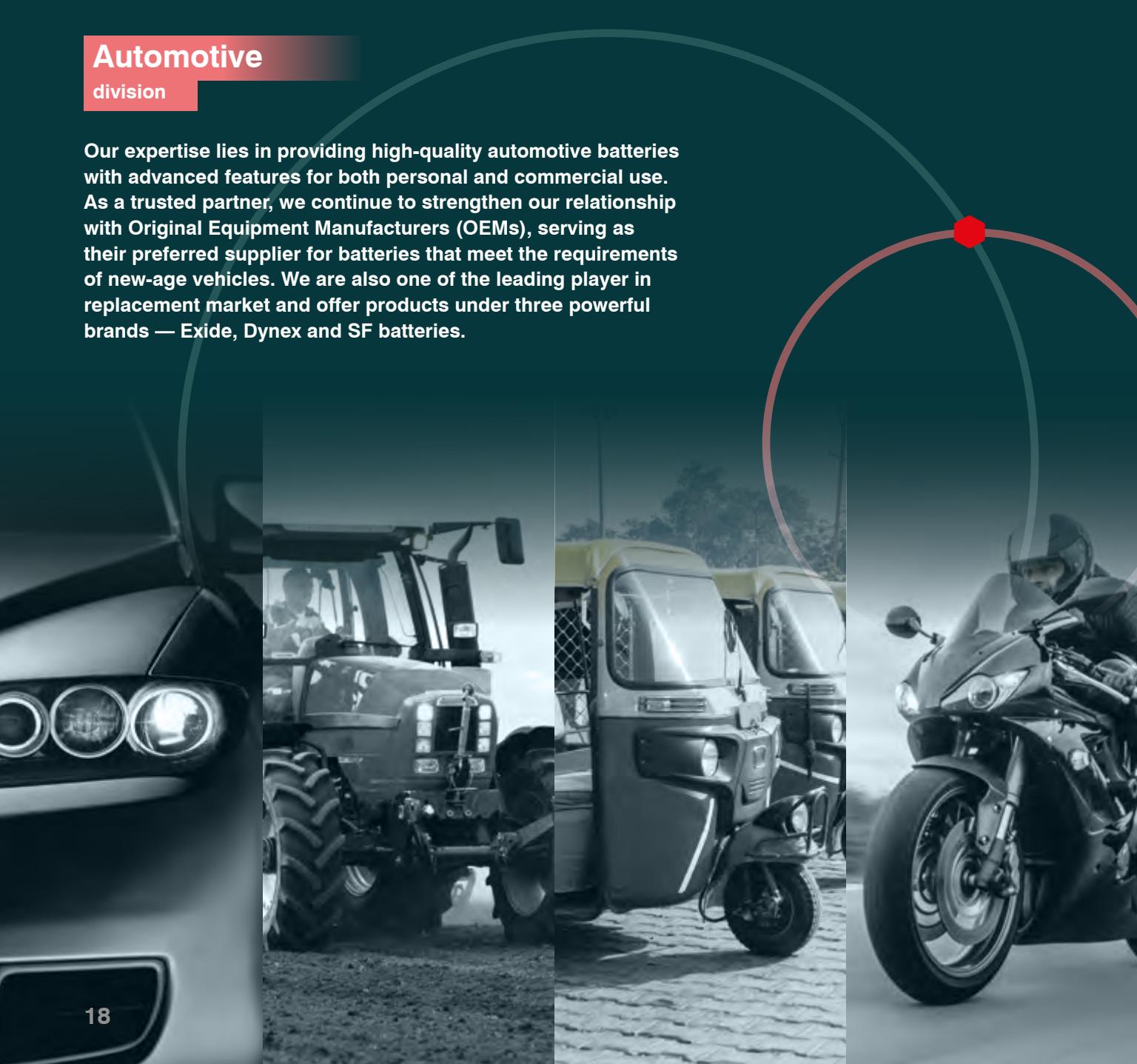
- Submarine battery

BUSINESS OVERVIEW

Delivering growth through prudent performance

Automotive division

Our expertise lies in providing high-quality automotive batteries with advanced features for both personal and commercial use. As a trusted partner, we continue to strengthen our relationship with Original Equipment Manufacturers (OEMs), serving as their preferred supplier for batteries that meet the requirements of new-age vehicles. We are also one of the leading player in replacement market and offer products under three powerful brands — Exide, Dynex and SF batteries.



Industry dynamics

Conducive regulatory environment

Indian automotive industry, with its strong backward and forward linkages, is one of the main pillars of the economy. It contributes nearly 7% to the GDP and is poised for strong growth in the near-term. India is expected to double its auto industry size to ₹ 15 lakh crore by end of year 2024* and emerge as a strong destination for production and export of vehicles and auto components.

Over the medium-term, we expect that government initiatives on infrastructure development leading to better inter and intra state connectivity, favourable export policies and incentives for the auto sector can help boost overall demand.

Gearing for accelerated growth in domestic market

Catering to the OEM market

We have successfully positioned ourselves as a prominent supplier of batteries to the automotive industry, with majority of OEMs using Exide batteries in their vehicles, including vehicles that feature advanced start-stop technology.

Our dedication to deliver quality products and outstanding service has helped us build and maintain strong partnerships with our OEM clients, which is crucial to our continued growth and market share expansion with the OEMs.

During the year, we have secured prestigious contracts, including a partnership with a major OEM for the supply of Absorbent Glass Mat (AGM) batteries, as we partner with them in

Growth drivers



01

Growing income levels, improved living standards and increased access to financing is resulting in higher demand for personal mobility and thus higher demand for batteries.



02

Lead-acid batteries are utilised in low-speed EVs, including e-rickshaws and e-bikes. They are also used as auxiliary batteries for taking ancillary load in electric passenger vehicles.



03

Export market is growing for vehicles manufactured in India. China +1 strategy is expected to lead the shift towards Indian exports; enabling India to potentially increase its share in global auto trade in the next few years.



04

Increasing demand for hybrid vehicles is creating higher demand for batteries with advanced features. Organised players are expected to benefit from this shift.

their transition from flooded batteries to more advanced and efficient AGM batteries. This demonstrates our commitment to providing innovative and advanced solutions to our customers.

We have gained market share with 2-wheeler and 4-wheeler OEMs



Exide was presented with the Maruti Suzuki Overall Performance Award

Strengthening position in replacement market

With the industry's transition towards the implementation of Bharat Stage VI (BS VI) standards, our Idle Start Stop (ISS) batteries are poised to make a significant contribution in reducing fuel consumption and curbing the emission of harmful pollutants.

Moreover, we are making noteworthy strides in our manufacturing operations by embracing cutting-edge automated processes. Previously used for passenger vehicle batteries, we are in an advanced stage of implementing punch-grid technology to the production of batteries for two-wheelers as well.

New product launches in the replacement market

We continue to introduce new products that cater to evolving market requirements:

Exide ISS batteries

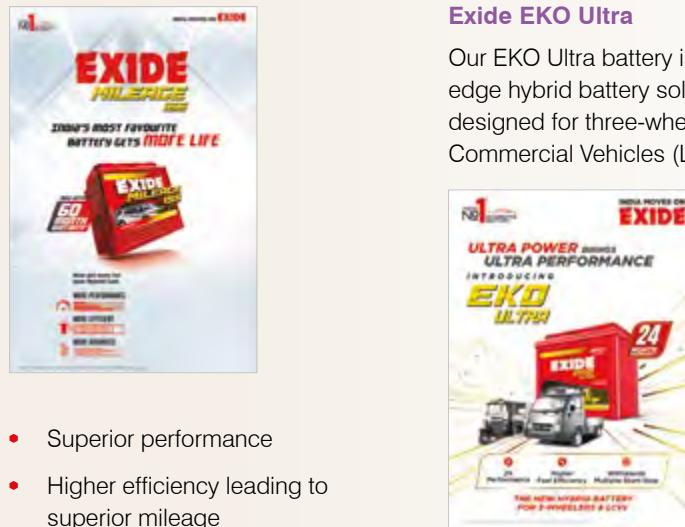
In the FY 2021-22, ISS batteries were launched for the replacement market. In the FY 2022-23, we introduced enhanced variants of these batteries with advanced features.



- Superior performance
- Higher efficiency leading to superior mileage
- Extended warranty period of 60 months

SF ISS batteries

The SF ISS batteries with extended warranty serves as a pivotal factor in reinforcing our position as a trailblazer in a crucial segment of hybrid car batteries.



Exide EKO Ultra

Our EKO Ultra battery is a cutting-edge hybrid battery solution, specially designed for three-wheelers and Light Commercial Vehicles (LCVs).



- Impressive performance, 2X more powerful than conventional batteries
- Designed to withstand multiple start-stop cycles, without compromising on performance

E-Ride batteries

Our E-Ride batteries for E-rickshaws provide better mileage, offer higher power output and has a long life.



Exide Inverterz

We relaunched upgraded versions of our popular inverters (Magic, Star and GQP), featuring innovative technology for enhanced power backup.



- Dual-state charging for optimal power management
- Auto Smart Protection for safety against various electrical issues
- Low noise operation for a peaceful environment
- LCD display for a user-friendly interface

Expanding distribution reach and enhancing customer service

Over the years, we have implemented a hybrid structure comprising distributors/dealers and sub-dealers to strengthen our aftermarket presence for all our brands. This initiative has yielded promising results and has enabled us to expand our network, optimise costs and strengthen our market position.

In FY2022-23, we extended our superior Batmobile doorstep services to new cities and also added an annual maintenance contract (AMC) service for inverter batteries and HUPS to our service list. This helped in expanding our reach and in gaining popularity among customers.

Exports

Moderation in demand from western countries and anti-dumping duties in GCC countries, impacted auto exports in FY 2022-23. Despite headwinds in exports, we have identified fresh opportunities and are expanding into new markets such as Russia. It has emerged as a key market for us, owing to our strategic partnerships with distributors and commercial partners. Furthermore, our strategic presence in Southeast Asia has allowed us to capitalise on growth opportunities in the region, resulting in greater reach.

We are also tailoring our product range to meet the unique needs of developed countries. We are developing new battery models specifically for the developed markets, while our AGM range is expected to gain traction in developing countries.

Gaining international exposure



Automechanika, Frankfurt



Exide team attending auto exhibition in Dubai

Outlook for FY 2023-24

Looking ahead, we plan to enhance our product portfolio and reinforce our position in the domestic market. Additionally, we have set our sights on expanding our reach in established global markets while also exploring possibilities to enter new, untapped countries. We remain committed to refining our operations, which will help us maintain a profitable revenue stream and steady growth. By taking these strategic steps, we will continue to deliver value to our stakeholders while pursuing new avenues of growth.

Industrial division

Our industrial division offers a wide array of battery solutions to diverse sectors. Our comprehensive offerings go beyond just batteries, enabling us to cater to the specific needs of industries and provide value-added solutions and services.

Our strategic framework and operating model provides a distinctive advantage in delivering impactful outcomes. With our cutting-edge and technologically advanced solutions, we effectively serve sectors including industrial UPS, traction, infrastructure (power, telecommunications, railways and solar) and exports.



Industry dynamics



Rise in demand for Industrial UPS (IUPS)

The IUPS market is expected to grow at an accelerated pace over the next 5-7 years. Technology advancements, increasing demand for power backup solutions, increased factory automation and expansion of IT sector will drive the demand.



Focus on sustainability leading to adoption of solar energy

The Government's vision of 450GW of renewable energy by 2030 and Ministry of New and Renewable Energy's (MNRE) target of 40GW of rooftop solar solution by 2026, provides large opportunities for our offering.



Accelerated 5G rollout in India

The rollout of 5G is supported by the PLI scheme for telecom and networking products and solutions. 5G rollout would require the installation of more number of towers compared to earlier spectrums.



Reduction in manual labour

The use of traction vehicles like electric forklifts and pallet stackers is on the rise. Traction vehicles are being embraced by companies to streamline material handling processes.



Infrastructure expansion initiatives by the government

As India is rapidly advancing its infrastructure development, it is further escalating the need for power and energy, thus driving growth in the power and infrastructure sectors.

Leveraging the opportunity landscape

We are leveraging our state-of-the-art manufacturing and research and development (R&D) facilities to capitalise on this emerging trend and to introduce innovative products to the market:

IUPS



The push for digitalisation and the increasing internet penetration continue to drive the demand for critical power (over backup power) in the sectors like banking, hospitals and commercial establishments. Additionally, the need for backup power also arises from the financial services sector, facilities and power plants. Digitalisation in rural India

has also led to a need for UPS in smaller towns. All these factors are accelerating the demand for IUPS, which is our largest industrial vertical.

Our focus areas:

- Launching of new products
- Expanding capacities
- Improving our Go-to-Market strategy
- Enhancing product quality



Exide NXT+

Our Exide NXT+ launched in FY 2022-23 ensures seamless power supply for critical needs.

Product features

- Long service life
- Low self-discharge
- Excellent charge retention
- Superior high-rate discharge

¹<https://mnre.gov.in/solar/schemes>

Solar Energy



India's electricity sector is poised for a solar revolution, with exponential growth in the solar market, driven by ambitious policies. Exide has a strong portfolio to cater to this market. Our existing line of solar batteries are produced using advanced technology and are used in varied applications such as solar lighting systems, solar/hybrid power systems/plants, railway signaling and so on.

Remote Solar Design Solution

Exide aims to redefine residential and commercial solar rooftops with EXIDE SUNDAY Rooftop Solar Solutions (RTSS).



Our remote software enables personalised solar solutions using GPS. Our channel partners have also joined us in this scalable digital transformation. Our installation services include five-year warranty, thereby instilling confidence and adding value.

Traction



The global trend of increasing adoption of mechanisation has fuelled the market for automated Material Handling Equipment (MHE).

As one of the largest manufacturers of batteries suited for these applications, we continue to strengthen the traction product portfolio, by launching more advanced products. We are well-positioned to capitalise on this trend through our new launches- Mega Charge and Thor.

Mega Charge



Features

- Fast charging and longer life
- Available in multiple dimensions
- Fully insulated terminals

Thor



Features

- Extended working cycle
- Fast charging capabilities

We are currently undertaking an expansion project in Haldia to augment our traction capacity and cater to the anticipated demand boom in the medium-term

Telecom



The rapid deployment of 5G across more than 350 towns in India has led to a massive opportunity in the telecom division. With our telecom solutions including NEPST / NMST and EP, we are positioned to capitalise on this opportunity and will continue our growth trajectory.

Power and Infrastructure Projects



India's future prosperity will hinge on affordable and reliable energy solutions. Therefore, there remains foreseeable headroom for growth across the conventional power generation, transmission and distribution sectors. We have a strong foothold in this market which positions us to benefit from any refurbishment, replacement and capacity enhancement projects in the future.

Battery Energy Storage Solutions (BESS)



The pace of change in the electricity sector, due to the increasing mix of renewables, puts a huge premium on robust grids and other sources of energy. Battery storage is particularly suitable for storing the excess power generated from solar projects during the day for use during the peak hours at night.

140–200*

GW

Estimated Indian BESS capacity by 2040

*India Energy Outlook 2021

Our primary focus lies within the energy sector, where we place a special emphasis on delivering cutting-edge Battery Energy Storage Solutions (BESS). The market for these solutions is expected to witness exponential growth.

Exports



Industrial exports have faced numerous headwinds, starting with the Ukraine war and winter recession in Europe. However, we are confident of bouncing back. To mitigate the risks associated with certain markets, efforts have been made to broaden our exports by entering new and under-served markets such as Korea and South-East Asia.

To further boost exports, we have deployed partners in key markets such as Europe, Middle East, Italy and other countries where demand continues to be high. In addition, France is being targeted as a major market and efforts are being made to enter Russia. These new market penetration strategies are intended to boost exports and help the Company weather the challenges posed by global headwinds.

Gaining exposure

Over the year, we attended various international and national events, conferences and exhibitions to showcase our products and attract potential customers.



SOLAREX Istanbul 2022



ASEAN Clean Energy Week was held in Manila, Philippines

Outlook for FY 2023-24

We anticipate a significant surge in our order book as we make headway in expanding our range of products and services. With strategic focus on key sectors such as IUPS, traction and solar, we aim to strengthen our position in these markets, where we are a leading player.

Through these efforts, we seek to position ourselves with a broad and diversified portfolio that caters to the needs of a rapidly evolving market. Our commitment to excellence and innovation will propel us forward as we strive to enhance our global footprint and unlock untapped potential.

Submarine

We specialise in manufacturing high-grade submarine batteries, adhering to stringent technical specifications and quality control standards. Our specialised batteries have a high capacity of 20,200 Ah, specifically made for submarines. Our skilled team and dedicated infrastructure enables us to produce batteries for a variety of submarine classes.



We are the preferred submarine battery supplier for the Indian Navy as we cater to their requirements. With the Indian Government's approval, we have also exported these critical defence products, earning repeat orders and international recognition.

Committed to excellence, we provide outstanding product support, technical service and through-life performance guarantees, ensuring meticulous upkeep and maintenance.

GREEN TECHNOLOGY SOLUTIONS

Gaining momentum for an Electrified tomorrow

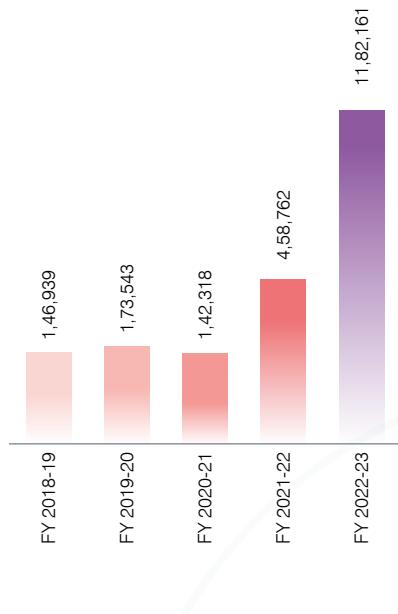
The financial year 2022-23 marked a significant growth milestone for the Electric Vehicle (EV) industry in India as the number of registered vehicles exceeded the 1 million mark. The rise of EVs can be attributed to a confluence of factors such as the increasing demand for sustainable transportation, favourable government policies and affordable rental services.

India is currently undergoing a significant transition, driven by mounting apprehensions about climate change, environmental pollution and energy security. This transformation entails the replacement of conventional fossil fuel-dependent transportation with electric mobility in the foreseeable future.



Indian EV industry

Total number of electric vehicles registered

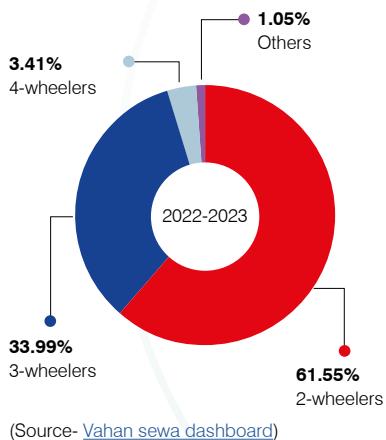


The Indian government has played a pivotal role in fostering the EV growth through key initiatives such as the FAME-II (Faster Adoption and Manufacturing of Hybrid & Electric Vehicles in India) and the Production Linked Incentive (PLI) scheme, which have boosted the production of EVs and their components. These proactive measures demonstrate the government's steadfast commitment to promote the widespread adoption of EVs and encourage local manufacturing.

While the EV industry forms only a small fraction of the overall vehicle production, it is expected to grow at a rapid pace in the coming years. This growth is anticipated to be driven by advancements in battery technology, an expanding network of charging infrastructure and rising consumer demand.

By the year 2030, the industry is expected to achieve a remarkable milestone of 10 million annual sales. Looking ahead, two-wheelers and three-wheelers are projected to exhibit the highest penetration of close to 50%-60% of EVs by 2030.²

The Union Budget 2023-24 allocated ₹ 5,172 crore to the FAME-II scheme



When it comes to EV sales, two-wheelers and three-wheelers are at the forefront, representing approximately 61.55% and 33.99%, respectively, of the overall vehicle sales during the FY 2022-23. Electric two-wheelers and three-wheelers have already achieved TCO (Total Cost of Ownership) parity with conventional vehicles because of subsidy support and low operating cost and are thereby expected to become early adopters of EVs in India.

49%

CAGR is expected for India's EV market between 2022 and 2030¹

India targets to achieve 30% vehicle electrification by 2030

¹Economic Survey 2022-23

² <https://www.investindia.gov.in/team-india-blogs/indias-ev-economy-future-automotive-transportation>

In the EV industry, the interplay of demand, supply and regulatory/government factors is as below:

Demand

- The projected demand for lithium-ion batteries by 2030 is estimated to be around 150 GWh as per industry estimates
- The demand is expected to have a 70:30 split between the automobile and industrial sectors, respectively
- In the automobile division, demand is expected to be driven by higher adoption of electric two-wheelers, three-wheelers, intra-city buses and last mile connectivity
- In the industrial division, there is a growing emphasis on ESG factors, driving companies to focus on reducing their carbon emissions
- The launch of 5G technology has led to a surge in the usage of lithium-ion batteries

Supply

- The supply of lithium-ion batteries has increased in recent years due to the growing availability of raw material and streamlining of supply chain
- Input costs have decreased over the past few years, leading to higher production of lithium-ion batteries
- More companies globally are setting up facilities for lithium-ion cell manufacturing to increase supply

Regulatory support

- The government has implemented a production-linked incentive scheme to encourage the manufacturing of advanced chemistry cells
- The government has exempted custom duties on components needed for domestic production of lithium-ion cells in the recent budget, to further provide access to green mobility
- State governments have also extended their support to companies setting up manufacturing plants for the EV sector
- The Government is providing incentives to buyers of EVs
- GST rate for charging stations specifically designed for EVs have been revised, resulting in reduction of GST rate from 18% to 5%
- Battery-operated vehicles will be issued green license plates and granted an exemption from the mandatory permit requirement for the transportation of passengers or goods

₹18,100
Crore

PLI outlay for advanced chemistry cell manufacturing

Exide - realising the potential of electric mobility

At Exide, we have always been at the forefront of embracing new technologies, continuously evolving our manufacturing processes to offer the latest products and solutions to our valued customers. As the adoption of EVs accelerates in India

and the demand for lithium-ion battery-based storage solutions gains momentum, we stand prepared for the future.

With our subsidiary, Exide Energy Private Limited (EEPL), operating the Nexcharge brand, we are already supplying high-quality lithium-ion battery modules and packs. This has provided us invaluable insights into

Indian climatic conditions and safety requirements, enabling us to establish a robust facility for lithium-ion battery packs and modules. Our extensive experience and expertise places us ahead of the curve and we are now poised to venture into lithium-ion cell manufacturing through our wholly owned subsidiary, Exide Energy Solutions Limited (EESL).

Exide Energy Private Limited (Nexcharge)

nexcharge



Incorporated in 2018 as a Joint Venture with Leclanché SA, EEPL focuses on developing lithium-ion modules and packs with battery management systems for electric vehicles and stationary applications. EEPL is now a wholly owned

subsidiary of Exide Industries Limited. With the brand Nexcharge, we aim to capitalise on India's growing EV battery market. Our priority is to achieve operational goals, to meet demand and to scale up production to full capacity.



1.5 GWh

Capacity

~₹700 crore

Order book to be executed in next 12-15 months

For two-wheelers, three-wheelers, commercial vehicles and telecom (OEMs)

Key application areas

Transportation



Two-wheelers



Three-wheelers



Passenger vehicles



Commercial vehicles



Rail and marine



Off highway equipments

Industrial and Utility



Commercial and Industrial



Hybrid power generation, T&D



Renewable integration



Telecom



UPS and data centres



EV charging

Our key competencies:

				
<p>Proficiency in intricate design</p> <p>Demonstrating profound expertise in design, with focus on achieving exceptional energy density, thermal stability and functionality.</p> <p>Possessing the capability to deliver application-specific cells that are tailored to various form factors and chemistry requirements.</p>	<p>High-scale manufacturing and strategic sourcing</p> <p>Large-scale manufacturing to achieve competitive costs for OEM products and aftermarket sales.</p> <p>Procurement of cells through strategic sourcing relationships on a global scale, ensuring competitive sourcing practices.</p>	<p>Excellence in manufacturing processes</p> <p>Implementing automated manufacturing processes to ensure the highest level of quality in strict adherence to industry standards.</p> <p>Enforcing stringent quality testing protocols at the cell, module and pack levels.</p>	<p>Expertise in Battery Management System (BMS)</p> <p>Possessing an in-house BMS development capability that enables modification, customisation and optimisation of performance.</p> <p>Offering flexibility to incorporate the latest advanced features to meet specific customer requirements.</p>	<p>Streamlined supply chain</p> <p>Our esteemed clientele benefits from the privilege of import duty exemption when procuring products from Nexcharge.</p> <p>Situated in the automotive hub of Gujarat, we ensure a competitive and easily accessible supply chain for our customers.</p>

Ensuring battery safety through precision engineering

We prioritise developing thermal management systems for our battery packs, ensuring safety and performance. Nexcharge BTMS (Battery Thermal Management System) is our carefully engineered solution for heat management and superior performance. It effectively controls individual cell temperatures, prevents accelerated deterioration and maximises efficiency. This state-of-the-art system safeguards against potential battery damage while ensuring durability and peak performance.



► Team of engineers at Nexcharge plant ensuring battery safety through precision engineering

Nexcharge product portfolio for key transportation and industrial markets



Bus Battery Pack



Three-wheeler Battery Pack



Light Duty Pack



**Two-wheeler Medium
Duty & Heavy Duty Pack**



UPS Pack



Telecom Pack

Exide Energy Solutions Limited (EESL)



EESL, a wholly owned subsidiary, is dedicated to manufacturing lithium-ion cells (cylindrical, pouch, prismatic). We also engage in the production, assembly and sale of battery modules and packs. Our primary focus lies in the development of cells and energy storage solutions for both mobility and stationary applications.



► Bhoomi poojan ceremony of Exide Energy Solutions Limited

12 GWh

Total project capacity

**~₹6,000
crore**

**Total cost of the project, which
will be completed in two phases**

We have signed a long-term technical partnership with SVOLT Energy Technology Co. Limited, (SVOLT) for the manufacturing of lithium-ion cells. SVOLT is a high-tech company specialising in the development and manufacturing of lithium-ion batteries and storage solutions for multiple applications. It has a team of more than 300-400 R&D experts and the company is headquartered in China.

As part of the agreement, we have been granted rights to use and commercialise SVOLT's technology and knowhow for lithium-ion cell manufacturing. Additionally, they are also assisting us in setting up an end-to-end production process including upstream supply chain, manufacturing plant and equipment, quality processes and so on, on a turnkey basis.



► Collaborating with SVOLT for cell manufacturing technical knowhow



On Track

We are setting up one of India's first giga plant to manufacture lithium-ion cells at our Bengaluru facility under EESL. Phase-1 of the project is expected to be completed by end of next year. Construction work has commenced in full-swing and we expect the project to be completed within defined timelines.

Key developments on the project

- Initial phase-1 capacity is of 6 GWh, to be ramped up to 12 GWh
- Site preparation completed, civil and pre-engineered building works in progress
- Funding through internal accruals and loan financing
- Senior management and middle management hiring completed
- Collaborating with SVOLT to achieve key milestones, including R&D training
- Early mover advantage as one of the first Indian players in lithium-ion cell manufacturing at this scale
- Demand driven by OEM and industrial customers, including renewables, battery storage solutions and telecom



► Site-enabling work has been completed



► On the ground, construction activity has been initiated



► Foundation work is progressing in full swing



► On site construction equipment

“

Our giga-level factory in the lithium-ion space will give Exide a significant first-mover advantage. By offering domestically manufactured products and solutions, we lower the working capital requirement associated with battery imports, which is a common challenge for OEMs. Our collaboration with SVOLT ensures a streamlined supply chain for raw materials and with their team of 300 to 400 experts, we can expedite the plant operations. We believe that our innovative solutions will provide customers with a distinct value proposition.

”

Mr. Subir Chakraborty
Managing Director & CEO
Exide Industries Limited

DIGITAL TRANSFORMATION

Embarking on a digital journey

Our focus lies in digitalising operations, harnessing the power of data analytics and utilising advanced technology to engage with customers and amplify brand awareness. Through this strategic approach, we seek to elevate our organisation by embracing cutting-edge solutions that drive efficiency, foster growth and strengthen our connection with customers.

(a) Digitalisation in operations

With the implementation of Industry 4.0 principles, our factories are undergoing a transformation that will enable us to establish an efficient and interconnected digital supply chain. Our goal is to seamlessly integrate various components and processes, leveraging advanced technologies such as automation, data analytics and artificial intelligence.



Adopting Industry 4.0

Our Industry 4.0 efforts have resulted in reduced waste, increased energy savings and improved quality control. We have implemented sustainable practices to optimise resource management and enhance productivity, while maintaining industry-leading digitalisation and data practices.

Outcomes

- Optimising manpower through low-cost automation
- Increasing productivity and throughput

Integrated business planning



We implemented an Integrated Business Planning solution, which includes optimisation of demand, dispatch and production planning. Our dispatches are based on demand pull and we have improved

demand forecasting by leveraging automated demand forecasting tools. To ensure efficient production planning, we have ensured optimum utilisation of capacity and resources.

Outcomes

- Logistics cost savings
- Lower production and distribution costs
- Higher capacity utilisation
- More effective planning and forecasting

Warehouse Management System



A Warehouse Management System was implemented across all our warehouses during FY 2022-23, ensuring complete real-time inventory monitoring. This enabled us to track inventory age in warehouses and also contributed to reducing overall inventory levels.

Outcomes

- Improved inventory management
- Lower costs
- Lower inventory obsolescence

Transportation Management



We adopted a Transportation Management module to handle primary, secondary and tertiary logistics which resulted in multiple benefits.

Outcomes

- Dashboard tracking
- Lower transportation costs
- Lower shipment delays
- Better supervision and timely delivery

(b) Digitalisation in Salesforce

At Exide, we implemented several projects to enhance customer satisfaction, improve dealer management and grow our market share. Digital solutions have resulted in cost savings and better service to our customers.



Data analytics

To enhance our data-driven strategies even further, we have implemented business intelligence dashboards for our dealers and machine learning models for product recommendation and churn prediction. This has enabled us to gain deeper insights and make more accurate predictions based on the data. Through this approach, we are continuously optimising our strategies and providing solutions in the ever-evolving automotive aftermarket.

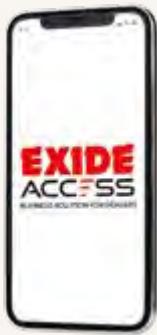
Outcomes

- Real-time visibility of key performance indicators to the dealers and their sales force
- Proactive actioning on key outlets

(c) Digitalisation for channel partners

We have embraced digital transformation for our channel partner operations, ensuring process optimisation, enhanced efficiency and improved communication. By incorporating Dealer Management System (DMS), Electronic Know Your Customer (E-KYC) module and real-time performance monitoring for dealer sales representatives, we have connected 100% of our dealers and sub-dealers through mobile apps and DMS.

Dealer Management System



We transitioned to an online DMS, which has improved user-friendliness and ensured up-to-date information. This new system empowers dealers to provide real-time data and bolsters our hyperlocal marketing efforts by integrating with the Google My Business platform. This integration allows targeted promotional campaigns that cater to the needs of local customers, effectively enhancing our reach and brand visibility in targeted geographies.

Outcomes

- Streamlined access to dealer information
- Increased visibility of schemes and loyalty points

100%

Real-time data availability

E-KYC module

We introduced an E-KYC module, thereby, streamlining the process of adding new sub-dealers and contributing to the growth of our sub-dealer network. With the enhancement of the sub-dealer application, we have enabled more hygienic master data, informed decision-making and cost-effective approach to managing sub-dealer operations through digital solutions.

Outcomes

- Accelerated our network presence
- Enhanced application functionality

1 lakh

Sub-dealers are benefiting from real-time access to key information on their mobile app

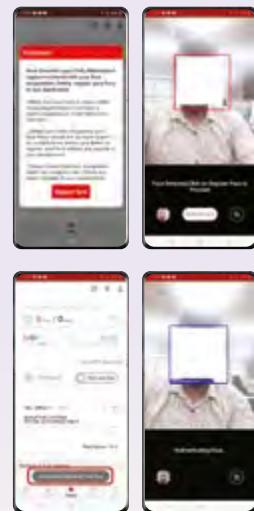
Dealer Sales Representative (DSR) application

We revamped the DSR operations by incorporating real-time performance monitoring, which allows us to offer incentives to DSRs according to their achievements.

Outcomes

- Strengthened relationship with sub-dealers and mechanics
- Increased transparency

DSR face recognition-based attendance



(d) Leveraging digitalisation to enhance brand loyalty

We are dedicated to strengthening brand loyalty through innovative digital solutions, focusing on streamlining processes and providing a seamless customer experience to boost satisfaction and brand engagement.

Exide Samrat



Our Exide Samrat application has been instrumental in building brand loyalty among mechanics. It enables mechanics to easily scan batteries, access product information and receive real-time support from our technical team. This digital platform has not only streamlined the sales registration process but has also increased brand loyalty among mechanics, thereby contributing to the overall growth of the automotive division.

Systematised purchase history

Purchase history has been systematised for car and inverter battery sales. This enables personalised recommendations and targeted marketing to enhance customer experience.



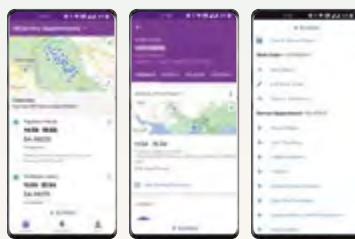
Digitally-enabled customer journey for SUNDAY rooftop solar systems

SUNDAY rooftop solar systems is a revolutionary business line targeting the residential and commercial rooftop solar market. The onboarding journey has been amplified by easy-to-go enquiry submissions, remote rooftop 3D modelling assistance along with quotations for customers and dealers.



Field service application and service module

In the industrial division, we introduced Exide Edge app in the previous financial year, for faster resolution of customer queries and for enhancing the customer experience. Nearly, 700+ technicians and third-party agents along with 50+ service agents have been onboarded onto the field service module for quick resolution of service tickets. Customers can not only log tickets on their own but also track the live status and submit ratings.



(e) Analytics and Business Intelligence

We have implemented performance analytics for tracking sales and service. This helps us with the enquiry and pipeline assessment along with visibility into tracking channel-wise campaign effectiveness.



Road Ahead

Our focus on digitalising operations, utilising data analytics and embracing advanced technology, drives efficiency, encourages growth and strengthens customer connections. From implementing Industry 4.0 principles to leveraging data analytics in sales and customer journeys, we strive to deliver exceptional value and propel our growth through innovative digital solutions.

CUSTOMER-FIRST APPROACH

Mobilising resources to enhance our reach

Branding

Our branding initiatives have undergone a transformative journey, resulting in higher visibility in micro-markets and targeted strategic initiatives. Our customer-centric approach has enabled us to effectively communicate our brand values and offerings in a way that resonates with our target audience, leading to enhanced visibility and recognition. Through a combination of strategic endeavours and market-focused strategies, we have created a comprehensive branding ecosystem that sets us apart.

Reaching customers through various touchpoints

We continuously strive to engage with our customers through diverse channels and enable mutually beneficial relationships. The key touchpoints are:

Hyperlocal marketing

We are actively supporting our dealers in on-boarding Google My Business, a platform that empowers them to create detailed business profiles containing all essential information. Almost all Exide Care outlets and SF Power Bays have been onboarded for this hyperlocal marketing initiative wherein they get direct leads and business from customers.

Upgrading product portfolio across brands

Based on our confidence in our superior product performance and to ensure better value for our customers, we upgraded the warranty across most of our 4-wheeler products. With the launch of our innovative products, we have solidified our standing in a dynamic landscape.

Exide



SF batteries



Dynex



We conducted awareness campaigns within Exide Care outlets to enhance lead management processes, dealer responsiveness, query handling and ratings and reviews. These efforts have significantly elevated our dealers' performance and customer satisfaction.

15,000

Unique leads per month

Digital Campaigns

Automotive

The Moving Canvas

The 'Moving Canvas' encapsulates an extraordinary odyssey, an artistic masterpiece that reveres a nation perpetually advancing and progressing, where Exide serves as the force propelling this onward movement.



New Year 2023

The campaign showcased how Exide actively empowers individuals to realise their aspirations and propel themselves ahead in their journey.



Republic Day

With India celebrating 74 years of being a Republic, the campaign beautifully portrayed Exide's pivotal role in driving India forward, fueled by a relentless pursuit of passion, innovation and determination.



1.51 million

Reach across platforms

Industrial

SUNDAY campaign

The campaign highlights the advantage of the Sunday solar solution. Through a scenario of a school, it depicts how customers can unwind daily and enjoy the sunny side of life with Exide Sunday Rooftop Solutions without worrying about electricity bills and power interruption.



Exide NXT Plus campaign

The strategic campaign for Exide NXT Plus showcases the strength of next-generation industrial VRLA batteries. In a fast-paced world where every second counts, Exide NXT Plus is the reliable choice. With an exceptional service life that surpasses others by around 20%, it ensures uninterrupted power for critical operations.



Influencer marketing

We have formed strategic partnerships with influential individuals, including TV celebrities, to promote our inverters, Integra and Batmobile service. These influencers provide reviews and ideas on topics like automobiles, lifestyle, home décor and electrical appliances, allowing us to improve brand awareness through various digital platforms.

3 million+

Organic views from influencer campaigns



Influencer campaign for our Exide Integra power backup systems

Customer reach and service

We have launched several initiatives aimed at enhancing our customer experience and expanding our touchpoints, along with reducing turnaround time.

Distribution network

Our streamlined dealer ecosystem guarantees timely product delivery and seamless services for our esteemed customers. Moreover, our extensive pan-India distribution network further accelerates the provision of prompt service. As we continue to expand and enhance our distribution network, along with augmenting our workforce in export markets, we are fortifying our geographic presence.

Increase in network of distributors/dealers/sub-dealers



● FY 2021-22 ● FY 2022-23

After Sale services

Automotive

As one of the leading battery brand in the country, Exide has always focused in putting the customer first. Be it a network of Exide Care/SF power bay outlets, the unique Exide Batmobile quick doorstep service, the new-age paperless registration, annual maintenance contract services for inverters/UPS, Exide has always excelled in connecting and providing enriching experience to customers.

Exide Care and SF Power Bay outlets

Exide Care outlets offer an unparalleled retail experience, ensuring smart, secure, and seamless service. With our quick response, immediate assistance, and unwavering commitment to safety, we provide hassle-free solutions for car, inverter and home UPS battery.



1,600+

Exide Care outlets

Under the SF batteries brand, we renewed the design and concept of ProTubular power bays during the financial year. We focused on driving 'Active' PowerBays and currently have 300+ power bays to provide excellent customer service.



300+

SF power bay outlets

Batmobile doorstep service

Through Batmobile, we provide quick and efficient support to customers across the country. In line with our service objectives, we have expanded our exceptional service model to serve consumers in upcountry regions, with an aim to decrease turnaround time and improve service coverage across the country. This strategic effort demonstrates our constant commitment to providing great customer service and prioritising client requirement.

Looking for a Car Battery Service? Go for Exide Batmobile

Annual maintenance contract

We have strengthened customer relationship through personalised maintenance contracts and convenient doorstep services for the Exide Inverter battery and HUPS. Under the contract, customer will get two free visits during the year, which includes battery inspection and distilled water top-up for batteries in use. For the HUPS machine, spare parts replacement are offered, free of cost. It helps customers to save time, effort and repair costs.



Paperless warranty services

Exide now provides paperless online warranty registration for its vehicular and inverter batteries/HUPS customers.



**Batmobile services
is available in
over 300 cities,
including tier 1,
tier 2, tier 3 cities,
towns and villages**

Industrial

In the industrial division, now our customers can directly reach us to resolve their queries and know more about our offerings, either through our digital app or our new toll free number.

Exide Edge



We have developed a comprehensive CRM solution EDGE (Enhanced Digitally for Greater Excellence) which acts as a crucial element of our customer-focused growth strategy. Our main objective is to enhance value creation by directly engaging with end customers and improving their overall experience. This initiative eliminates the need for manual data collection and tracking, resulting in increased productivity for our frontline sales team.

Our new toll free number

We have a toll free number for industrial batteries, solar inverters, solar panels, solar batteries, and sunday solar systems.



ESG GOALS

Responsibly marking our way forward

At Exide, we recognise the importance of adopting a holistic approach towards addressing the challenges and opportunities associated with ESG factors.

Environment



1.71

Energy intensity per rupee of turnover

19%

Share of renewable energy in overall energy consumption

Key highlights

- 19% of our total energy consumption is derived from renewable sources
- We are actively working on incorporating wind energy at our manufacturing locations with a planned addition of around 20MW by March 2024
- Reduced total waste by dispatching Effluent Treatment Plant (ETP) sludge to cement co-processing units at various plants
- New product launched towards eco-friendly portfolio
- Reduced carbon footprint by deploying electric commercial vehicles for last mile delivery of product from warehouses
- Adopting digitalisation initiatives to ensure lower usage of paper

We place a high level of significance on upholding environmental responsibility and sustainability. By embracing innovative technologies, adopting energy efficient solutions and promoting use of renewable energy sources, we strive to lower our carbon footprint.

Vision

Mitigating negative impact of the operations on the planet by:

- Adopting green energy
- Achieving zero waste to landfill
- Achieving water neutrality
- Reducing GHG emissions
- Green innovation

Social



100%

**Employees covered
with health and
accidental insurance**

Successful

**implementation of Exide
Leadership behaviour
across the organisation**

We have formulated comprehensive community development programmes that are geared towards creating a positive social impact. We also undertake various initiatives to create a conducive work environment for our employees.

Vision

To become the employer of choice by 2030 by:

- Promoting human rights
- Ensuring highest product quality and safety
- Ensuring health and safety of employees

- Maintaining positive community relations
- Institutionalising Exide Leadership Behaviour (ELB) in the organisation for cultural transformation

Governance



Separate

**Positions of Chairman
& CEO of the Company
for more than a decade**

>95%

**Average attendance
at Board meetings**

We are dedicated to establishing and maintaining a strong corporate governance system that upholds the highest ethical standards. Our commitment to ethical practices is reflected in our decision-making procedures, which are consistently guided by fundamental values.

Vision

Focus on maintaining transparency and business integrity while driving ESG ambitions through:

- Efficient Board structure and management
- Maintaining highest Code of Conduct
- Effective risk management

Key highlights

- We implemented an environment, health and safety (EHS) policy that is prominently displayed throughout our organisation
- Nurturing diversity and inclusivity by introducing one of a kind hybrid policy for young mothers for a designated period
- Exide's community outreach programmes positively affected over 3.1 lakh lives in the year under review
- Exide Leadership Behaviours introduced last year and successfully implemented across the organisation through multiple training and development initiatives
- Enhanced customer services by introducing services like annual maintenance contracts

Key highlights

- Proactively fostered ESG consciousness throughout our supply chain by building ESG awareness
- Maintained unwavering commitment to upholding the highest standards of corporate governance
- Formulated a comprehensive risk management framework to identify and mitigate potential risks
- Implemented a comprehensive framework of proactive controls to effectively mitigate the consequences of cybersecurity threats

OUR PEOPLE

Growing together

At Exide, our success stems from our belief that our people are at the core of everything we do. We are committed to developing an inclusive talent pipeline that facilitates a dynamic work environment and supports personal as well as professional development.

Our investment in employee training and development programmes ensures consistent upskilling at all levels, thereby preparing future leaders. We remain dedicated to investing in our people to promote employee satisfaction and retention, attract top-tier talent, drive innovation and build a culture of excellence.

In line with our commitment to excellence, we have upheld a steadfast philosophy built upon five pillars that have fortified our success:



Productivity and Cost

First and foremost, we have diligently focused on enhancing productivity and cost efficiency, leveraging innovative strategies to optimise our resources and drive sustainable growth.

Our transformation projects on sales, supply chain and manufacturing enables us to look at the right talent, redefine roles, responsibilities and key result areas. This leads to effective structures, cross functional participation, problem solving and outcome based frameworks.

ASPIRE X

Recognising the critical role of Research & Development (R&D) in ensuring business sustainability, we have embarked on an ambitious R&D transformation journey called 'Aspire X'. The vision was conceptualised through a detailed workshop with the R&D team, inviting experts from around the globe to contribute their unique insights and capture stakeholder expectations. It aims to create world-class R&D Infrastructure through a strong focus on digitalisation, development of in-house capabilities and redesigning of structures and processes.

Rewarding employee performance

Our reward systems aim to create a culture of performance that promotes meritocracy at all levels in the organisation:



'Win-It-Now Award': A quarterly accolade rewarding employees for taking up cross functional projects, stimulating continuous improvement and innovation.



'Million Dollar Scientist Award': A prestigious recognition for groundbreaking ideas from a research and development standpoint. Winning ideas pass a rigorous evaluation and trigger a three-tier reward structure.

'You Did It Award': A quarterly award for sales and manufacturing functions. The awards have been created to inspire higher productivity, teamwork and employee motivation.

Development and culture

We have prioritised the development of our workforce, instilling a culture of continuous learning and personal growth that empowers our employees to reach their full potential.



Learning and development

We recognise the importance of equipping our employees with the necessary functional and technical skills to succeed in their respective roles. We, therefore, invest heavily in the development of our sales and manufacturing academies, which provide comprehensive training programmes to hone our employees' skills and equip them with the tools they need to succeed.

2.08 Lakhs

Manhours of training provided to employees in FY 2022-23

Nurturing future leaders

We have a robust framework to support the growth and development of our future leaders. Our Signature Programme – Lead@Exide is aimed at grooming mid-level managers and creating a strong senior leadership talent pipeline within the organisation.

Exide Leadership Behaviour (ELB)

Our journey of cascading the ELB through various internal promotions, leadership surveys and recognition continues to be one of the key initiatives in organisational culture building. A 360 degree 'Pearl' survey was conducted for senior leadership on the ELB pillars followed by a detailed action plan and coaching for them. To further promote and cascade the leadership behaviours, we launched a quarterly ELB Champions award to recognise employees practicing ELB behaviours.

Talent management

Our talent management initiatives have been instrumental in attracting, nurturing and retaining top talent, ensuring a strong and dynamic team that propels our organisation forward.

As a leading player in the energy storage industry, we recognise that our people are our greatest asset and we are committed to identifying and developing talent that will help us maintain our competitive edge. Talent reprofiling is done in sales and supply chain functions. Talent is also infused from outside the organisation, for niche roles which will help fuel our growth trajectory.

Campus recruitment

We strengthened our campus recruitment drive to bring in young talent into the organisation in various functions.

We recruit the best engineering minds from premier engineering campuses like Indian Institutes of Technology (IITs), National Institutes of Technology (NITs) and Indian Institute of Science (IISc) to take up key roles in manufacturing and R&D. We provide accelerated career and learning opportunities to management and executive trainees to bring fresh talent in the organisation.

Rotational transfer

We have a pan-India presence and offer different roles to employees across the country. We encourage internal movement of employees within the organisation to support professional as well as personal growth.



Organisation structure

The establishment of a robust organisational structure has facilitated seamless collaboration and effective decision-making, enabling us to swiftly adapt to market demands and seize opportunities.

In recent years, we have proactively assessed our organisational structure to pinpoint areas that require enhancements for optimal performance. By recognising these gaps, we were able to fortify and instigate positive transformations, while mitigating potential business risks. Through this we have strengthened our digital, business activation, regional SCM, planning, EHS, business HR, quality and technical departments.

System and processes

Lastly, our commitment to refining and optimising our systems and processes have further streamlined our operations, enabling us to maintain high levels of efficiency and agility.

This year, we made significant strides in refining our operational practices. We have instituted a robust check-and-balance mechanism for our budgeting and employee reward processes, bolstering financial prudence, while ensuring that our commitment to employee recognition remains steadfast. Alongside, we launched centralised HR Shared Services across Exide and all our subsidiaries, to streamline operations and develop cohesion across our business network.

Celebrating our legacy

Exide's 75th anniversary marked a momentous milestone, filled with pride and enthusiasm. We started our celebration with an opening ceremony and year-long events involving employees and families, promoting team unity and camaraderie.



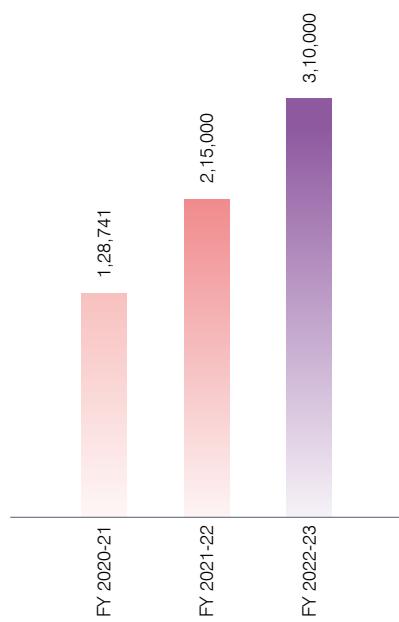
CORPORATE SOCIAL RESPONSIBILITY

Touching lives, developing inclusivity

Businesses can thrive only when the aspirations of neighbouring communities are integrated in the business strategy. We understand that people are born with equal potential but not with equal opportunities.

The deep-seated inequality in our society denies many individuals the opportunity to realise their potential. With a commitment to social good, we continue to tread the path of integrating aspirations of vulnerable and marginalised sections of the society. This will help in bringing about a meaningful and sustainable change in the lives of the targeted communities.

Number of lives positively impacted over the years



80%

Beneficiaries from vulnerable sections of the society

3.10 + Lakh

Lives positively impacted through our CSR initiatives in FY 2022-23



Exide Akshar for promotion of education



500 hours

Cumulative mentorship provided

In collaboration with Yuva Unstoppable, we have undertaken a transformative journey aimed at enhancing learning outcomes in government and other low-cost schools. Our concerted efforts have led to the installation of state-of-the-art smart classrooms, STEM laboratories and WASH facilities in 41 schools located across six districts of Maharashtra and West Bengal over the past year.

In addition, we have undertaken initiatives to construct, renovate, repair and upgrade infrastructure in 20 schools situated across eight districts in six states of India. This remarkable undertaking will extend benefits to over 15,000 students annually. Moreover, we have successfully transformed two government First Grade Colleges in Karnataka with cutting-edge infrastructure through our collaborative efforts with Yuva Unstoppable, thereby benefiting 3,000 students every year.

Under the Exide Excellence Programme, implemented in partnership with Udayan Care, we have been supporting 150 girls achieve academic and professional success.

Exide Aarogya for promoting healthcare



60,000+

Voluntary donors till date

In collaboration with Marrow Donor Registry India, we have undertaken a campaign aimed at promoting awareness and enlisting volunteers for bone marrow donation. This crucial form of donation offers the best hope of survival and potential treatment for individuals afflicted with various diseases, including leukemia, lymphoma, cancers, sickle cell anaemia and more. Over the course of the year, we successfully conducted bone marrow profiling and registered over 4,000 willing donors, contributing to a total of 60,000+ voluntary donors. This initiative has already saved the lives of 18 individuals till date.

Exide Paryavaran for environmental protection



Our nation is facing significant water stress, which has prompted us to undertake various initiatives aimed at addressing this critical issue. As part of our efforts to support the communities residing near our plant in Bawal, we have embarked on the restoration of an additional pond this year, bringing the total to three. The restoration of these ponds has the potential to bring about far-reaching benefits, including the augmentation of the ground water table, improvement of soil moisture, enhance water availability for both humans and animals and increase agricultural productivity.

20,000+

**Lives were positively impacted through
pond restoration**

Exide Kaushal for skill augmentation



Our nation is currently experiencing a momentous period of demographic transition, characterised by a significant proportion of our working age population. The manner in which we shape this segment of our society will play a pivotal role in determining the future of our nation. In recognition of this national cause, we have been nurturing the skills of youth and offering them opportunities for on-the-job training, thereby enhancing their employability prospects.

1,700+

**Youths were provided on-the-job training across
seven Exide plant locations in FY 2022-23**

Exide Saksham for empowerment



We have undertaken a number of initiatives aimed at empowering rural and other vulnerable communities. Among these, is our holistic rural development project designed to facilitate integrated development across two villages situated in the rural Bengaluru district of Karnataka.

27,000+

Lives were positively impacted

AWARDS AND ACCOLADES



TQM & Business Excellence

Golden Peacock Excellence Award 2022 - Leadership for Business Excellence

Quality Leadership Award for integrated all-out performance from Quality Circle Forum of India

Kaizen Platinum Award, CII National Kaizen Competition

Quality Award, Manufacturing Today



IT & Infrastructure

Technology Excellence Award – Analytics Implementation (IBM & Quantic)

Technology Excellence Award – Best Technology of the Year, Infrastructure (Organised by HP & Quantic)

Tech Senate Award 2022, Big Data & Analytics, Indian Express Group

Cyber Security Excellence Award 2022 (Z Scaler & Quantic)



Sustainability & CSR

Golden Peacock Award 2022 for Sustainability

The Economic Times Sustainable Organizations 2022

Manufacturing Today Award for Excellence in CSR

7th CSR Excellence Award, ICSI



HR & Leadership

HR Excellence Award, QCFI

Power Brand of Atmanirbhar India from Sanmarg Business Award



Safety & Environment

India Green Manufacturing Challenge Award

Best Company in Innovative Energy Management Control



10-YEAR PERFORMANCE

Particulars	(₹ in crore)									
	2013-14	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22*	2022-23*
Sales (Net)	5,964	6,866	6,848	7,583	9,186	10,588	9,857	10,041	12,410	14,592
Operating Profit	825	917	1,026	1,082	1,241	1,411	1,365	1,356	1,398	1,568
Profit Before Tax (before Exceptional Items)	723	798	908	976	1,048	1,130	1,057	1,018	1,026	1,215
Exceptional Items	-	-	-	-	(42)	108	(22)	-	4,694	-
Taxation	236	252	284	282	338	395	210	260	1,036	311
Net Profit	487	546	624	694	668	844	826	758	4,684	904
Cash Profit	613	685	782	900	914	1,158	1,188	1,138	5,097	1,359
Earnings Per Share (₹)	5.73	6.42	7.35	8.16	7.86	9.93	9.71	8.92	55.11	10.63
Dividend Payout**	178	220	243	243	246	246	499	170	170	-
Balance Sheet										
Non-Current Assets	1,025	1,168	1451	1,687	2,192	2,552	2,671	2,872	3,294	3,178
Investments	1,967	1,896	2,698	2,674	1,969	2,199	2,071	3,059	6,036	6,341
Current Assets	1,941	2,317	1,989	2,414	3,236	3,421	3,500	3,698	4,034	4,532
Total Assets	4,933	5,381	6,138	6,775	7,397	8,172	8,242	9,629	13,364	14,051
Loans	-	18	103	170	-	-	-	-	10	-
Other Liabilities	1,120	1,205	1,397	1,486	1,867	2,010	1,844	2,658	2,756	2,841
Subtotal	1,120	1223	1,500	1,656	1,867	2,010	1,844	2,658	2,766	2,841
Deferred Tax Liability	105	126	127	155	141	175	102	77	-	-
Net Worth	3,708	4,032	4,511	4,964	5,389	5,987	6,296	6,894	10,598	11,210
Total Liabilities	4,933	5,381	6,138	6,775	7,397	8,172	8,242	9,629	13,364	14,051
Book Value Per Share (₹)***	43.62	47.44	53.07	58.40	63.40	70.44	74.07	81.11	124.68	131.88
Return on Net Worth (%)	14.3	14.7	15.5	15.4	13.5	15.7	13.8	11.5	53.6	8.3

* Post Chloride Power Systems and Solutions Limited (CPSSL) merger

** including Dividend Distribution Tax. For the year under review, ₹ 170 crore dividend has been declared, payable subject to approval of shareholders at the 76th AGM

*** At same per value of share

Figures mentioned since FY 2015-16 are in accordance with the provisions under Ind-AS

CORPORATE INFORMATION

Board of Directors

Mr Bharat Dhirajlal Shah

Chairman & Independent Director

Mr R.B. Raheja

Vice Chairman & Non-Executive Non-Independent Director

Mr Subir Chakraborty

Managing Director & Chief Executive Officer

Mr Asish Kumar Mukherjee

Director - Finance & Chief Financial Officer

Mr Arun Mittal

Director - Automotive

Mr Avik Roy

Director-Industrial

Ms Mona N. Desai

Independent Director

Mr Sridhar Gorthi

Independent Director
(appointed w.e.f. July 29, 2022)

Mr Surin Kapadia

Independent Director

Company Secretary

Mr Jitendra Kumar

Board Committees

Audit Committee

Mr Surin Kapadia - Chairman
Ms Mona N. Desai
Mr Sridhar Gorthi

Nomination & Remuneration Committee

Mr Surin Kapadia - Chairman
Ms Mona N. Desai
Mr R.B. Raheja

Corporate Social Responsibility Committee

Mr Bharat Dhirajlal Shah - Chairman
Mr Avik Roy
Ms Mona N Desai
Mr Subir Chakraborty

Stakeholders Relationship Committee

Ms Mona N Desai - Chairperson
Mr Asish Kumar Mukherjee
Mr Subir Chakraborty

Risk Management Committee

Mr Surin Kapadia - Chairman
Mr Arun Mittal
Mr Asish Kumar Mukherjee
Mr Avik Roy
Mr Subir Chakraborty

Banking Operations Committee

Mr Subir Chakraborty - Chairman
Mr Arun Mittal
Mr Asish Kumar Mukherjee

Share Transfer Committee

Mr Subir Chakraborty - Chairman
Mr Asish Kumar Mukherjee
Mr Jitendra Kumar

Executive Committee

Mr Subir Chakraborty
Mr Arnab Saha
Mr Arun Mittal
Mr Asish Kumar Mukherjee
Mr Avik Roy
Dr Dipak Sen Choudhury
Mr Jitendra Kumar
Mr Ranjan Sarkar

Statutory Auditor

B S R & Co. LLP
Chartered Accountants
Godrej Waterside, Unit No. 603
6th Floor, Tower-1, Plot No. 5
Block-DP, Sector-V, Salt Lake
Kolkata 700 091

Cost Auditor

M/s Mani & Co.
Cost Accountants
'Ashoka' 111, Southern Avenue
Kolkata 700 029

Secretarial Auditor

Anjan Kumar Roy & Co.
GR1, Gouri Bhaban, 28A,
Gurupada Halder Rd,
Kolkata 700026

Bankers

The Hongkong and Shanghai Banking Corporation Limited
State Bank of India
Standard Chartered Bank
Citibank N.A.
HDFC Bank Limited
ICICI Bank Limited
Axis Bank Limited
Yes Bank Limited
IndusInd Bank Limited
Kotak Mahindra Bank Limited

Registrar and Share Transfer Agent

C B Management Services (P) Ltd.
P-22, Bondel Road, Kolkata- 700 019
Phone: (033) 4011-6700/6729
Fax: (033) 4011 6739
CIN: U74140WB1994PTC062959
E-mail: rta@cbmsl.com
Website: www.cbmsl.com

Registered Office

Exide House
59E, Chowinghee Road,
Kolkata 700 020
Phone: (033) 23023400/2283 2118/2171
Fax: (033) 22832637
CIN: L31402WB1947PLC014919
E-mail: exideindustrieslimited@exide.co.in
Website: www.exideindustries.com

Notice of the 76th Annual General Meeting

NOTICE is hereby given that the 76th Annual General Meeting of the members of the Company will be held on Tuesday, 8th August 2023 at 10.30 AM through video conferencing/other audio visual means ("VC") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March 2023 and the Reports of the Board of Directors ("the Board") and the Auditors thereon.
2. To declare final dividend on equity shares for the financial year ended 31st March 2023.
3. To appoint a Director in place of Mr R B Raheja (DIN: 00037480) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

4. **To ratify payment of remuneration to Cost Auditor for the financial year 2023-24**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) the remuneration payable to M/s Mani & Co., Cost Accountants (Registration no. 000004) who have been appointed by the Board of Directors as Cost Auditors for audit of the Cost Records of the products manufactured by the Company for the financial year ending 31st March 2024 on a remuneration of ₹ 10,00,000/- (Rupees Ten Lakh only) plus out of pocket expenses and applicable taxes, be and is hereby ratified."

5. **To consider and approve revision in terms of remuneration of Mr Subir Chakraborty, Managing Director & CEO**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 116 of the Articles of Association of the Company, revision in the remuneration and other terms and condition of service of Mr Subir Chakraborty, Managing Director & CEO (DIN: 00130864) of the Company, be and is hereby approved with effect from 1st May 2023 for remainder of duration of his appointment upto 30th April 2024 as detailed in the Explanatory Statement under Section 102(1) of the Companies Act, 2013 annexed to the Notice convening the meeting;

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr Subir Chakraborty, as contained in the resolution passed by the Shareholders of the Company at their Annual General Meeting held on 31st August 2021 shall remain unchanged;

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, proper and expedient to give effect to the aforesaid resolution."

6. **To consider and approve revision in terms of remuneration of Mr Asish Kumar Mukherjee, Whole-time Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 116 of the Articles of Association of the Company, revision in the

remuneration and other terms and condition of service of Mr Asish Kumar Mukherjee, Whole-time Director (designated as Director Finance & Chief Financial Officer) (DIN: 00131626) of the Company, be and is hereby approved with effect from 1st May 2023 for remainder of duration of his appointment upto 30th April 2025 as detailed in the Explanatory Statement under Section 102(1) of the Companies Act, 2013 annexed to the Notice convening the meeting;

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr Asish Kumar Mukherjee, as contained in the resolution passed by the shareholders of the Company on 25th March 2020 through Postal ballot shall remain unchanged;

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, proper and expedient to give effect to the aforesaid resolution."

7. To consider and approve revision in terms of remuneration of Mr Arun Mittal, Whole-time Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 116 of the Articles of Association of the Company, revision in the remuneration and other terms and condition of service of Mr Arun Mittal, Whole-time Director (designated as Director-Automotive) (DIN: 00412767) of the Company, be and is hereby approved with effect from 1st May 2023 for remainder of duration of his appointment upto 30th April 2024 as detailed in the Explanatory Statement under Section 102(1) of the Companies Act, 2013 annexed to the Notice convening the meeting;

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr Arun Mittal, as contained in the resolution passed by the shareholders of the Company at their Annual General Meetings held on 3rd August 2019 and 31st August 2021 shall remain unchanged;

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."

8. To consider and approve revision in terms of remuneration of Mr Avik Roy, Whole-time Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 116 of the Articles of Association of the Company, revision in the remuneration and other terms and condition of service of Mr Avik Roy, Whole-time Director (designated as Director - Industrial) (DIN: 08456036) of the Company, be and is hereby approved with effect from 1st May 2023 for remainder of duration of his appointment upto 30th April 2026 as detailed in the Explanatory Statement under Section 102(1) of the Companies Act, 2013 annexed to the Notice convening the meeting;

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr Avik Roy, as contained in the resolution passed by the shareholders of the Company at their Annual General Meeting held on 31st August 2021, shall remain unchanged;

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, proper and expedient to give effect to the aforesaid resolution."

By Order of the Board of Directors

Sd/-

Jitendra Kumar

Company Secretary and

Place : Mumbai President (Legal & Corporate Affairs)
Date : 8th May 2023 ACS No. 11159

NOTES

1. The Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circulars No. 14/2020, No. 17/2020, No. 20/2020 , No. 02/2021, No. 2/2022 and No. 10/2022 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 5th May 2022 and 28th December 2022 respectively (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12th May 2020, 15th January 2021, 13th May 2022 and 5th January 2023 respectively (hereinafter, collectively referred as the "SEBI Circulars" and together with the MCA Circulars referred as the "Circulars") has allowed companies to conduct their annual general meetings through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), thereby, dispensing with the requirement of physical attendance of the members at their AGMs and accordingly, the 76th Annual General Meeting (the "AGM" or the "76th AGM" or the "Meeting") of Exide Industries Limited (the "Company") will be held through VC or OAVM in compliance with the Circulars, the relevant provisions of the Companies Act, 2013 (as amended) (the "Act") and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations"). The registered office of the Company shall be deemed to be the venue of the AGM.
2. In terms of the MCA Circulars since the physical attendance of members have been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Companies Act, 2013 ("the Act") will not be available for the 76th AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.
3. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Institutional/Corporate members are requested to send a duly certified copy of the board resolution authorizing their representative to attend AGM through VC/OAVM on its behalf and vote through e-Voting. The said resolution/authorization shall be sent to the Scrutinizer by email through its registered email address to aklabhcs@gmail.com with a copy marked to evoting@nsdl.co.in.
4. The Register of members and Share Transfer Books of the Company will remain closed from Wednesday, 2nd August 2023 to Tuesday, 8th August 2023 (both days inclusive).
5. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business to be transacted at the meeting is also annexed hereto.
6. All the documents referred to in the accompanying Notice and Explanatory Statements will be available for inspection in electronic mode from date of circulation of this Notice up to the date of AGM. Members can inspect the same by sending an email to cosec@exide.co.in.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to cosec@exide.co.in.
8. The Notice and Annual report 2023 is also available on the website of the Company at www.exideindustries.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.
9. The members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.
10. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

11. Members can submit questions in advance with regard to the financial statements or any other matter to be placed at the 76th AGM, from their registered email address, mentioning their name, DP ID & Client ID number /folio number and mobile number, to reach the Company's email address at cosec@exide.co.in on or before 28th July 2023. Such questions by the members shall be taken up during the meeting and replied by the Company suitably.
12. Members, who would like to ask questions during the AGM with regard to the financial statements or for matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID & Client ID number/folio number and mobile number, to reach the Company's email address at cosec@exide.co.in on or before 28th July 2023. Those members who have registered themselves as a speaker shall be allowed to ask questions during the 76th AGM, depending upon the availability of time. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
13. Members are requested to contact the Company's Registrar & Share Transfer Agent (RTA), C B Management Services (P) Limited, P-22 Bondel Road, Kolkata – 700 019 (Phone No. [033] 4011 6700/4011 6725/4011 6729/4011 6742; email id: rta@cbmsl.com) for reply to their queries/redressal of complaints, if any, or contact Ms Seema Bajaj/Ms Atreyee Mukherjee at the registered office of the Company (Phone +91 33 2302 3400, Email: cosec@exide.co.in).
14. Members wishing to claim dividends that remain unclaimed are requested to correspond with the RTA as mentioned above, or with the Company Secretary, at the Company's registered office or at cosec@exide.co.in. The detailed dividend history and due dates for transfer of Unclaimed Dividend to IEPF are provided in the Report on Corporate Governance and is also available on the website of the Company under "Investors" section at <https://www.exideindustries.com/investors/unclaimed-dividends.aspx>.
15. Members are requested to note that dividends that are not claimed/encashed for a period of seven years from the date of transfer to the Company's Unpaid Dividend Account, are liable to be transferred to the Investor Education and Protection Fund (IEPF). Further, all the shares on which dividend remains unclaimed for seven consecutive years shall be transferred to the IEPF Authority as per Section 124 of the Act, read with applicable IEPF (Accounting, Audit, Transfer and Refund) Rules 2016, as amended, from time to time. The details of the unpaid/unclaimed dividend amounts lying with the Company as on 31st March 2023 are available on the website of the Company at <https://www.exideindustries.com/investors/unclaimed-dividends.aspx> and on the website of Ministry of Corporate Affairs (MCA).
16. The due date for transferring the final dividend and corresponding shares for the financial year ended 31st March 2016 and the interim dividend for the financial year ended 31st March 2017 are 25th August 2023 and 2nd December 2023 respectively. Members are requested to ensure that they claim the dividends and shares referred above, before they are transferred to the said Fund.
- Members/claimants whose shares, unclaimed dividend, have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the shares and/or apply for refund by making an application to the IEPF Authority in Form IEPF-5 (available on <http://www.iepf.gov.in>) along with requisite fee as decided by the IEPF Authority from time to time.
17. In order to enhance the ease of doing business for investors in the securities market, SEBI vide its Circular No. SEBI/ HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November 2021, read together with the SEBI Circular No. SEBI/ HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/687 dated 14th December 2021 (hereinafter, collectively referred as the "SEBI KYC Circulars") mandated furnishing of PAN, full KYC details and Nomination by the holders of physical securities. The Company has intimated the concerned security holders about the folios which are incomplete in terms of the SEBI KYC Circulars on 6th January 2022 and 21st February 2022. Members holding shares in physical form are requested to submit their PAN, KYC details and Nomination details by sending a duly filled and signed Form ISR-1 to C B Management Services (P) Ltd. (Unit: Exide Industries Limited) P-22 Bondel Road, Kolkata 700019, Telephone No: 033 4011 6700 or by email to rta@cbmsl.com from their registered email id. You may upload the digitally signed forms and update the above details directly on the portal of RTA i.e. <http://www.cbmsl.com/investor-parlour>. The said forms can be downloaded from the website of the Company at <https://www.exideindustries.com/investors/forms.aspx> or from the website of our RTA at <http://www.cbmsl.com/services/details/sebi-download-forms>.

18. The folios wherein the above details are not available shall be frozen in the manner and timelines given in the SEBI KYC Circulars. Further, in terms of the SEBI KYC Circulars, the securities in the frozen folios shall be eligible for payment including dividend only through electronic mode, in the manner and timelines given therein. The payment shall be made electronically upon complying with the relevant requirements of the SEBI KYC Circulars. Accordingly, members are hereby requested to kindly comply with the SEBI KYC Circulars.
19. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular dated 25th January 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc.

The securities holder/claimant are, accordingly, required to submit duly filled-up Form ISR-4, the format of which along with the said SEBI Circular dated 25th January 2022, can be downloaded from the Company's website, i.e. www.exideindustries.com. Members holding shares in physical form are, accordingly, requested to consider converting their holding to dematerialized form.

20. Non-Resident Indian members are requested to inform the Company/RTA (if shareholding is in physical mode) / respective DPs (if shareholding is in demat mode), immediately of:
 - a) Change in their residential status on return to India for permanent settlement; and,
 - b) Particulars of their bank account maintained in India with account type, account number and name and address of the bank with pin code number, if not furnished earlier.
21. In accordance with the MCA and SEBI circulars, the annual report is being sent in electronic mode to members whose e-mail address is registered with the Company or the Depository Participant(s) unless the members have registered their request for the hard copy of the same. Members who have not updated their email addresses are requested to kindly send a duly filled and signed Form ISR-1 with their email id and other details filled up to C B Management Services (P) Ltd. (Unit: Exide Industries Limited) P-22 Bondel Road, Kolkata 700019, Telephone No: 033 4011 6700 or by email to rta@cbmsl.com from their registered email id.

DIVIDEND RELATED INFORMATION:

22. Final dividend as recommended by the Board of Directors for the financial year ended 31st March 2023, if approved at the AGM, will be payable to those members of the Company who hold shares: (i) In demat mode, based on the list of beneficial owners to be received from NSDL and CDSL as at the close of business hours on 1st August 2023, being the cut-off date. (ii) In physical form, if the names appear in the Company's Register of members as on 1st August 2023, being the cut-off date. The final dividend will be paid within 30 days of declaration.
23. Members holding shares in demat mode are hereby informed that bank particulars registered with their respective DPs, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. Members holding shares in demat mode are requested to intimate any change in their address and/or bank mandate to their DPs only, as the Company or its Registrar cannot act on any request received directly on the same.
24. Members holding shares in physical form are requested to intimate any change of address and/ or bank mandate to C B Management Services Private Limited, Registrar and Share Transfer Agent (RTA) of the Company by sending a request in Form ISR-1 at P-22 Bondel Road, Kolkata – 700 019 or by email to rta@cbmsl.com from their registered email id. In case the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of bank mandate, the Company shall dispatch the dividend warrant to such shareholder by post in due course.
25. Members may note that as per the Income Tax Act, 1961, dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ('TDS') from dividend paid to the members at rates prescribed in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable, members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 and Rules thereto.
 - a) **For Resident members:** Tax at source shall be deducted under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend for the Financial Year 2022-23 to be declared and to be paid by the Company during financial year 2023-24, subject to PAN details registered/updated by the member. If PAN is not registered/updated in

the demat account/folio as on the cut-off date, TDS would be deducted @20% as per Section 206AA of the Income Tax Act, 1961. No tax at source is required to be deducted, if during the financial year, the aggregate dividend paid or likely to be paid to an individual member does not exceed ₹ 5,000 (Rupees Five Thousand Only). Further, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm)/Form 15H (applicable to an Individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted. Notwithstanding the above, in case PAN of any member falls under the category of 'Specified Person', the Company shall deduct TDS @20% as per Section 206AB of the Income Tax Act 1961.

- b) **For Non-Resident members:** Tax at source shall be deducted under Section 195 of the Income-tax Act, 1961 at the applicable rates. As per the relevant provisions of the Income-tax Act, 1961, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to non-resident members. As per Section 90 of the Income Tax Act, 1961, members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA). To avail the Tax Treaty benefits, the non-resident member will have to provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the member is a resident.
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities, if any.
- Form 10F filed electronically in the E filing portal of Income Tax website as per notification No. 03/2022 dated 16th July 2022 from the Central Board of Direct Tax (in case the shareholder is having PAN in India), otherwise, completed and duly signed Self Declaration in Form 10F (for shareholders who does not have PAN in India).
- Self-declaration, certifying the following points:
 - i. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2023-34;

- ii. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;
- iii. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
- iv. Member is the ultimate beneficial owner of its shareholding in the Company and dividend receivable from the Company;
- v. Member does not have a taxable presence or a permanent establishment in India during the financial year 2023-24.

26. Notwithstanding the above, in case the PAN for a resident shareholder falls under the category of 'Specified Person', for financial year 2023-24, as per Section 206AB of the Income Tax Act 1961, or the PAN no is stated to be invalid for any reason, the Company shall deduct tax at source at twice the applicable rate referred above.
27. The Company shall not be obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the Non-Resident member.
28. In order to enable the Company to determine the appropriate TDS/withholding tax rate applicable, members are requested to provide the aforesaid details and documents on or before 25th July 2023 at rta@cbmsl.com. No communication on the tax determination/ deduction shall be entertained post 25th July 2023. members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/ documents, there would still be an option available to the member to file the return of income and claim an appropriate refund, if eligible.
29. In accordance with the provisions of the Income Tax Act 1961, TDS certificates can be made available to the members at their registered e-mail ID after filing of the quarterly TDS Returns of the Company, post payment of the said dividend.
30. The Company had sent a separate e-mail communication on 14th June 2023, informing the members regarding the relevant procedure to be adopted by the members to avail the applicable tax rate as per the Income Tax Act, 1961.

31. Instructions for e-Voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI Listing Regulations (as amended) and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 in relation to e-Voting facility provided by Listed Entities, the members are provided with the facility to cast their vote electronically, through the e-Voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-Voting are given below.
- ii. The remote e-Voting period commences on **Friday, 4th August 2023 (9.00 am IST)** and ends on **Monday, 7th August 2023 (5.00 pm IST)**. During this period, members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on **Tuesday, 1st August 2023** may cast their votes electronically. The e-Voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast.
- iii. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only.
- iv. In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-Voting shall be eligible to cast their vote through e-Voting during the AGM. Members who have voted through remote e-Voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.
- v. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote. In case of individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode."
- vi. Mr A K Labh, Practicing Company Secretary (FCS-4848/ CP-3238) of M/s A. K. Labh & Co., Company Secretaries (email id: aklabhcs@gmail.com) of 40, Weston Street, 3rd Floor, Kolkata 700 013 has been appointed as Scrutinizer to scrutinize the entire e-Voting in a fair and transparent manner.
- vii. The results on the resolutions will be declared not later than 48 hours of conclusion of the AGM or any adjournment thereof. The declared results along with the Scrutinizer's Report will be available on the Company's website at www.exideindustries.com and on the website of NSDL at www.evoting.nsdl.com and will also be forwarded to the Stock Exchanges where the Company's shares are listed. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.

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

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

Step 2: Cast your vote electronically and join virtual meeting on NSDL e-Voting system

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts 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.	<p>A. NSDL IDeAS facility</p> <ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <p>If the user is not registered for IDeAS e-Services, follow below steps:</p> <ol style="list-style-type: none"> 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 Please follow steps given from Point 1 to 5 <p>B. E-voting website of NSDL</p> <ol style="list-style-type: none"> 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdsindia.com/myeasinew/home/login or www.cdsindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will also be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdsindia.com/myeasinew/home/login Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdsindia.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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none">1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.2. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.3. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and 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.co.in or call at 022-48867000 and 022-24997000
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 022- 23058738 or 022-23058542/43

1. 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 phone.
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. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically on NSDL e-Voting system.

4. Your User ID details are given below:

**Manner of holding shares i.e. Demat
(NSDL or CDSL) or Physical**

- a) For members who hold shares in demat account with NSDL.
- b) For members who hold shares in demat account with CDSL.
- c) For members holding shares in Physical Form.

Your User ID is:

- 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*****.
- 16 Digit Beneficiary ID
For example if your Beneficiary ID is 12***** then your user ID is 12*****
- EVEN Number followed by Folio Number registered with the company
For example if folio number is 001*** and EVEN is ***** then user ID is *****001***

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'?

- i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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'.
- ii. If your email ID is not registered, please follow instructions mentioned below in this notice.

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 and join Annual General Meeting 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 and General Meeting is in active status.
- 2. Select "EVEN" of EXIDE INDUSTRIES LIMITED which is 124335 during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
- 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to aklabhcs@gmail.com with a copy marked to evoting@nsdl.co.in.
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 at www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000 or send a email request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in

Process for procuring user ID and password for e-Voting for those shareholders whose email IDs are not registered with the depositories / Company

Shareholders may sent a request to evoting@nsdl.co.in 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), AADHAR (self-attested scanned copy)

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)

If you are an individual shareholder 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 and joining virtual meeting for individual shareholders holding securities in demat mode.

Instructions for members for e-Voting on the day of the AGM are as under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.

Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the

- User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the meeting through Laptops for better experience.
 3. Further members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
 4. Please note that Participants Connecting from mobile devices or tablets or through Laptop connecting via

Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

By Order of the Board of Directors

Sd/-

Jitendra Kumar

Company Secretary and

President (Legal & Corporate Affairs)

ACS No. 11159

Place : Mumbai

Date : 8th May 2023

Explanatory Statement required under Section 102 (1) of the Companies Act, 2013

Item No.4

To ratify payment of remuneration to Cost Auditor for financial year 2023-24

The Board of Directors at its meeting held on 8th May 2023 appointed M/s Mani & Co., Cost Accountants to audit the cost records of the products manufactured by the Company for the year ending 31st March 2024. At the same meeting, the Board of Directors approved a remuneration of ₹10,00,000/- (Rupees Ten lakh only) plus out of pocket expenses and applicable taxes payable to M/s. Mani & Co., Cost Accountants for conducting such audit.

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the cost auditors shall be approved by the Board of Directors and subsequently ratified by the members of the Company. Accordingly, the remuneration payable to M/s. Mani & Co., Cost Accountants, for conducting the cost audit for the year 2023-24, as approved by the Board of Directors, is being placed before the members for ratification.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned with or interested in, financially or otherwise, in passing the proposed resolution set out in item no. 4.

The Board recommends the resolution set forth at item No. 4 of the Notice for approval of the members by way of an Ordinary Resolution.

In order to align the remuneration of the Managing Director & CEO and Whole-time Directors (WTDs) with industry standards and commensurate with their expertise and responsibilities, it was proposed to revise their basic salary with effect from 1st May 2023, keeping other terms and conditions unchanged. The following revised basic salary is being proposed to the members:

Name	Designation	Current basic salary p.m (in ₹)	Proposed basic salary p.m (in ₹)
Mr Subir Chakraborty	Managing Director & CEO	7,75,500	10,19,500
Mr A K Mukherjee	Director – Finance & CFO	7,71,705	8,85,417
Mr Arun Mittal	Director-Automotive	6,05,000	7,81,250
Mr Avik Roy	Director-Industrial	4,40,000	6,25,000

Item No.5,6,7 and 8

To approve revision in remuneration payable to Managing Director & CEO / Whole-time Directors with effect from 1st May 2023

The Nomination and Remuneration Committee at its meeting held on 30th January 2023 recommended before Board of Directors for revision in remuneration of Mr Subir Chakraborty, Managing Director & CEO, Mr A K Mukherjee, Director-Finance & CFO, Mr Arun Mittal, Director-Automotive and Mr Avik Roy, Director-Industrial ("Whole-time Directors/ WTDs") in terms of the Nomination and Remuneration Policy of the Company. The Board of Directors at its meeting held on 8th May 2023 has considered the matter of revision in the remuneration of the Managing Director & CEO and Whole-time Directors w.e.f. 1st May 2023 for remaining duration of their respective appointments.

Members may be aware that there has been significant increase in overall growth, complexity and volume of business of the Company in the recent past. The duties and responsibilities of the Managing Director & CEO and all Whole-time Directors (WTDs) of the Company have therefore increased manifold.

The shareholders of the Company have authorized the Board to approve annual increment in salary (basic) of Whole-time Directors upto a maximum of 10% per annum. Any increment in their salary beyond 10% per annum in any year during their tenure will be subject to the approval of the shareholders.

The Directors are of the view that the remuneration payable to the Managing Director & CEO and all WTDs are commensurate with their abilities and experience, and accordingly, recommend the resolutions at item nos. 5, 6, 7 & 8 of the accompanying notice for approval of the members of the Company.

The Board of Directors and the Nomination and Remuneration Committee, from time to time, determine and review the policies and parameters based on which performance of the Managing Director & CEO and WTDs are evaluated, and compensation is paid. The proposed revision is keeping in view the objectivity of remuneration package payable to the Managing Director and WTDs while striking a balance between the interest of the Company and the Members.

In compliance with the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Act, approval of the members of the Company by way of ordinary resolution is required for such revision in remuneration payable to the Managing Director & CEO and all WTDs.

The revised remuneration payable and the terms and conditions of service of Managing Director & CEO and WTDs with effect from 1st May 2023 are set out below:

Terms & Conditions of Service	Mr Subir Chakraborty	Mr A K Mukherjee	Mr Arun Mittal	Mr Avik Roy
Basic Salary	₹ 10,19,500 per month	₹ 8,85,417 per month	₹ 7,81,250 per month	₹ 6,25,000 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 Board, he shall have the responsibility of overall management of the business of the Company for all matters relating to Finance (Treasury, marketing and sales), Accounts, Statutory Audit, Cost Accounting, Information Systems and by the Managing Director & CEO, he shall have the power to do all such functions, acts, deeds and things as may be required on behalf of the Company or delegated to him by the Board/Chairman.	Subject to the superintendence, control and direction of the Board, he shall have the responsibility for all matters relating to manufacturing, all matters relating to and for that purpose to Finance (Treasury, marketing and sales), Accounts, Statutory Audit, Cost Accounting, Information Systems and by the Managing Director & CEO, he shall have the power to do all such functions, acts, deeds and things as may be required on behalf of the Company or delegated to him by the Board/Chairman.	Subject to the superintendence, control and direction of the Board, he shall have the responsibility for all matters relating to manufacturing, all matters relating to and for that purpose to Finance (Treasury, marketing and sales), Accounts, Statutory Audit, Cost Accounting, Information Systems and by the Managing Director & CEO, he shall have the power to do all such functions, acts, deeds and things as may be required on behalf of the Company or delegated to him by the Board/Chairman.	Subject to the superintendence, control and direction of the Board, he shall have the responsibility for all matters relating to manufacturing, all matters relating to and for that purpose to Finance (Treasury, marketing and sales), Accounts, Statutory Audit, Cost Accounting, Information Systems and by the Managing Director & CEO, he shall have the power to do all such functions, acts, deeds and things as may be required on behalf of the Company or delegated to him by the Board/Chairman.
Period	For remaining period of one (1) year beginning from 1 st May 2023 till 30 th April 2024.	For remaining period of two (2) years beginning from 1 st May 2023 till 30 th April 2025.	For remaining period of one (1) year with effect from 1 st May 2023 to 30 th April 2024.	For remaining period of three (3) years with effect from 1 st May 2023 to 30 th April 2026

Other terms and conditions:

Perquisites	<p>In addition to the above salary, increment, commission and performance bonus, Whole-time Directors 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	<p>In the absence of or inadequacy of profits in any of the financial years of the Company during their respective tenure, Managing Director & CEO and WTDs 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.</p>
General	<p>In addition, the contract of appointment shall set out the usual rights and obligations of the parties.</p>
Termination	<p>The appointment is terminable by either party by giving three months' prior written notice to the other.</p>

Information as required pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 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 revision in terms of remuneration of Managing Director & CEO and Whole-time Directors pursuant to Section 190 of the Companies Act, 2013 will be available for inspection in electronic mode from date of circulation of this notice up to the date of AGM. Interested members are requested to write to the Company on cosec@exide.co.in for inspection of the said document.

None of the other Directors/ Key Managerial Personnel of the Company/their relatives, except (i) Mr Subir Chakraborty, Managing Director & CEO, (ii) Mr A K Mukherjee, Director-Finance & CFO (iii) Mr Arun Mittal, Director-Automotive and Mr Avik Roy, Director-Industrial who are interested in Item no. 5,6,7 and 8 respectively in their personal capacity are, in any way, concerned or interested, financially or otherwise, in these resolutions. Neither are they related to any other Directors on the Board or any Key Managerial Personnel of the Company.

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) issued by ICSI.

ANNEXURE I

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Para 1.2.5 of Secretarial Standard – 2 on General Meetings, requisite particulars of director seeking appointment/re-appointment/variation of terms of remuneration are provided herewith:

Name of the Director	Mr Subir Chakraborty	Mr Asish Kumar Mukherjee	Mr Arun Mittal	Mr Avik Kumar Roy	Mr R B Raheja
DIN	00130864	00131626	00412767	08456036	00037480
Date of Birth	30.09.1957	14.05.1961	20.12.1966	26.07.1966	19.06.1953
Age	65 years	62 years	56 years	56 years	70 years
Date of first appointment on the Board	01.05.2013	20.04.2007	01.05.2016	01.05.2021	12.12.1991
Brief resume. Qualification, Experience and nature of expertise in specific functional area	Mr Subir Chakraborty is a mechanical engineer from IIT Madras and PGDM from IIM Calcutta. He has vast experience in marketing, sales, projects and general management. Prior to joining the Company in 1996, Mr Chakraborty was the Chief Executive Officer of MSA (India) Ltd., a joint venture between the Company and Mining Safety Appliances Company, USA.	Mr A. K. Mukherjee is a Chartered Accountant and also a Cost Accountant and has a wide range of experience in financial and accounting matters. He joined the Company in 1998 and has been on the Company's Board of Directors since 1 st May 2007. He was nominated as the best performing CFO Auto and Auto Ancillaries Sector by CNBC – TV 18 in 2008-09. He was also nominated as the Best Transformation Agent (Large Companies) by Business Today in association with Yes Bank in 2013-14.	Mr Arun Mittal is a Fellow member of Institute of Chartered Accountant of India, an Associate member of Institute of Cost & Works Accountants of India and Institute of Company Secretaries of India. He has experience across various functions with in-depth knowledge of best practices, ability in formulating & implementing successful strategies to effect high business growth.	Mr Avik Roy holds a Bachelor's of Electrical Engineering degree from Jadavpur University, Kolkata and has completed his EMBA from Asian Institute of Management, Manila. He joined the services of the Company on 2 nd January 2019 as President-Industrial and has been on the Company's Board of Directors since 1 st May 2021.	Mr R. B. Raheja holds a Bachelor's degree in Commerce and has a wide range of experience in industry and business. Mr Raheja has also been dedicating himself to various educational and charitable trusts.

Name of the Director	Mr Subir Chakraborty	Mr Asish Kumar Mukherjee	Mr Arun Mittal	Mr Avik Kumar Roy	Mr R B Raheja
No. of equity shares held in the Company as on 31 st March 2023	1,106	1,000	1,152	Nil	Nil
Number of meetings of the Board attended during the financial year 2022-23	6	6	6	6	6
Chairperson/ Membership of the Statutory Committee(s) of Board of Directors of the Company as on 31 st March 2023	Corporate Social Responsibility Committee – Member Stakeholders Relationship Committee – Member Risk Management Committee – Member Share Transfer Committee – Chairman	Stakeholders Relationship Committee – Member Risk Management Committee – Member Share Transfer Committee - Member Share Transfer Committee – Member	Risk Management Committee -Member	Corporate Social Responsibility Committee –Member Risk Management Committee -Member	Nomination & Remuneration Committee - Member
Other Directorships in listed entities / Other Committee memberships/ Chairmanship* held as on 31 st March 2023	DIRECTORSHIPS IN LISTED ENTITIES None COMMITTEE MEMBERSHIPS None	DIRECTORSHIPS IN LISTED ENTITIES None COMMITTEE MEMBERSHIPS Exide Energy Solutions Limited Audit committee - Member	DIRECTORSHIPS IN LISTED ENTITIES None COMMITTEE MEMBERSHIPS Exide Energy Private Limited Audit committee - Member	DIRECTORSHIPS IN LISTED ENTITIES None COMMITTEE MEMBERSHIPS None	DIRECTORSHIPS IN LISTED ENTITIES • Prism Johnson Limited • Supreme Petrochem Limited COMMITTEE MEMBERSHIPS Supreme Petrochem Limited Stakeholders Relationship Committee – Member
Terms and conditions of appointment/ re-appointment	As mentioned in the Notice and explanatory statement	As mentioned in the Notice and explanatory statement	As mentioned in the Notice and explanatory statement	As mentioned in the Notice and explanatory statement	Liable to retire by rotation
Details of remuneration last drawn (FY 2022-23)	As given in the Corporate Governance report	As given in the Corporate Governance report	As given in the Corporate Governance report	As given in the Corporate Governance report	As given in the Corporate Governance report

Name of the Director	Mr Subir Chakraborty	Mr Asish Kumar Mukherjee	Mr Arun Mittal	Mr Avik Kumar Roy	Mr R B Raheja
Details of Proposed remuneration	As mentioned in the Notice and explanatory statement	As mentioned in the Notice and explanatory statement	As mentioned in the Notice and explanatory statement	As mentioned in the Notice and explanatory statement	-
Relationship with other Directors, Managers and KMPs	None	None	None	None	None
Listed Companies in which he has resigned from Directorship in the past three years.	-	-	-	-	-

* Includes Chairmanship/Membership in Audit Committee/Stakeholders' Relationship Committee.

Directors' Report to the Shareholders

(Including Management Discussion & Analysis)

We are pleased to present the 76th Annual Report of your Company together with the Audited Financial Statements for the year ended 31st March 2023

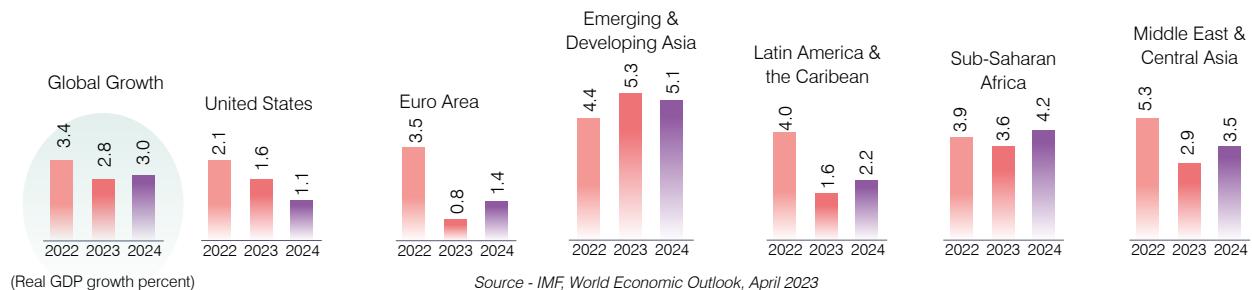
Economic Environment

Global Economic Overview

The global outlook remained uncertain with the financial sector under stress, stubborn inflation, and the continuation of the Ukraine war, apart from the residual effects of three years of COVID. According to the IMF, "The baseline forecast is for growth to fall from 3.4 percent in 2022 to 2.8 percent in 2023, before settling at 3.0 percent in 2024." In 2022, the rapid spread of COVID-19 in China, and Europe's food and energy crises, further exacted a heavy toll on world economic activity. The negativity affected consumer and investor confidence, which further pressured the global economy's near-term growth prospects.

The slowdown is particularly noticeable in the advanced economies which contribute majorly to global demand. Growth is expected to plummet from 2.7 percent in 2022 to 1.3 percent in 2023. If conditions worsen this could fall below 1 percent, says the IMF report.

World Economic Outlook April 2023
Growth Projections by Region



Note - Order of bars for each group indicates (left to right): 2022 estimated, 2023 projection and 2024 forecast

On the positive side global inflation is likely to abate in the coming months, though energy and food prices were yet to show any major respite. Economic activity has been improving since the third quarter of 2022, with some rebound in household consumption and a pick-up in business activity. The opening of the Chinese economy towards the end of the year also paved the way for recovery in demand. As the

remaining headwinds are mainly in the Western world, global growth is projected to be held up by the Asian economies. In 2022, emerging markets and developing economies achieved a growth rate of approximately 4%, contributing significantly to overall global growth. In the coming year, these regions are expected to continue bolstering the global economy by sustaining a growth rate of 3.9%.

India, along with China, is expected to contribute 50% of global growth in 2023

Several counter countermeasures are underway to prevent further downturn in growth. Sustained wage rise and Government's push to boost pent-up demand in large economies may gradually drive consumer demand while reducing supply constraints. This, in turn, should curb inflation and minimise the need for additional interest rate

hikes, thereby supporting growth. On the political front, the cessation of the Ukraine war will give a significant boost to the world economy. Greater cooperation among countries would ease the road to recovery.

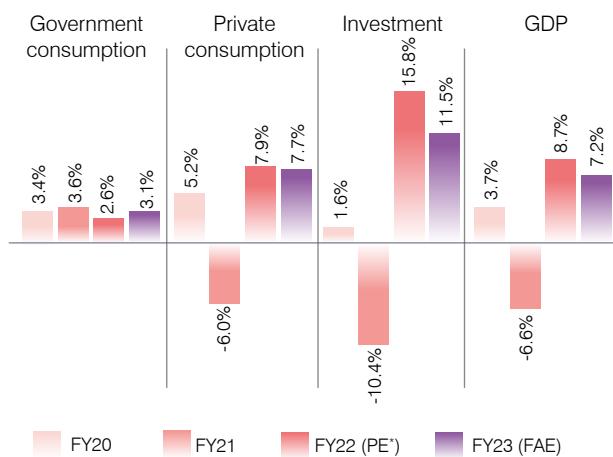
Indian Economic Overview

India appeared to be the bright spot in a struggling world economy retaining its position as the world's fastest-growing major economy in the financial year (FY) 2022-23. The country clocked a real gross domestic product (GDP) growth rate of 7.2 percent as per the estimate of the Central Statistical Organisation (CSO), backed by strong investment activity, the Government's capex and infra push, and buoyant private consumption, particularly among higher-income earners.

The Indian economy demonstrated remarkable resilience, which is reflected in a rebound in post-pandemic consumption, increased economic activity, and a resurgent service sector. The Government of India's initiatives for driving infrastructure investments have also facilitated growth.



Annual growth of GDP and demand components at constant prices



Source: FAE of National Income 2022-23 by National Statistics Office, MoSPI

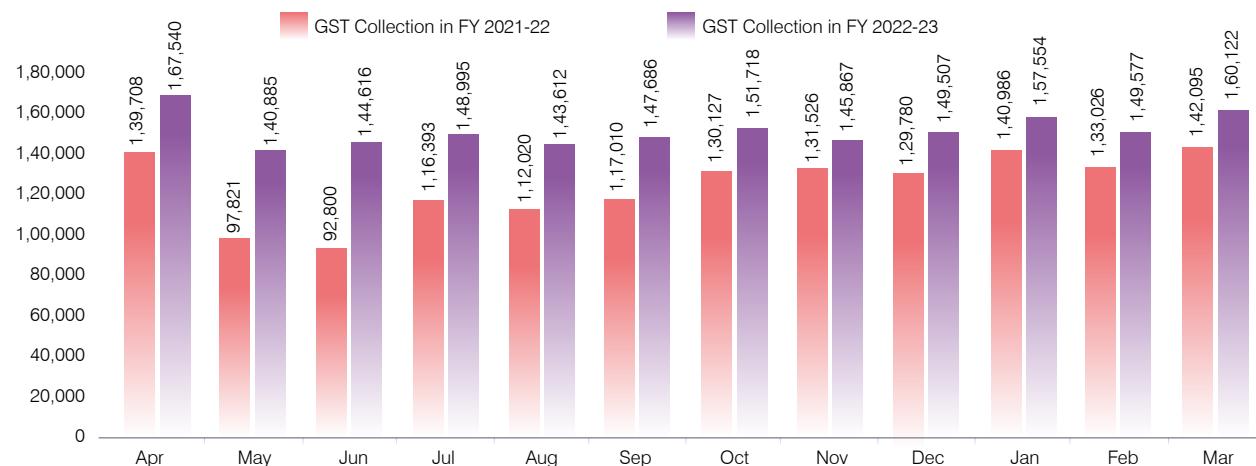
*PE - Provisional estimates

While post-COVID private investment recovery is still at a nascent stage, there are early signals indicating that India is poised for a stronger investment upcycle in both manufacturing and services sectors. The number of private investment projects underway in the manufacturing sector has been steadily growing over the years. The GST collection for FY 2022-23 has increased by 22% compared to last year.

22%

Increase in India's GST collections in FY 2022-23

Trends in GST Collection (₹ in Crore)



Outlook for the Indian Economy

Backed by its strong fundamentals, the Indian economy is in a sweet spot to witness sustained growth in the years ahead. As per the Economic Survey presented in parliament in January 2023, India is expected to witness a 6.0-6.8 percent GDP growth rate in FY 2023-24. Multiple international and domestic agencies forecast India's GDP growth to be in the range of 6.0%-7.0% for FY 2023-24.

The growth drivers will continue to be private consumption and investment, supported by favourable Government policies focused on improving infrastructure, and the business and banking ecosystem. India is optimistic about its future prospects because of its macroeconomic stability as well as its growing economic and political prominence on the international stage. On 1st December 2022, India assumed the presidency of the G20 forum taking over from Indonesia. As an emerging economic powerhouse, it is expected that India will take on other crucial roles in the coming years.

High-frequency indicators, including GST collections, railway and air traffic, electronic toll collection, the volume of e-way invoices, etc., point towards a strong economic recovery. Increasing UPI transactions and a higher credit demand also indicate sustained expansion. However, the key risks to the growth rate can be a slowdown in the global economy if the geopolitical situation becomes further tense or persistent high inflation leads to an increase in interest rates by central banks of major countries.

Multiple international and domestic agencies forecast India's GDP growth to be in the range of 6.0%-7.0% for FY 2023-24

Industry Structure & Development

After a couple of years of lacklustre performance induced by the pandemic, the tide has largely turned in favour of the automotive industry and brought cheer to the Original Equipment Manufacturers (OEMs). Even last year, apart from the lingering threat of a new Covid variant, Omicron, the industry continued to face headwinds owing to the global semiconductor shortage. These anxieties now appear to have eased out to a large extent, and the industry is looking at a phase of sustained growth. The trend, however, is not equal across verticals: while some are set to soar higher, others still have to deal with challenges such as price hikes, rising operating expenses, and financing costs.

Upbeat consumer sentiment, increased mobility, new launches, and easing supply-side constraints are driving demand for passenger vehicles. According to the Society of Indian Automobile Manufacturers (SIAM), passenger vehicles registered the highest-ever domestic sales in 2022-23, surpassing the previous peak of 2018-19. Commercial vehicles too did well coming close to the previous sales peak of 2018-19. 3-wheelers gained traction compared to the past two years, though sales are yet to reach the pre-Covid levels. It is only in 2-wheelers that the growth failed to keep pace with other automobile segments.

Overall, domestic sales of passenger vehicles recorded a growth of about 27% during the year under review compared with 13% growth in the previous year. The commercial vehicles segment saw a growth of over 34% this year against a growth of 26% last year. 3-wheeler domestic sales grew by 87% compared to a 19% growth during the previous year. 2-wheeler sales increased by about 17% compared to a de-growth of 11% last year. SIAM believes that positive policy initiatives will help the industry to continue with its growth momentum.

27%

growth observed in domestic sales of passenger vehicles for the year under review

Company Performance

While the year 2022-23 saw recovery from COVID-19, multiple complex and interconnected challenges such as inflation, slowdown in global economic growth, and geopolitical tensions affected businesses in different ways. We are however pleased to state that Exide steered through the challenges and remained focused on delivering value to its stakeholders. In this journey, we have also been blessed with continued support from customers who have trusted our brands and value proposition over the decades.

Automotive Division

As the year under review was free from pandemic-related mobility restrictions that marked the preceding two years, the demand from both OEM and the aftermarket rebounded sharply. Exide was well positioned to tap the resulting opportunities, successfully leveraging its long-standing relationship with OEMs to expand market share with both 4-wheeler and 2-wheeler manufacturers, despite stiff competition. Market share gains in the OEM market, along with the growth of domestic vehicle production, gave us sizeable volume expansion in this vertical.

The digital transformation in Exide's aftermarket business over the last few years has started paying dividends by enabling micro-market level visibility. Today the sales team can monitor real time data on primary and secondary sales in a specific area to determine sharper strategies -- widening the gap with competition and reinforcing our leadership across segments. With clearer visibility of performance -- both across input factors that drive sales and output parameters that measure outcome -- there is also better focus on the task at hand.

Dealers, distributors and other channel partners also enjoy greater transparency and tools to enable growth for their businesses. Hyperlocal marketing initiatives further help our channel partners draw more customers. In media terms brand awareness and promotions across a variety of digital platforms continue to be the focus area for drawing customers. The post-Covid resurgence of traditional media like cinema is also being effectively used to supplement brand-building initiatives wherever required.

Leveraging our understanding of emerging trends, we continued to build on our product offering. This included cementing the first-mover advantage in critical segments such as batteries for hybrid vehicles with our Exide Mileage ISS & SF HybridX range of batteries.

Market share gains in the OEM market and growth in domestic vehicle production, gave us sizeable volume expansion

Exports

Globally, key automotive markets were impacted by geopolitical tensions, appreciation of the US dollar, imposition of anti-dumping duty in Gulf Cooperation Council (GCC) countries and the slowdown of demand from North America and some other markets. Despite these challenges, Exide remained focused on expanding the export footprint of automotive batteries.

To drive exports, the Company is focusing on strengthening presence in key markets, expanding its distributor base, exploring new product options, private labelling, and contract manufacturing.

The team has been able to steer through the logistical challenges and cater to the requirement of global channel partners successfully. Our personnel in overseas markets continue to play a key role in staying connected with the customers and addressing market requirements on a war footing.

We are pleased to state that we have been able to make inroads into the Russian market where we are well poised to take advantage of power storage demand in the next year.

There has been outstanding growth in Southeast Asia, which we could fully exploit due to our strategic geographical location.

Sales in the Middle East and the USA were stressed. Anti-dumping duties were imposed in the GCC countries, stifling demand. However, we have been able to retain our business volume by introducing new products. In the US market, we are trying to regain our volume of business through aftermarket retail chains.

After-Sales Service

After-sales service plays a pivotal role in augmenting the Exide brand equity. With rising sales in recent years, the service team's responsibility has widened, and it is fully geared to meet the expectation of our customers. Apart from regular services, Exide has launched several service initiatives during the year with the objective of greater responsiveness to customer demands and to enhance customer delight. In the last year, initiatives such as annual maintenance contract (AMC) for inverter batteries and HUPS, dealer empowerment programs, were added to the services list. The launch of AMC for inverter batteries and HUPS has helped Exide gain popularity among customers, apart from generating revenue.

In the year under review we have adopted a dynamic tertiary model, enabling dealers to take faster decisions on battery servicing by either directly empowering them or by tagging them to the nearest empowered dealers. A journey cycle plan for service engineers and Regional Service Heads to meet dealers regularly is another step introduced during the year.

In keeping with Exide's 'customer first' approach, we have launched several marketing initiatives over the years, of which Exide Batmobile Doorstep Service is a runaway winner. This service is now also available for all Inverter battery and HUPS customers. It offers a free pick-up-and-drop facility for end-customers and facilitates the purchase of new batteries. Under this unique service scheme, a customer needs to simply send a message to a dedicated WhatsApp number (700440 00000) and the service team provides quick on-site help. In line with our service goals, we have also reached out with a superior service model for upcountry customers to reduce turnaround time across the country.

We have adopted a dynamic tertiary model, enabling dealers to take faster decisions on battery servicing

Outlook

The Indian automobile industry was into a deep structural slowdown even before the Covid-19 pandemic started and was further impacted by the pandemic. However, the tide has finally turned in favour of the industry in 2022-23. During the year, the passenger vehicles segment posted its highest ever domestic sales, while commercial vehicles posted the 2nd highest domestic sales. Although domestic sales of 3-wheelers remain below pre-Covid levels, they grew by 87% over the previous year.

Strong automobile sales augur well for your Company as higher vehicle sales not only help the OEM business but also expand the aftermarkets in years to come. As your Company has a dominant presence in the aftermarket and enjoys strong customer loyalty, we are well-positioned to tap the opportunities. In 2023, the India Meteorological Department (IMD) has predicted 'above-normal maximum temperatures' in most parts of the country, which is expected to drive the demand for inverter batteries, HUPS, and Integra, our integrated inverter with lithium-ion technology.

In the year under review, our OEM business has further consolidated Exide's leadership position by enhancing market share. We expect to continue our strong relationship with OEMs.

In the Trade market, our strategy is to consolidate the leadership of Exide and strengthen our distribution reach as well as strength of our other two brands - 'SF Batteries' and 'Dynex'. We believe that the strategic initiatives undertaken for these brands will bolster our dominance of the trade segment in the coming quarters.

From all indicators, it appears that the worst is over for the automotive battery vertical. Exports, which faced headwinds in multiple geographies, are poised for strong growth from here on. Besides recovery in our existing markets, the new geographies that we have added to our list will help to generate additional business.

Higher vehicle sales not only help the OEM business but also expand the aftermarkets in years to come

Opportunities and Threats

In 2021, India was the largest manufacturer of 2-wheeler and 3-wheeler vehicles, and the world's fourth-largest manufacturer of passenger cars. In December 2022, the country became the 3rd largest automobile market, surpassing Japan and Germany in terms of sales. In 2022-23, the automobile industry touched two key milestones in terms of highest-ever passenger vehicle sales and second-highest commercial vehicle sales ever. Therefore, we believe

that the demand for lead-acid batteries will remain strong in the foreseeable future for both OEMs and aftermarkets. Our manufacturing plants and supply chain are fully equipped to cater to the growing demand.

In Electric Vehicles (EVs) too, a 12-volt Lead Acid Battery is required to operate lights, audio system, and other equipment, which we are supplying to EV manufacturers. Therefore, we do not see any immediate threat to our lead-acid battery business.

However, competition is intensifying in lead acid batteries, especially in the inverter segment. A number of competitors have emerged who have invested heavily in brand building and distribution to make market inroads. Exide is countering



competition with product innovations – as demonstrated by the launch of 'Exide Integra', the integrated inverter with lithium-ion technology and hi-tech features, conveniences, and looks. We are also reinforcing our brand equity to build a gap with competitive brands.

Risk Mitigation

We take several steps to mitigate various risks that arise in the natural course of business. We believe that data plays a key role in identifying emerging risks and therefore, it is necessary to get real-time data across business functions. We have therefore continued to make investments in deepening

digitization of the business processes across functions in order to fetch real-time data for agile decision-making.

We are also making a comprehensive effort towards manufacturing cost reduction as we constantly strive to maintain cost competitiveness. Over the past year, we have made the supply chain leaner and streamlined logistical operations to reduce costs. We have also adopted predictive modelling and are following a leaner inventory model.

In the overseas market, we are launching new product variants in order to mitigate regulatory risks. At the same time, we are entering new markets such as Russia, Europe, and North America in order to mitigate geopolitical and commercial risks affecting opportunities in specific locations.

We believe these initiatives are helping your Company to minimize the impact of uncertainties and to achieve its planned business objectives.

Industrial Division

The year under review was a year characterised by strong demand across all the end-market verticals of Exide's Industrial Division. External headwinds in the form of input cost inflation and geopolitical tensions impacted margins and overseas demand but, with domestic demand remaining strong, profits rebounded as these headwinds eased and the business delivered on all fronts.

- The Uninterrupted Power System (UPS) vertical, which is the largest business vertical of the Industrial Division, registered robust growth over last year. The Trade demand reflected the rising requirement for critical power backup in the country. The OEM business also contributed significantly toward the numbers due to rising demand as the overall economic activity continued to improve. The UPS business vertical continues to be our nucleus of strength, driven by a diversified portfolio, continuous product/ process innovations, and backed up by our strong sales and service network across India.
- In 2022, the renewable energy industry thrived as India's energy transition efforts were encouraged by the rapid decline in the cost of generating solar and wind energy. Coupled with the enabling policy ecosystem this has accelerated green energy investments. The

The Uninterrupted Power System (UPS) vertical, which is the largest business vertical of the Industrial Division, registered robust growth

industry, however, experienced significant headwinds throughout the year, due to the implementation of basic customs duty, leading to higher imported component prices. Our Solar vertical saw strong revenue growth in this financial year, aided by increasing sales of our Solar Power Generation System (SPGS) combination comprising Solar Battery, PV Panel Solar Hybrid Inverter/ Charge Controller.

- The year 2022 witnessed the much-awaited launch of 5G services in India at the India Mobile Congress, which opened new opportunities in several sectors. From manufacturing, healthcare, and augmented entertainment to smart city projects, 5G holds the promise of truly transforming connectivity. This directly translated into higher demand for our Telecom batteries, especially towards the end of the financial year when 5G implementation reached full swing. As a result, our Telecom vertical posted double-digit growth for the year under review.
- In the Infrastructure vertical, Exide achieved its best-ever results on the back of robust public spending. The Company remains the undisputed leader with unparalleled dominance in the infrastructure batteries market. Orders, which were delayed by the pandemic, are now being executed and the vertical will shortly reach pre-Covid revenue status. Net margins were satisfactory as we were able to pass on the raw material cost increases to the customers.
- Exide makes motive power batteries for forklifts and other material handling equipment in its Traction vertical. This year we registered significant growth in both OEM and replacement market. Growth in warehousing and Third Party Logistics (3PL) markets also contributed to the demand for motive power. In the next financial year, our traction battery portfolio will be enriched by two new introductions. The first is Opportunity Rapid Charge (ORC) traction batteries, which utilize rapid charging to facilitate two-shift operations with a single battery. The second is Exide's high-performance traction batteries which boast of a very high service life setting a new industry benchmark. These two new additions will supplement our existing portfolio of conventional Gen X batteries.
- The Company also reported double-digit growth in the Railways vertical, owing to rapid execution of the orders since activities resumed after the pandemic.

Industrial Exports

Exide has been able to register appreciable growth in exports, despite bumps on the road due to the slowdown in Europe as an aftermath of the Russia-Ukraine war, followed by the winter

recession. We have achieved this growth by mining existing accounts in South Korea, Italy, Portugal, and Australia. The Company has embarked upon a detailed reach-out plan in the Traction vertical for customers in Europe and is adding multiple destinations with the same customers to have a wider spread of availability in the region. Efforts are also being made to enrich the product portfolio while offering complete battery solutions with ORC batteries.

In Standby batteries, Exide has achieved impressive all-round growth with particular success in West Asia and Middle East. We have made inroads in Europe and continue to pitch our products in these markets. The Company has also initiated the approval process in power companies in the Middle East to gain a foothold in this sector. To summarise, the year recorded a healthy performance that stands out in the backdrop of the lacklustre macro environment.

Going forward, we will continue our extensive outreach program for Traction batteries in Europe and the regions mentioned above. We expect the export market to remain on an upward trajectory. Similarly, the Standby battery vertical is also likely to witness significant growth owing to new customers and rising demand in the Middle East and West Asia.

In Standby batteries, Exide has achieved impressive all round growth with particular success in West Asia and Middle East

Outlook

The year-on-year growth registered in the IUPS business is testimony to the successful strategies implemented by the business vertical through improved portfolio management and go-to-market alignment. With an expected increase in Government and private spending on infrastructure projects during the run-up to the 2024 elections, we expect to continue our growth trajectory in IUPS business in the coming financial year. Going forward, the IUPS business is increasing its array of products, offering a comprehensive range along with exceptional customer experience.

The Solar vertical has diversified its portfolio by adding the AGM VRLA product range, which will fill the whitespace for maintenance-free solar batteries in the market.

This year we launched Exide SUNDAY Rooftop Solar Solutions (RTSS), offering a first-of-its-kind 5-year comprehensive warranty. The warranty covers all components of the system to provide a hassle-free brand experience to customers. The highlight of this solution is the fully digital customer

journey, right from the first enquiry through planning, and until installation. The initial market feedback to RTSS has been encouraging and we plan to scale up this business. To this end, we have launched a digital campaign, consisting of a series of ads that introduce our Exide SUNDAY concept



to the customers with compelling reasons to consider Exide SUNDAY Rooftop Solar Solutions. The campaign is on popular platforms like YouTube, Google & Facebook (Meta) to drive awareness and generate demand.

In the Infrastructure space, Exide expects to scale new heights in the next year. For the Power vertical, this expectation is based on the strength of large orders expected from nuclear power plants and thermal power plants. The 'Make in India' government policy has provided additional tailwinds for us in this sector.

In the Projects vertical, substantial orders from metro railways combined with Plante orders from the defence establishment will drive growth. Another growth driver is the flooded batteries required for signalling and telecommunications in the Indian Railways, which we have been able to re-enter after a 5 year hiatus.

As rural tele-density keeps improving and 5G services get rolled out in more and more cities, the Telecom vertical faces attractive prospects. The 5G rollouts are progressing at a rapid pace with operators working towards a pan-India 5G rollout in the next 12-15 months. The rollout is anticipated to create a surge in battery requirements.

In the Traction vertical, our Company has been growing consistently for two consecutive years after the pandemic. The Material Handling Equipment OEMs have strengthened their portfolio in the green products category, propelling the demand for electric forklifts. Exide is well equipped with the needed capacities to address this rising demand. Increased demand from warehouse and logistics hubs is also anticipated. Luggage puller trolley batteries for the aviation sector is another niche growth market going into next year.

Opportunities & Threats

The ongoing volatility in input costs, along with uncertainty about the timely availability of imported bought out items may pose some threats in the coming financial year but on an overall level, the IUPS business is expecting a surge in demand from emerging technological infrastructure. A digital-heavy capital expenditure (Capex) super-cycle spurred by both public and private investments in the next financial year, especially in the backdrop of upcoming general elections, bodes well for the vertical.

The Solar Rooftop market is showing signs of recovery and the demand is back to pre-covid levels. High module and other project Balance of System (BoS) prices and continued supply chain challenges, impacted capacity-addition plans during the year. However, with the supply situation easing and issues with shipping/ availability ironing out, we are optimistic about the market outlook, especially in the residential and small commercial and industrial rooftop market, which has been waiting to break out.

In the Power sector, we are seeing resurgence in thermal power plants including the revival of the thermal power plants in which operations had been suspended. This is demonstrated in the strong order pipeline. Furthermore, we are seeing growing requirements for Battery Energy Storage Systems (BESS), which is slated to become a major sector. We envisage these requirements will contribute to a large volume of business in the years to come.

For the Infrastructure Projects vertical, we are seeing strong demand across the industry on the back of robust public spending on infrastructure. The major opportunities are in Metro, Railways, Defence, and Data centre sectors. Another opportunity in this space is in the conversion of existing nickel-cadmium technology into lead-acid technology based on the application requirements.

Demand for lithium batteries in material handling, especially in the rental segment, is increasing day by day and is expected to grow further, indicating a partial shift in market preferences. Low-cost small Indian manufacturers, who get the advantage in tender-based platforms, pose a threat in the traditional lead-acid battery solutions market.

Looking forward, we expect a huge opportunity for 2V standby business in Europe, Middle East, Africa, and South-East Asia markets. The market for 12V batteries will continue to expand in West Asia and the Middle East. The recent consolidation in competitive space in Europe has set in motion a de-risking approach with the major distributors looking at Exide as a potential partner.

However, the Ukraine war, the ensuing slowdown, and the escalating energy prices in the European markets pose considerable threats.

Risks and Concern

A recurring outbreak of COVID-19, like China's Covid 'Exit Wave', new SARS-CoV2 variants/ sub-variants could pose fresh challenges. There are additional threats of a looming global recession that may impact the world economy negatively. Even though a limited impact is expected in India, this could lead to weaker consumer sentiment and muted demand.

An escalation in energy/ raw material prices due to the ongoing conflict between Russia and Ukraine could have a cascading effect across commodities.

The Solar power industry has seen its fair share of challenges in 2022. Several solar projects were delayed because of the increased project costs and challenges around the supply chain, land availability, and timely power evacuation.

Conventional Integral Coach Factory (ICF)-design AC coaches of Mail/ Express trains are being replaced with Linke Hofmann Busch (LHB) design coaches in a phased manner. Since FY 2017-18, only LHB Coaches are being manufactured by the production units of Indian Railways. This trend can be seen in the Vande Bharat rakes, which require lithium-ion battery technology. This has led to gradual shrinkage in the market size for lead-acid batteries and consequently, reduction in the ticket size of the battery requirement.

The recent consolidation among European competitors has impacted demand owing to the shift in the buying strategy of some of our existing customers. Additionally, the recent withdrawal of Generalised System of Preferences (GSP) concession from European geographies has also introduced an element of uncertainty that can impact our overall competitiveness in Europe. Exide is taking steps to address these risks by acquiring new customers, entering new geographies, and diversifying the overall export customer base.

In response to the increase in commodity costs due to inflationary pressure, we have implemented a series of measures aimed at reducing and optimizing our costs across operations. Our focus on operational efficiencies has allowed us to identify areas where cost reductions can be made without compromising quality or safety. Additionally, we have adopted a calibrated pricing strategy that considers the current market conditions while ensuring our competitiveness.

Submarine Division

During the Financial Year (FY) 2022-23, the performance of your Company in the export market was satisfactory. In this period, we manufactured and delivered two sets of

submarine batteries, along with all accessories and spares for export to different countries. The batteries were delivered after the successful completion of all Factory Acceptance Tests (FAT) in the presence of the customer and with the prior permission of the Government of India.

In pursuit of new opportunities to expand the export business, Exide has been engaging actively with potential customers to promote its products. Globally, we compete with established international players as well as new entrants in this high-value arena. We are also continuing our efforts at innovation to enhance battery performance and add further value to the customer for gaining competitive advantage.

Due to inherent nature of the business, new opportunities are expected to fructify in the medium to long term.

Technology Upgrades

As in previous years, this year too, Exide's R&D engineers have come up with several new products and new technologies to meet emerging user needs. The overall direction has been towards the development of product solutions that address the net-zero aspirations of the generation. Accordingly, a great deal of emphasis has been placed on 'how to manufacture' – in addition to 'what to manufacture' -- so that the net load on the environment is reduced holistically. The R&D and manufacturing engineers have come together to examine every opportunity to reduce energy costs in the manufacturing cycle. Optimization of process cycle time, selection of low-cost energy sources, and introduction of low-energy consumption equipment have been key considerations in this effort. The results are major steps towards a reduced carbon footprint with lower manufacturing process costs.

First introduced in this country by Exide, punched plate technology in four-wheeler batteries has been a great success. The time has now come to extend this technology to batteries for two-wheelers. Continuous plate production and environment-friendly manufacturing are the twin themes of new-age two-wheeler battery manufacturing to ensure higher performance consistency at a lower cost.

As the automobile industry transforms to produce cleaner cars, the expectations from batteries have risen commensurately. Exide has kept pace by introducing Enhanced Flooded Battery (EFB) and Idle Stop Start (ISS) batteries for most vehicle manufacturers in the country. The demand is now shifting towards completely sealed AGM VRLA batteries for under-bonnet automobile applications in order to achieve improved fuel efficiency and ensure cleaner emissions. We are in the process of setting up manufacturing units for the production of such advanced batteries in the next financial year. The basic development at the prototype level has been completed and we intend

to formally introduce the batteries on a commercial scale during the coming year.

On the export front, a huge demand has been building up for advanced technology batteries for vehicles. Users, particularly from the Middle East, Far East, and North America, are demanding customized batteries with advanced features as per the priorities of their respective countries. Exide's design and plant engineers are working tirelessly to turn out batteries suited to specific customer requirements.

On the industrial front, Exide's traction cells have long established a top-of-the-mind place among global customers. During the year under review, our engineers took the traction technology one step further by launching the 'Opportunity Recharge Cell' (ORC) version which helps users with a limited budget, to find a material-handling solution with an extended duty cycle.

In the current year, Exide launched another game-changing traction technology to step further ahead of the competition. The resulting batteries have about 50% extra cycle life as compared to the conventional version and a warranted life of three years. The new configuration features superior design and modern, eco-friendly manufacturing technology at its core.

In the telecom sector, with the arrival of 5G networks, there is a growing demand for compact, high-performance sealed batteries for outdoor deployment. In a short space of time, our R&D engineers have been able to come up with a design package that is now deployed at various locations in the country.

Battery energy storage systems (BESS) are slowly emerging as the core of future stationary battery storage. Exide is therefore developing multiple solutions -- at different life and price points -- for future deployment. In a significant association with the Calcutta Electric Supply Corporation (CESC), a 400 KWH lead-acid storage system has been installed and commissioned in the outskirts of Kolkata city for a micro-grid duty cycle. The offered technology comprises Exide's advanced OPzV Tubular Gel product backed by an indigenously developed management system. The bank is in satisfactory duty now for more than nine months.

The drive towards the use of recycled lead has continued through the year as more and more lead and lead compound sourcing are being brought under the broad specification of recycled lead. Additionally, this year there

Exide engineers took traction technology a step further by launching 'Opportunity Recharge Cell (ORC) batteries with extended life cycle at a limited budget

has been a significant focus on recycled plastics. Although the numbers are still modest, we have set ambitious targets for the percentage of recycled plastics to be used in the coming years.

Information Technology & Digital Initiatives

The recent disruptions due to technology such as Open AI, ChatGPT, DALL-E, and other AI tools, have forced businesses to re-evaluate and adjust how they work. As a result, it is now necessary for all market segments to structurally re-invent their approach. This means that all functions must abandon their old ways in favour of fresh ones that are more transformative.

With the growing scale of the business, the Company is constantly focusing on innovation to enhance its operational efficiency, and resource optimisation to achieve important business goals. In FY 2022-23, Exide continued its innovation journey with a focus on digitally transforming and nurturing Exide's ecosystem to create sustainable value. During the year, Exide implemented predictive and rule-based AI systems across its dealership network with the intent to automate decision-making on process parameters and remove discretion, limitations, and estimation errors. The year also saw the successful implementation of key projects to optimise the logistics cost of both inbound and outbound operations. We also focused on upskilling the workforce and equipping them with the necessary tools to adopt and sustain the digital initiatives implemented during the year. We have taken all possible measures to ensure we are ready for any technology disruption.



Multiple layers of proactive controls are adopted to address the heightened concerns and consequences of cyber security threats resulting from rapid digitalization. This includes imparting regular training to the employees and conducting cyber security examinations, investment in multi-layer firewalls, ongoing mock drills, periodic penetration assessment tests, testing of backup servers readiness, establishing a 24x7 security operations centre for real-time monitoring of threats, digitally signed email and data loss prevention tools, as well as ISO 27001 certification.

Some of our digital initiatives include the implementation of conversational artificial intelligence, the use of video analytics to enhance security and monitor operations, the adoption of drone technology for surveillance, and the implementation of augmented reality to enhance training and customer experiences. These initiatives can potentially reduce future costs by improving process efficiency, reducing manual labour, and enhancing customer satisfaction for increased loyalty and repeat business. By embracing innovative technologies, we are positioning ourselves to be more competitive, agile, and adaptable in the changing market conditions.

Driving a sustainable business

Your Company is committed to the Environmental, Social & Governance (ESG) goals for creating sustainable long-term value for all its stakeholders. With sustainability at the core of the Company's strategy, it has built-in processes and initiated measures that make it a force for good: ensuring responsible business conduct and the overall well-being of its employees and communities.

In sync with Exide's sustainability vision, we endeavour to demonstrably contribute in a socially, ethically, and environmentally responsible way to develop a society where the needs of all are met. The Company is supported by a sustainability framework based on focus areas across various ESG facets, and all sustainability interventions broadly fall under these focus areas. Exide consistently aims to achieve targets set under each focus area. We remain cognizant of the needs of the dynamic world and are aligned to making it a better place for the wider community.

The second Sustainability Report, which includes the Company's performance in line with the Global Reporting Initiative (GRI) framework for the period 1st April 2022 to 31st March 2023 is published separately. The Company has also provided the requisite mapping of principles of the National Guidelines on Responsible Business Conduct to fulfil the requirements of the Business Responsibility and Sustainability Report (BRSR) as per SEBI's directive. It is

available on your Company's website and can be accessed by using the link - <https://www.exideindustries.com/investors/annual-reports.aspx>

Highlights of Performance

Your Company recorded net sales of ₹ 14,592 crore in 2022-23, against ₹ 12,410 crore in the previous year. The profitability of your Company was adversely impacted due to unprecedented input cost inflation, as a result of which the raw material prices remained high throughout the year. The prevailing high logistics cost and supply chain disruption also affected the profitability of the Company. As a result, Profit before depreciation, finance cost & tax expenses (EBITDA) grew to ₹ 1,568 crore from ₹ 1,398 crore and Profit Before Exceptional Items and Tax grew from ₹ 1,026 crore to ₹ 1,215 crore with a growth of 18.4%.

Standalone Financial Results

Financial Results	2022-23	2021-22
Revenue from operations	14,591.93	12,410.13
Other income	132.39	80.46
Total Income	14,724.32	12,490.59
Profit before depreciation, finance cost, tax expenses & exceptional item	1,700.40	1,478.73
Less: Depreciation and amortisation expenses	455.78	413.14
Less: Finance cost	29.53	39.42
Profit Before Exceptional Item and Tax	1,215.09	1,026.17
Exceptional income/(expense)	-	4,693.75
Profit Before Tax	1,215.09	5,719.92
Less: Tax expenses	311.46	1,035.59
Profit After Tax	903.63	4,684.33
Other Comprehensive Income	(291.98)	(801.29)
Total Comprehensive Income for the year	611.65	3,883.04
Balance brought forward	10,513.10	6,800.06
Making a total of	11,124.75	10,683.10
Out of this, appropriations are:		
Interim Dividend for 2021-22 (200%)	-	170.00
And leaving a balance of (which is carried forward to next year)	11,124.75	10,513.10

Transfer to Reserves

The Board of Directors has decided to retain the entire profit as retained earnings. Accordingly, the Company has not transferred any amount to the reserves for the year ended 31st March 2023.

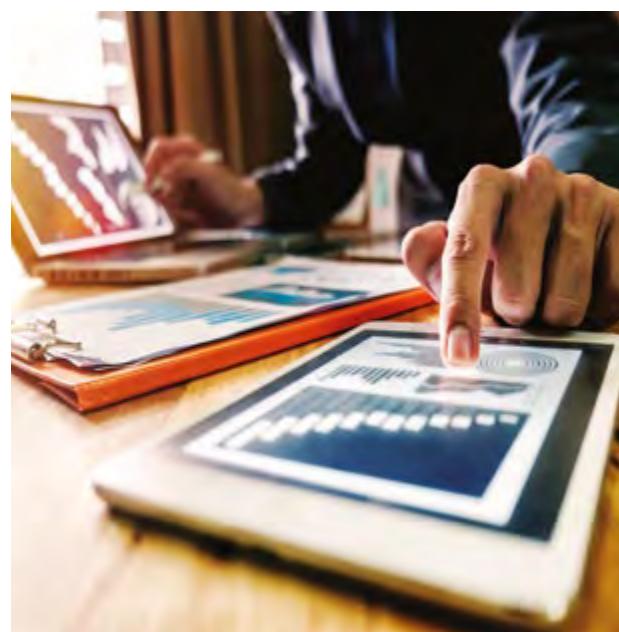
Consolidated Financial Statements

As required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, (SEBI Listing Regulations) and in line with the Indian Accounting Standard (Ind-AS) 110, the Consolidated Financial Statements (CFS) of the Company, its subsidiaries, and Associates form part of the Annual Report and are reflected in the Consolidated Financial Statements of the Company. These statements have been prepared based on the Audited Financial Statements received from the subsidiary companies and associates, as approved by their respective Boards.

The separate audited financial statements in respect of each subsidiary company and associates are available on the website of the Company at: <https://www.exideindustries.com/investors/annual-reports.aspx>

Dividend

The Board of Directors of the Company approved a Dividend Distribution Policy on 25th January 2017, in accordance with the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Policy is described and annexed at the end of the Boards' report and is also available on the Company's



website: <https://www.exideindustries.com/investors/governance-policies.aspx>

In terms of the Policy, equity shareholders of the Company may expect dividends if the Company has surplus funds for the declaration of dividends, after taking into consideration the relevant internal and external factors enumerated in the Policy.

In line with the said Policy, the Board of Directors has recommended a final dividend of 200% i.e. ₹ 2.00 per equity share of face value of ₹ 1/- each of the Company, for the year ended 31st March 2023, subject to the approval of the Members at the ensuing Annual General Meeting. This dividend payout ratio works out to 19% of the net profit after tax for the year ended 31st March 2023. The total outflow on account of equity dividend will be ₹ 170 crore, vis à vis ₹ 170 crore in FY 2021-22.

Share Capital

The paid-up equity share capital as on 31st March 2023 was ₹ 85 crore divided into 85,00,00,000 equity shares of the face value of ₹ 1 each.

During the year, the Company did not issue any shares with differential rights or convertible securities. The Company does not have any scheme for the issue of shares, including sweat equity to the employees or directors of the Company. The Company does not have a scheme for the purchase of its shares by employees or by trustees for the benefit of employees.

Change in the nature of the business, if any

During the year, there was no change in the nature of the business of the Company. Further, there was no significant change in the nature of business carried on by its subsidiaries. However, with the merger of the wholly owned subsidiary, Chloride Power Systems & Solutions Limited with your Company w.e.f. 29th March 2023, Exide will have a unified interface with customers for offering complete DC power solutions for industrial customers by manufacturing industrial battery chargers, DC power solutions, and solar power systems in India. This will ensure on-time supplies, efficiency of management, and maximum value for the shareholders.

Deposits

During the year under review, the Company did not accept any deposits from the public within the ambit of Section 73 of the Companies Act, 2013 (Act), and the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof) for the time being in force.

Particulars of Loans, Guarantees or Investments

The Company has not granted any loans or provided any guarantee or security pursuant to Section 186 of the Act except the corporate guarantee of ₹ 2000 cr. to its wholly owned subsidiary, Exide Energy Solutions Limited. The details of investments and guarantees made by the Company during the year under review have been disclosed in the financial statements under Notes 5 and 10.

Material Changes and Commitments

There have been no material changes after the close of the Company's financial year to which the financial statements relate and before the date of this report.

Key financial ratios

Under the SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018, the Company has to give details of significant changes (i.e. change of 25% or more as compared with the immediately previous financial year) in key sector-specific financial ratios, including debtors turnover, inventory turnover, interest coverage ratio, current ratio, debt-equity ratio, operating profit margin (%) and net profit margin (%) and details of any change in Return on Net Worth as compared with the immediately previous financial year along with a detailed explanation thereof.

Return on Net Worth for the financial year 2022-23 was 8.29% as compared to 53.59% in the previous year, which included profit from Exceptional Item on account of sale of Exide Life Insurance Company Limited shares of ₹ 3,919 crore (after tax) in the previous year 2021-22. Return on Net Worth from operations for the financial year 2022-23 was 14.1% as compared to 11.3% in the previous year due to significant growth in business volume.

Net Profit margin for the financial year 2022-23 was 6.19% as compared to 37.75% in the previous year, which included profit from Exceptional Item on account of sale of Exide Life Insurance Company Ltd shares. Net profit margin from operations excluding Exceptional Item during the previous year was 6.16%.

To note, all the above ratios have been disclosed in the notes to financial statements, as required by amendment notification dated 24th March 2021, in Division II of Schedule III to the Companies Act, 2013 and Companies (Audit & Auditor) Amendment Rules, 2021.

Your directors draw your attention to note no. 48 of the financial statements that set out key financial ratios.

Auditors

Statutory Auditors and their Report

BSR & Co. LLP, Chartered Accountants (Registration No: 101248W/W-100022), were re-appointed as Statutory Auditors of the Company at the Annual General Meeting held on 22nd September 2022, for a second term of five consecutive years, till the conclusion of the 80th Annual General Meeting of the Company.

Cost Auditors

Under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 (as amended), the cost records maintained by the Company in respect of the products manufactured by the Company are required to be audited. Your directors, on the recommendation of the Audit Committee, have appointed Mani & Co., Cost Accountants (Registration no. 000004), to audit the cost records of the Company for the financial year 2023-24 at a remuneration of ₹ 10,00,000/- (Rupees Ten Lakh only) plus out-of-pocket expenses and taxes as applicable.

A resolution regarding the ratification of the remuneration payable to Mani & Co., Cost Accountants, forms part of the Notice convening the 76th Annual General Meeting of the Company.

Secretarial Auditors & their Report

Pursuant to the provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Anjan Kumar Roy & Co., Practising Company Secretaries (FCS: 5684/CP No:4557), to audit secretarial and other related records of the Company for the financial year 2022-23. The Secretarial Audit Report is given as **Annexure-I**.

Secretarial Audit of Material Unlisted Subsidiary Company

M/s Anjan Kumar Roy & Co., Practising Company Secretaries, had undertaken a Secretarial audit of the Company's material subsidiary, Chloride Metals Limited, for the financial year 2022-23. The Audit report confirms that the material subsidiary has complied with the provisions of the Act, Rules, Regulations and Guidelines, and that there were no deviations or non-compliance. As required under Regulation 24A of the SEBI Listing Regulations, the report of the Secretarial Audit is given as **Annexure IA**.

Annual Secretarial Compliance Report

During the period under review, the Company has complied with the applicable Secretarial Standards notified by the Institute of Company Secretaries of India. The Company has also undertaken an audit for FY 2022-23, in line with SEBI circular no. CIR/CFD/CMD/I/27/2019 dated 8th February 2019, for all applicable compliances, in line with the SEBI Listing Regulations and circulars/guidelines issued thereunder. The Annual Secretarial Compliance Report will be submitted to stock exchanges within 60 days of the end of the financial year 2022-23.

Auditors' Qualifications, Reservations or Adverse Remarks or Disclaimers made

There are no qualifications, reservations or adverse remarks by the statutory auditors in their report, or by the Practising Company Secretary in the secretarial audit report. The emphasis of matter and the key audit matters paragraphs are self-explanatory and require no clarification.

During the year, there were no instances of fraud reported by auditors under Section 143(12) of the Act.

Business Responsibility & Sustainability Report

The Company is committed to pursuing its business objectives ethically, transparently, and with accountability to all its stakeholders. We believe in demonstrating responsible behaviour while adding value to society and the community, as well as in ensuring environmental well-being from a long-term perspective.

Pursuant to Regulation 34(2)(f) of SEBI Listing Regulations, the Company voluntarily prepared the Business Responsibility & Sustainability Report for the year 2021-22. The report for FY 2022-23 is given in **Annexure-II**.

Corporate Governance

Transparency is the cornerstone of Exide's philosophy and your Company adheres to all requirements of corporate governance in letter and spirit. All the Committees of the Board of directors meet at regular intervals as required in terms of SEBI Listing Regulations. The Board of Directors has taken the necessary steps to ensure compliance with statutory requirements. The directors, key management personnel, and senior management personnel of the Company have complied with the approved 'Code of Conduct for Board of Directors and Senior Management Personnel'. A declaration to this effect, according to Schedule V of the SEBI Listing Regulations, signed by the Managing Director and CEO of the Company, forms part of the Annual Report.

The Report on Corporate Governance as required under Regulation 34(3), read along with Schedule V of the SEBI Listing Regulations, is given in **Annexure-III**. The Auditors' Certificate on compliance with corporate governance norms is also attached to this Report. Furthermore, as required under Regulation 17(8) of SEBI Listing Regulations, a certificate from the Managing Director & CEO and Director-Finance & CFO is being annexed with this Report.

Business Excellence

Your Company has implemented a comprehensive Total Quality Management (TQM) program for scaling up performance. There is considerable focus on improving the operating KPI and cost savings through the effective integration of TQM practices with functions. The proven capability of the organization in TPM and Quality Circle has been leveraged to deliver impactful projects.

Capability development in all facets of the organisation is also one of the priority areas. Training, workshops & capability assessments have undergone significant changes over the last few years. In view of various transformations taking place across functions, we have converged our attention into building cutting-edge knowledge to meet emerging requirements on key capability areas.

During the year, there were notable upgrades in the system and standards, as well as external certifications and the addition of new certifications to keep the customers assured and best practices absorbed. The Company has achieved new certifications in Energy Management Systems (ISO 50001) while successfully sustaining existing certifications such as IATF 16949, ISO 9001, ISO 45001 & ISO 14001 Standards.

The focus areas of TQM and business excellence during the year were operational excellence, competitive capability, capability development, TQM score framework, and TQM. During the year, TQM & Business Excellence drives for supplier partners were conducted through an online assessment and onsite audit.

Over the last year, there has been double-digit growth in project magnitude impacting both operational KPI and cost savings.

Awards & Accolades

Best-in-class approach, process and technology is a way of life at Exide. For external benchmarking on capability, the Company, during the year under review, has significantly accelerated the magnitude, pace, and focus by participating in various awards and recognition programmes. This has

resulted in winning a larger number of awards during the year as compared to previous years.

Summarised below are some of the Awards conferred to Exide during the year:

TQM & Business Excellence

- Golden Peacock Excellence Award 2022 -- Leadership for Business Excellence
- Quality Leadership Award for integrated all-out performance from Quality Circle Forum of India
- Kaizen Platinum Award, CII National Kaizen Competition
- Quality Award, Manufacturing Today

Safety & Environment

- India Green Manufacturing Challenge Award
- Best Company in Innovative Energy Management Control

Sustainability & CSR

- Golden Peacock Award 2022 for Sustainability
- The Economic Times Sustainable Organizations 2022
- Manufacturing Today Award for Excellence in CSR
- 7th CSR Excellence Award, ICSI

HR & Leadership

- HR Excellence Award, QCFI
- Power Brand of Atmanirbhar India from Sammarg Business Award

IT & Infrastructure

- Technology Excellence Award – Analytics Implementation (IBM & Quantic)
- Technology Excellence Award – Best Technology of the Year, Infrastructure (Organised by HP & Quantic)
- Tech Senate Award 2022, Big Data & Analytics, Indian Express Group
- Cyber Security Excellence Award 2022 (Z Scaler & Quantic)

Occupational Health, Safety and Environment

Exide places utmost importance on the safety of its employees and assets, as well as the protection of the environment through various initiatives in areas of sustainability. The Company has implemented best-in-class Employee Health & Safety (EHS) procedures for ensuring and improving the safety of employees and their surroundings.

During the year under review, all of our manufacturing plants, regional marketing offices, corporate offices, and research facilities were certified for ISO 45001, the international standard for occupational health and safety, and ISO 14001, the international standard for environmental management by reputed global certification body.

We are committed to providing safe working places for our employees. For this, we have implemented various initiatives, one of which is identifying approximately 70 Safety Champions at our manufacturing sites across India. Safety Champions have the responsibility to promote a safety culture among workers through education, monitoring, and identification of near misses for preventing adverse incidents. Total Productive Maintenance (TPM), Safety Health and Environment (SHE) pillar approach is followed to implement the best practices of safety in our organization.

Safety structures and protocols have also been implemented in the regional offices where EHS committees drive the culture of safety. These committees are working towards improving the safety of those employed in sales and service.

We are committed to utilizing natural and man-made resources in an optimal and responsible manner to ensure the sustainability of resources by reducing, reusing, recycling, and managing waste. We regularly monitor and



70 Safety Champions promote safety culture among workers through education, monitoring and identification of near misses

prevent pollution through waste minimization at the source; recovery/treatment of emissions, and conservation of energy. Greenhouse Gas (GHG) emissions are being monitored and improvements are made to reduce environmental damage.

Reduction in hazardous waste is a focus area at Exide. Various steps such as reducing the usage of plastic, reduction in raw material consumption through design changes, and yield improvement through superior products and processes are being undertaken.

Audits are conducted by corporate teams to assess the health of safety practices on a quarterly basis. The gaps identified by these audits are closed on a priority basis to make workplaces safe and secure.

All employees, suppliers, and visitors are made aware of and trained on the Company's EHS practices through regular sessions. Non-managerial workers are made part of safety committees, which initiates appropriate actions for improving the EHS culture for the direct benefit of all employees.

To conclude, Exide follows industry-accredited best practices in health, safety, and environment-related aspects to constantly set higher benchmarks -- and strives to exceed the same.

Corporate Social Responsibility

Exide's commitment to creating significant and sustainable societal value is manifested in Corporate Social Responsibility (CSR) initiatives that focus on the most vulnerable sections of society. The CSR framework demonstrably contributes towards holistic and sustainable development of communities who live in the neighbourhood of our operations.

Exide's CSR is governed by a Board-driven policy that is aligned with section 135 of the Companies Act and rules made thereunder. The CSR policy provides guidelines for CSR planning, budgeting, preparation of annual action plans, impact assessment of CSR interventions, monitoring, selection of ongoing projects, treatment of unspent CSR funds (if any), and the role of implementing agency.

The CSR policy of the Company is available on the Company's website <https://www.exideindustries.com/sustainability/>. The CSR plan for the year 2022 – 23 is available on the Company's website <https://docs.exideindustries.com/pdf/approved-csr-project-22-23.pdf>.

In compliance with section 135 of the Companies Act and the CSR policy of Exide, the Company has constituted a CSR committee comprising 4 members. During the year the

CSR committee met four times to deliberate, recommend and monitor the progress of CSR interventions. Details of the CSR committee are available on the Company's website <https://www.exideindustries.com/about/board-committees.aspx>

The disclosures, as mandated under Rule 8 of the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 are placed in **Annexure-IV**.

The executive summary of the Impact Assessment Report of the Company's CSR interventions is placed along with Annexure IV. The detailed Impact Assessment Report is available on the Company's website <https://www.exideindustries.com/sustainability/>

The Company spent ₹ 2134.70 lakh towards its CSR activities against the obligation of ₹ 2132.03 lakh in the year 2022-23.

During the year Exide implemented CSR interventions aligned to the identified themes of:-

- Promoting Education (through *Exide Akshar*),
- Promoting Better Health Outcomes (through *Exide Aaroga*),
- Promoting Employability (through *Exide Kaushal*),
- Empowering Communities (through *Exide Saksham*) and
- Protecting Environment (through *Exide Paryavaran*).



The CSR activities of the Company are estimated to have positively impacted over 3.1 Lakh people. More than 80% of our beneficiaries are from less privileged and vulnerable sections of the society.

Even as the world emerged from the Covid pandemic a significant challenge remained in the form of learning losses for children and livelihood losses for adults. Therefore 75% of Exide's CSR spent during the year 2022-23 was devoted to these two causes. The most significant was a school transformation project in 41 government and charitable schools. The mission was to upgrade classrooms to smart classes, modernise water, sanitation, and health (WASH) facilities and establish STEM laboratories for sharpening science and mathematical skills. The school transformation projects undertaken by the Company positively impact more than 40,000 students. It is spread across 7 districts in 4 states. We also facilitated infrastructure upgrades and development in 20 schools, in 8 districts of 6 states.

Another initiative we are proud of is the Marrow Donor Registry India. This has enabled the registration and profiling of more than 60,000 voluntary marrow donors. Bone Marrow donation is the best chance of survival and treatment for many patients suffering from life-threatening diseases like leukaemia, lymphoma, other cancer, sickle cell anaemia, etc. The registration and profiling will enable many patients to easily reach out to matching donors and get quick treatment. The initiative has already saved 18 precious lives.

Under Exide Excellence Program, your Company has continued to support the scholastic endeavour of 150 girls (shalinis) through scholarships, career-boosting infusions, and more than 600 hours of mentorship from officials of Exide.

Through our Exide Paryavaran project, more than 20,000 individuals are positively impacted. The initiative includes rejuvenation and restoration of ponds, protection of flora and fauna, etc., which has a cascading effect on the lives and livelihoods of the local communities.

Besides the above-mentioned interventions, Exide has implemented many other highly impactful projects, aligned to the identified core themes to create a shared value for all stakeholders.

The CSR activities of the Company are estimated to have positively impacted over 3.1 Lakh people

Internal Controls

A robust internal control framework is essential for sustainable growth. Exide has an independent Internal Audit department, assisted by a reputed external firm, for carrying out the internal audit reviews. The Internal Audit's scope and authority stem from the Audit Committee's approved Internal Audit Charter. The Internal Audit controls operate alongside a robust risk management framework, mutually reinforcing each other's efforts.

Audit reviews are conducted on an ongoing basis, following an audit committee-approved comprehensive, risk-based audit plan. Periodically, the Audit Committee is presented with a summary of significant audit observations and follow-up actions thereon.

The Company's internal financial controls framework is based on the 'three lines of defence' model. Exide has ensured compliance with Section 134(5)(e) of the Companies Act 2013 by implementing a strong system and framework for internal financial controls. The framework includes various measures such as entity-level policies, process control, IT general controls, and standard operating procedures (SOPs) to ensure internal controls over financial reporting.

The entity-level policies include anti-fraud policies such as a Code of Conduct and Whistle-Blower policy, along with other policies like Insider Trading policy, DOA, HR policy, and IT security policy, to bolster the internal control systems. These internal controls are reviewed by the senior management as well as internal auditors periodically.

The Audit Committee has evaluated the design and effectiveness of these controls and found no significant material weaknesses or deficiencies that could impact financial reports.

On the strength of these controls and systems, your directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, state that your Company's internal control systems are commensurate with its size and scale of operations and that they are designed to provide reasonable assurance that the Company's financial statements are reliable and prepared according to the law. To continually improve these internal controls, the Company has established a well-defined system of internal audits to independently review and strengthen them.

Vigil Mechanism/Whistle-Blower Policy

Exide has a Whistle-Blower Policy that offers a formal mechanism for its directors, employees, and other

stakeholders to report genuine concerns about unethical behaviour, actual or suspected, fraud, or violation of the Company's Code of Conduct in accordance with the provisions of the Act, read with the Companies (Meeting of Board and its Powers) Rules, 2014, and SEBI Listing Regulations. It contains a reporting mechanism, how all reported concerns are dealt with, the confidentiality of the investigations and processes, protection of the whistleblower against any retaliation, guidelines for retention of records during the investigation/ reporting of the case, etc.

The policy provides for adequate safeguards against victimisation of persons who use such a mechanism. It provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. The Company has a dedicated email address for reporting such concerns at ethics@exide.co.in. Your Company investigates any incident that is reported and takes suitable action in line with the Whistle-Blower Policy. It is affirmed that no personnel of the Company was denied access to the Audit Committee. The Audit Committee of the Board oversees the vigil mechanism.

The policy is available on the website:<https://www.exideindustries.com/investors/governance-policies.aspx>

Subsidiaries, Joint Ventures and Associates

A statement containing the salient features of financials of subsidiaries and associates of the Company, in the prescribed Form AOC-1, is part of the Consolidated Financial Statement. This form highlights the financial performance of each subsidiary and associate company along with their contribution to the overall performance of the Company pursuant to Rule 8(1) of the Companies (Accounts) Rules, 2014. The report is not repeated here for the sake of brevity.

In line with Section 136 of the Act, the financial statements of the subsidiary and associate companies will be available for inspection up to the date of AGM. Members can inspect these by sending an email to cosec@exide.co.in.

Any member who wants a copy of the financial statements may write to the Company Secretary at the registered office of the Company. The financial statements including the Consolidated Financial Statement (CFS) and all other documents required to be attached to this report have been uploaded on the website of the Company at www.exideindustries.com.

Exide Industries Ltd. had seven subsidiaries and two associate companies as on 31st March 2023. During the

year under review, Chloride Power Systems & Solutions Limited ("CPSSL"), erstwhile wholly-owned subsidiary, merged with the Company vide Hon'ble National Company Law Tribunal, Kolkata Bench order dated 17th February 2023, read with rectified order dated 22nd February 2023. The Scheme of Amalgamation has become operative and CPSSL, Transferor Company ceased to exist from the effective date upon filing the order with the Registrar of Companies, Kolkata, on 29th March 2023.

The acquisition has been successfully turned around and integrated with the operations of Exide.

Chloride Metals Limited



Chloride Metals Limited (CML) is a secondary smelting and refining company that is a wholly owned material subsidiary company of Exide. It plays a strategic role in backward integration and meets the lead and lead alloy requirements of the Company. The subsidiary is in line with the concept of circular economy. The scrap batteries are collected from dealers, recycled and the recovered lead is sent to Exide to produce new batteries.

CML has a national presence with manufacturing units in the states of Karnataka (Malur), Maharashtra (Markal), and West Bengal (Haldia) with state-of-the-art machinery and technology to boost eco-friendly production of lead. Chloride Metals Limited production capabilities are backed by an immaculate design engineering cell, and tested at the quality control department to conform to Exide's exacting material standards. The R&D team keeps the Company abreast with new technologies and the product mix is tailored to suit the required specifications by qualified engineers and metallurgists. The total installed capacity of CML is 2,52,000 tonnes a year.

During the year, your Company invested ₹ 57 crore in the equity share capital of CML for setting up a greenfield project at SUPA, Maharashtra.

CML is a secondary lead smelting and refining company and plays a strategic role in backward integration for Exide

Exide Energy Private Limited



Known by its Nexcharge brand, **Exide Energy Private Limited** (formerly known as Exide Leclanche Energy Private Limited) is a subsidiary of Exide, which started in

2018 as a joint venture between Exide Industries Limited and Leclanché SA of Switzerland ("LSA"). The Company is in the business of developing and manufacturing lithium-ion-based modules and packs with Battery Management Systems (BMS) for e-mobility (EV) as well as stationary power application.

Nexcharge has received substantial commercial orders for its various verticals such as 2-wheeler, 3-wheeler, commercial vehicles, and telecom for execution in the next 2 years. It has successfully developed 2-wheeler and 3-wheeler batteries that demonstrate superior thermal management along with multiple protective control features to safeguard the battery from adverse climatic conditions or abuse. An in-built testing facility for the cells and battery packs and automated production lines turn out premium quality batteries that are safe as well as durable.

Nexcharge is also focusing on developing its own Battery Management System (BMS) for transport as well as industrial applications. They have successfully completed the prototypes and are now moving towards finalizing Standard Operating Protocols (SOPs) within the next 6 months.

On 4th November 2022, Nexcharge bought back the entire paid-up and issued equity shares held by "Leclanche S.A." ('LSA') through a buy-back scheme. It has therefore become a wholly owned subsidiary of Exide Industries Limited. Consequently, the name of the company was changed from Exide Leclanche Energy Private Limited to Exide Energy Private Limited w.e.f. 4th January 2023. The registered office of the Company was also shifted from the state of Gujarat to the state of West Bengal.

During the year 2022-23, your Company invested ₹ 25 crore through 0.01% Compulsorily Convertible Preference Shares (CCPS) in Nexcharge to meet funding requirements.

Exide Energy Solutions Limited



Exide Energy Solutions Limited (EESL) was incorporated on 24th March 2022, as a wholly owned subsidiary of Exide Industries Limited in the state of West Bengal. The main object of the Company is to carry on the business of manufacturing battery cells of advanced chemistry and form factor, including but not limited to cylindrical, pouch, and prismatic, (the "Battery Cells"), as well as manufacturing, assembling, selling battery modules, battery packs and other related activities.

The Company represents a significant step to strengthen Exide's position in the emerging lithium-ion battery market. Its greenfield factory spread over 80 acres of land at the

Hi-Tech Defense & Aerospace Park Phase 2, Bengaluru, is designed to produce technology-leading lithium-ion batteries to meet EV & Industrial requirements. In view of this objective, EESL has entered into a multi-year technical collaboration agreement with SVOLT Energy Technology Co. Ltd (SVOLT), a global technology company that makes and develops lithium-ion batteries and battery systems for EVs as well as for energy storage. In addition to technology, SVOLT is providing support for setting up the plant on a turnkey basis. It will also set up a state-of-the-art R&D lab and pilot line to support new product development for the Indian market.

EESL has secured all necessary permissions to initiate construction activity, including environment clearance, fire NOC, building height and Consent to Establish. Site-enabling work for construction is expected to be largely completed by April 2023. Post receipt of all necessary approvals, EESL has onboarded leading construction vendors for civil & PEB works. On-ground construction activity has been initiated and foundation-laying work is in progress. Site progress is on target to achieve SOP by the second half of FY 2024-25.

As on date of this report, EESL has recruited close to a 50 member team, comprising experienced and senior personnel and has strengthened all key functions to support project execution and delivery such as R&D, sales, procurement, facility, quality, IT, HR & others.

During the year 2022-23, your Company invested around ₹ 715 crore through equity in EESL for setting up the greenfield unit.

Amalgamation of Exide Energy Private Limited with Exide Energy Solutions Limited

During the year under review, the Board of Exide Energy Private Limited ("Transferor Company") and Exide Energy Solutions Limited ("Transferee Company"), wholly owned subsidiaries of Exide Industries Limited, (collectively, the "Amalgamating Companies"), have approved the Scheme of Amalgamation involving the merger of both the Companies. The Scheme is subject to the receipt of approval from the requisite majority of shareholders and creditors of the amalgamating parties (unless dispensed with), approval by the Kolkata bench of the National Company Law Tribunal (NCLT), having jurisdiction over the Amalgamating Companies, and such other approvals, permissions, and sanctions by regulatory and other statutory / quasi-judicial authorities, as may be necessary. A joint application in this regard has been submitted to the Kolkata bench, NCLT in the financial year 2023-24.

Subsidiary Monitoring Framework:

All the subsidiary companies of Exide Industries Limited are board-managed with their boards having the rights and obligations to manage such companies in the best interests of their stakeholders. As a majority shareholder, your Company nominates its representatives on the Board of subsidiary companies and monitors the performance of such companies, *inter alia*, by the following means:

- a) The financial results along with the investments made by the unlisted subsidiaries are placed before the Audit Committee and the Exide Board, quarterly;
- b) A copy of the minutes of the meetings of the Board of Directors of the Company's subsidiaries are circulated, along with the agenda papers, to the Exide Board;
- c) A summary of the minutes of the meetings of the Board of Directors of the Company's subsidiaries is circulated to the Exide Board, quarterly;
- d) A statement containing all significant transactions and arrangements entered into by the subsidiary companies is placed before the Exide Board;

Exide Industries has one material subsidiary i.e. Chloride Metals Limited whose income is more than 10% of the consolidated income of the Company during the previous financial year. A policy for the determination of material subsidiaries has been formulated and has been posted on the Company's website <https://www.exideindustries.com/investors/governance-policies.aspx>

Annual Return

In terms of Section 92(3) of the Companies Act, 2013, and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the Company's website at the link: <https://www.exideindustries.com/investors/annual-reports.aspx>

Directors and Key Managerial Personnel

During FY 2022-23, Members of the Company approved the re-appointment of Mr Surin Kapadia (DIN 00770828) as an Independent director of the Company for five years with effect from 25th October 2022 to 24th October 2027, whose office shall not be liable to retire by rotation.

Mr Sridhar Gorthi (DIN 003535824) was appointed as Independent director for a term of five years with effect from 29th July 2022 to 28th July 2027, whose office shall not be liable to retire by rotation.

Mr R B Raheja (having DIN 00037480) retires by rotation under the provisions of the Companies Act, 2013, and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting.

Necessary information under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard 1 (SS-1) issued by Institute of Company Secretaries of India (ICSI), regarding directors to be re-appointed at the forthcoming Annual General Meeting, is given in the Annexure to the Notice convening the Annual General Meeting.

None of the directors of your Company is disqualified from being appointed as directors, as specified in Section 164(1) and Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of directors) Rules, 2014.

During the year under review, the following directors/executives served as Key Managerial Personnel of the Company:

- Mr Subir Chakraborty, Managing Director & CEO
- Mr A K Mukherjee, Whole-time Director (Director-Finance & CFO)
- Mr Arun Mittal, Whole-time Director (Director-Automotive)
- Mr Avik Roy, Whole-time Director (Director-Industrial)
- Mr Jitendra Kumar, Company Secretary & President-Legal & Corporate Affairs

Declaration of Independence

In line with Section 149(7) of the Act, each independent director has confirmed to the Company that he or she meets the criteria of independence laid down in Section 149(6) of the Act and complies with Rule 6(3) of the Companies (Appointment and Qualifications of directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations. There has been no change in the circumstances affecting their status as Independent directors of the Company. Furthermore, they have affirmed compliance with the code of conduct for independent directors as prescribed in Schedule IV of the Act.

Board Evaluation

Pursuant to the provisions of the Act and SEBI Listing Regulations, the performance evaluation of the Board as a whole, and the Chairman and the Non-independent directors was carried out by the Independent directors. This exercise was carried out following the Nomination and Remuneration Policy framed by the Company within the framework of applicable laws.

The Board carried out an annual evaluation of its performance and also evaluated the working of its committees and individual directors, including the Chairman of the Board. The performance evaluation of all the directors was carried out by the Nomination and Remuneration Committee. The questionnaire and the evaluation process were reviewed in line with the SEBI guidance note on Board evaluation dated 5th January 2017, and suitably aligned with the requirements.

The purpose of the Board's evaluation is to achieve consistent improvements in the governance of the Company at the Board level with the participation of all concerned in an environment of harmony. The Board acknowledges its intention to establish and follow 'best practices' in Board governance in order to fulfil its fiduciary obligations to the Company. The Board believes that the evaluation will lead to a closer working relationship among Board members, greater efficiency in the use of the Board's time, and increased effectiveness of the Board as a governing body.

While evaluating the performance and effectiveness of the Board, various aspects of the Board's functioning, such as adequacy of the composition and quality of the Board, time devoted by the Board to the Company's long-term strategic issues, the quality and transparency of Board discussions, and execution and performance of specific duties, obligations, and governance were taken into consideration. Committee performance was evaluated on their effectiveness in carrying out respective mandates, composition, the effectiveness of the committees, the structure of the committees and meetings, independence of the committee from the Board, and its contribution to decisions of the Board. A separate exercise was carried out to evaluate the performance of independent directors including the Chairman of the board, who were evaluated on parameters such as level of engagement and contribution to Board deliberations, independence of judgement, safeguarding the interests of the Company, focus on the creation of shareholder's value, ability to guide the Company in key matters, attendance at meetings, etc.

The following comments, inter alia, were received during the Board evaluation:

- The Company is transparent, and endeavors to follow good corporate governance practices;
- All significant issues are brought to the Board. The agenda and proceedings are well-structured and focused;
- The Board is balanced and diverse views are expressed freely;

- The quality, quantity, and timeliness of the flow of information between the management and the Board is satisfactory;
- The management responds to the queries and requests, whenever sought, in a timely manner;
- Increased frequency of the Risk Management Committee meetings helped to bring rightful attention to the important topics of risk;
- The cohesive working of other Board committees was appreciated.

Considering the success of the Company in most spheres, and the value delivered to all its stakeholders, it is evident that the directors have been diligent, sincere and consistent in the performance of their duties. The directors expressed their satisfaction with the evaluation process.

Nomination & Remuneration Policy

Following the provisions of Section 178(3) of the Act and the SEBI Listing Regulations, Exide has a Nomination and Remuneration policy in place. The objectives and key features of this Policy are:

- (a) Formulation of the criteria for determining qualifications, positive attributes of directors, key managerial personnel (KMP), senior management personnel and also the independence of independent directors
- (b) Aligning the remuneration of directors, KMPs and senior management personnel with the Company's financial position, remuneration paid by its industry peers, etc
- (c) Performance evaluation of the Board, its committees and directors including independent directors
- (d) Ensuring Board diversity
- (e) Identifying persons who are qualified to become directors and who may be appointed to senior management, in line with the criteria laid down
- (f) Directors' induction and continued training

The Nomination and Remuneration Policy is available on the Company's website under the link:<https://www.exideindustries.com/investors/governance-policies.aspx>

Meetings

The Board meets at regular intervals to discuss and decide on Company's business policy and strategy apart from other items of business. The Board exhibits strong operational oversight with regular presentations by business

heads to the Board. The Board and committee meetings are pre-scheduled and a tentative annual calendar of Board and committee meetings is circulated to the directors well in advance to help them plan their schedule and to ensure meaningful participation at the meetings.

During the year under review, six (6) Board meetings and six (6) Audit Committee meetings were convened and held, the details of which are given in the Corporate Governance report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The details of the constitution of the Board and its Committees are given in the Corporate Governance report.

Compliance with the Code of Conduct for the Board of Directors and Senior Management Personnel

All directors and senior management personnel have affirmed compliance with the Code of Conduct for the Board of Directors and Senior Management Personnel. A declaration to that effect is attached to the Corporate Governance report.

Compliance with Secretarial Standards on Board and Annual General Meetings

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings.

Approach to Risk Management

Risk management is integral to your Company's strategy and to the achievement of long-term goals. Our organization understands that identifying and capitalizing on business opportunities and market trends is crucial to its business. Therefore, we have implemented a comprehensive risk management framework that places a strong emphasis on assessing both risks and opportunities.

To address continuously evolving risks, your Company has established a comprehensive Enterprise Risk Management framework, incorporating a holistic approach that balances both bottom-up and top-down perspectives and has undergone significant development over the years. The ERM framework enables the management to proactively identify specific risks, evaluate their potential impact, and determine the best course of action to manage overall exposure. The allocation of resources and active management of risks are integral components of this framework, ensuring that potential threats are managed effectively.

Oversight of risk management is conducted by a four-level governance structure as follows:

- Board of Directors
- Risk Management Committee (RMC)
- Executive Committee (EXCOM)
- Heads of functions and process owners

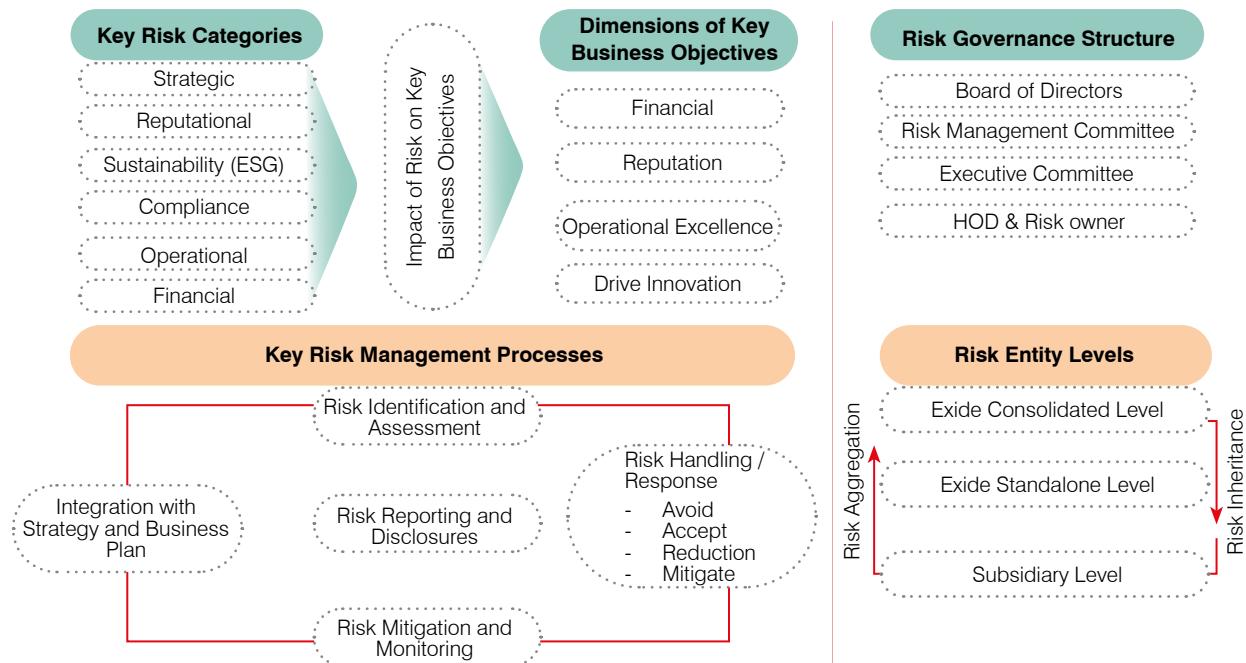
The existing Risk Management Policy incorporates traditional as well as emerging risks such as cyber security, business continuity processes, disaster management and ESG. The Risk Management Policy of Exide is available on the Company's website at the link: <https://www.exideindustries.com/investors/governance-policies.aspx>

Risk identification and prioritization are achieved through continuous scanning of the business environment and monitoring of internal risk factors including emerging risk areas. The RMC, in particular, monitors key risks, tracks progress on mitigation plans, and addresses any challenges that arise.

Formal reviews of identified risks are held thrice a year by the EXCOM and the RMC with ongoing monitoring and evaluation taking place throughout the year.

Your Company has adopted comprehensive ERM, which involves using a risk matrix to plot risks on a 5 X 5 scale. The matrix is divided into four categories, each represented by a different color. This allows us to quickly assess risk visually and determine the appropriate levels of oversight, review, and escalation for notification and action.

Risk Management Framework



The resurgence of COVID, recent central bank interventions, shifting ESG standards, and geopolitical developments may introduce unforeseen risks. Our Company remains committed to implementing a dynamic and robust risk management strategy that can adapt to changing circumstances and evolving information.

Listing

The equity shares continue to be listed on the BSE Limited (BSE), the National Stock Exchange of India Limited (NSE), and The Calcutta Stock Exchange Limited (CSE). The Company has paid the annual listing fee for FY 2022-23 to BSE, NSE and CSE.

Particulars of contracts or arrangements with related parties

All related-party transactions (RPT) which were entered during the financial year were in the ordinary course of business and on an arms-length basis. There were no materially significant related-party transactions entered into by the Company with promoters, directors, key managerial personnel, or other persons that may have had a potential conflict with the interests of the Company.

All related-party transactions are placed before the Audit Committee for review and approval. Prior omnibus approval is also obtained from the Audit Committee for related-party transactions that are repetitive and can be foreseen. The required disclosures are accordingly made to the Audit Committee every quarter in terms of their omnibus approval.

As per Regulations 23(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended, approval of the Audit Committee is not applicable for the RPTs entered into between a holding company and its wholly-owned subsidiary and RPT transactions entered into between two wholly owned subsidiaries of the listed holding company, whose accounts are consolidated with such a holding company and placed before the shareholders at the general meeting for approval. Since the majority of transactions of the Company are with its subsidiaries, omnibus approval of the Audit Committee is obtained for such transactions also and reviewed quarterly, as a measure of good corporate governance.

The policy on the materiality of related-party transactions and on dealing with related-party transactions is in line with SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended, and is uploaded on the website under the link: <http://www.exideindustries.com/investors/governance-policies.aspx>.

The disclosure of material related-party transactions is required to be made under Section 134(3)(h) read with Section 188(2) of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014 in Form AOC 2. As a result, related-party transactions that individually or taken together with previous transactions during a fiscal year, exceed rupees one thousand crore or ten per cent of the annual consolidated turnover as per the last audited financial statements, whichever is lower, and were entered into during the year by the Company are included as **Annexure-V** to this Report. These transactions are with a wholly-owned subsidiary in the ordinary course of business and on an arm's length basis which do not require shareholder's approval under the fifth proviso of Section 188(1) of the Act and regulation 23(5) of SEBI Listing Regulations.

Your directors draw your attention to notes to the financial statements that set out related-party disclosures.

Details of significant and material orders passed by the regulators or courts or tribunals impacting the 'going concern' status and the Company's operations in the future

There are no significant material orders passed by the regulators/courts/tribunals which would impact the 'going-concern' status of the Company and its future operations. However, member's attention is drawn to the statement on contingent liabilities and commitments in the notes forming part of the financial statements.

Conservation of energy, technology absorption, and foreign exchange earnings and outgo

Information pursuant to Clause (m) of Sub-Section (3) of Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, is given in **Annexure-VI**.

Human Resources

The Company's human resource philosophy broadly focuses on five key areas of development & culture, managing talent, productivity and cost, optimising organisation structure, and enforcing efficient systems and processes.

Developing talent and building a transformational work culture was prioritised during the fiscal as the Company continued its focus on promoting leadership behaviour among employees. A 360-degree "Pearl" Survey was conducted for senior leadership on the identified pillars under Exide Leadership Behaviour (ELB), followed by a series of activities to promote and cascade these behaviours.

Exide is witnessing a transformational journey featuring interventions in digital technologies, manufacturing, sales, service, and supply chain management. In addition to improving productivity and cost metrics, these enable the building of effective organisation structures, cross-functional participation, problem-solving, and collaboration. As a way forward, we aim to incorporate more cross-domain responsibilities at the senior leadership level.

Exide has initiated a series of interventions to drive the performance of its front-line sales team. It continues to offer an aggressive policy of incentives. To combat attrition periodic

pulse surveys are launched to resolve issues pertaining to employee satisfaction, job role, communication, and work environment. Customised sales profiling and aptitude tests by an external agency have also been initiated at the recruiting stage to ensure the right talent is infused into the sales team. In addition, sales trainees from management institutes are being recruited in batches to take up front-line sales roles after structured functional induction. This also ensures that front-line positions are constantly manned, shielding any attrition impact on the turnover.

The Company promotes a strong performance-driven culture through continuous evaluation and an aggressive reward policy for performance differentiation. "Win It Now" and "You Did It" schemes reward the top performers publicly and are a strong driver of sales performance.

The management recognises that employees are the key differentiator in success and constantly strives to create an ecosystem of continuous learning. Sales and manufacturing academies provide regular training to ensure knowledge and skills remain up-to-date. To foster the right values, and promote dignity, equality, and sustainability, the Company conducted awareness sessions on human rights, prevention of sexual harassment, and code of conduct. Given the growing dependency on information technology in all spheres, quarterly awareness sessions were also conducted on IT security for all employees. Apart from various statutory grievance redressal forums, we have launched an Apex Employee Grievance Redressal Forum with senior leadership as part of the committee to address problems of any employee facing injustice, unfairness, violation of human rights, or any other major grievance.

During the year under review, industrial relations at all plant locations remained harmonious with successful wage settlements. Sustained efforts were made towards building a transformational work culture by adopting industry best practices of flexible manufacturing, productivity enhancements, total quality management (TQM), workmen engagement, plant trainee schemes, quality circles, etc. The well-being and safety of our employees continue to be our top priority, and the Company undertakes numerous measures to ensure this.

The total number of employees of the Company as on 31st March 2023 was 5,208.

Particulars of Employees

The information required under Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company, will be provided upon request. In terms of

Section 136 of the Act, the report and financial statements are being sent to Members and others entitled thereto, excluding the information on employees' particulars, which will be available for inspection up to the date of the AGM. Members can view such information by sending an email to cosec@exide.co.in.

Further, we confirm that there was no employee employed throughout the financial year or part thereof, who received remuneration in the financial year which, on the aggregate, was more than that drawn by the Managing Director and Whole-time directors, and holds by himself or along with his spouse and dependent children, more than 2% of the equity shares of the Company.

The Managing Director and CEO and whole-time directors of the Company have not received any remuneration or commission from any of the subsidiary companies.

Particulars of employees under Section 197 of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in **Annexure-VII**.

Prevention of Sexual Harassment at the Workplace

Exide has zero tolerance for sexual harassment at the workplace and has adopted a policy on prevention, prohibition, and redressal of sexual harassment at the workplace that is in line with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, ('the Act') and Rules thereunder. It is committed to providing equal opportunities to all employees without regard to their race, caste, sex, religion, colour, nationality, disability, etc.

The Company has complied with provisions relating to the constitution of an Internal Complaints Committee. The Apex Internal Committee conducts meetings on a regular basis for updates and awareness building measures of the policy and provisions of the Act. The Committee members have participated in external workshops to strengthen their subject knowledge.

The Company has formulated and circulated to all the employees, a policy on prevention of sexual harassment at the workplace, which provides for a proper mechanism for redressal of complaints of sexual harassment. Virtual Workshops were organized for the Internal Apex and Regional Committee members to understand their role as committee members and comprehend the provisions of the Act in detail.

Awareness programmes were organised for all employees to ensure that employees are fully aware of the aspects of sexual harassment and of the redressal mechanism.

During the financial year 2022-23, one complaint was reported which was investigated and appropriate action was taken. No complaint was pending at the end of FY 2022-23.

Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your directors make the following statements in terms of Section 134(3)(c) of the Act:

- a. That, in the preparation of the annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. That the directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in line with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. That the directors have prepared the annual accounts on a going-concern basis;
- e. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and

- f. That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Forward-looking Statements

This report contains forward-looking statements that involve risks and uncertainties.

When used in this Report, the words "anticipate", "believe", "estimate", "expect", "intend", "will", and other similar expressions as they relate to the Company and/or its businesses are intended to identify such forward-looking statements. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Actual results, performance, or achievements may differ materially from those expressed or implied in such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as on their dates. This Report should be read in conjunction with the financial statements included herein and the notes thereto.

Acknowledgment

Your directors would like to record their appreciation for the enormous personal efforts as well as the collective contribution of all the employees to the Company's performance. The directors would also like to thank the Company's customers, employee unions, shareholders, dealers, suppliers, bankers, government agencies, and all stakeholders for their cooperation and support to the Company and the confidence reposed in the management.

On behalf of the Board of Directors

Place: Mumbai
Date : 8th May 2023

Sd/-
Bharat D Shah
Chairman
DIN: 00136969

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Annexure I

Secretarial Audit Report

For the financial year ended on 31st March 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members,
Exide Industries Limited
Exide House
59 E, Chowinghee Road
Kolkata - 700020
West Bengal

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Exide Industries Limited (CIN: L31402WB1947PLC014919)** (herein after to be referred as the "Company") for the financial year ended 31st March 2023 (herein after to be referred as "audit period"). Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. Based on our verification of the records, minute books, documents, forms and returns filed, and other records maintained by the Company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
3. (i) We have examined the records, minute books, documents, forms, returns filed, and other records maintained by the Company for the financial year ended on 31st March 2023 according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz. :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended; - **Not Applicable during the audit period;**
 - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;

- e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not Applicable during the audit period;**
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable during the audit period;**
- g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - **Not Applicable during the audit period;**
- i) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; - **Not Applicable during the audit period;**

And to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the provisions of the above mentioned Acts, Regulations and Rules made thereunder, during the aforesaid audit period.

- (ii) We have also examined the secretarial compliance on test check basis of the records maintained by the Company for the audit period, with the provisions of the following laws specifically applicable to the Company and as shown to us during our audit;
 - a) Legal Metrology Act, 2009
 - b) The Environment (Protection) Act, 1986 and various Rules thereunder as issued by Ministry of Environment, Forest and Climate Change, Government of India

And to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the specific laws mentioned above, during the aforesaid audit period.

- (iii) We have also examined the Structured Digital Database pursuant to Regulation 3(5) and 3(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015

maintained by the Company for the financial year ended on 31st March 2023 and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the provisions pursuant to Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, during the aforesaid audit period.

- 4. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under Section 118(10) of the Companies Act, 2013 and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the provisions of Section 118(10) of the Companies Act, 2013 during the aforesaid audit period.
- 5. That on the basis of the audit as referred above, to the best of our knowledge, understanding, and belief, we are of the view that during the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above in Paragraphs 3(i), Paragraph 3(ii), Paragraph 3(iii) and, Paragraph 4 of this report and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the secretarial functions and board processes to comply with the applicable provisions thereof, during the aforesaid audit period.
- 6. We have checked the compliance with the provisions of the Standard Listing Agreement entered by the Company with BSE Limited and National Stock Exchange of India Limited and also with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable during the audit period and to the best of our knowledge, belief, and understanding, we are of the view that the Company has complied with the secretarial functions and board processes to comply with the applicable provisions thereof, during the aforesaid audit period.
- 7. We further report that,
 - a) The Board of Directors of the Company is duly constituted with proper balance of Executive directors, Non-executive directors, Independent directors, and Woman director. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

- b) Adequate notices are given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance.
 - c) Majority decision is carried through and recorded as part of the minutes.
- 8. We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, generally applicable to Company.
 - 9. This report is to be read with our letter of even date which is annexed as **Annexure A**, forming an integral part of this report.

FOR ANJAN KUMAR ROY & CO.

Company Secretaries

Sd/-

ANJAN KUMAR ROY

Proprietor

FCS No. 5684

CP. No. 4557

UDIN: F005684E000239412

Peer Review Certificate No. 869/2020

Place : Kolkata

Date : 8th May, 2023

'Annexure A'

(To the Secretarial Audit Report of M/s. Exide Industries Limited for the financial year ended 31st March 2023)

To
The Members
Exide Industries Limited
Exide House
59 E, Chowringhee Road
Kolkata - 700020
West Bengal

Our Secretarial Audit Report for the financial year ended 31st March 2023 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we have followed provides a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test check basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR ANJAN KUMAR ROY & CO.
Company Secretaries

Sd/-

ANJAN KUMAR ROY
Proprietor
FCS No. 5684
CP. No. 4557

UDIN: F005684E000239412
Peer Review Certificate No. 869/2020

Place : Kolkata
Date : 8th May, 2023

Annexure IA

Form No. MR-3
Secretarial Audit Report
For the financial year ended on 31st March 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Chloride Metals Limited
Exide House,
59E Chowringhee Road,
Kolkata-700020

- 1) We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Chloride Metals Limited having CIN: U34300WB1998PLC181003** (herein after to be referred as the "**Company**") during the financial year ended 31st March 2023 (herein after to be referred as "**audit period**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
- 2) Based on our verification of the Company's books, papers, minutes books, forms, and returns filed and other records maintained by the Company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion and to the best of our understanding, the company has, during the audit period complied with the statutory provisions listed hereunder and also that the company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
- 3) We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2023 according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder; (**Not applicable to the Company during the audit period**);
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (**Not applicable to the Company during the audit period**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (**Not applicable to the Company during the audit period**);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (**Not applicable to the Company during the audit period**);
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable to the Company during the audit period**);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (**Not applicable to the Company during the audit period**);

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not applicable to the Company during the audit period**);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (**Not applicable to the Company during the audit period**);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (**Not applicable to the Company during the audit period**);
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the audit period**).
- (4) We further report that as per the information provided by the Management, following specific laws are applicable to the Company
- (a) The Environment (protection) Act 1986 and various Rules thereunder as issued by Ministry of Environment, Forest and Climate Change, Government of India
 - (b) Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008
- (5) We have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
 - (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (to the extent applicable during the Audit period).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

(6) **We further report that,**

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive directors, Non-executive directors, Independent directors and Woman director. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.
 - (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agendas were sent at least seven days in advance or at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
 - (c) All decisions were unanimous and there was no instance of dissent in Board or Committee Meetings
- (7) **We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- (8) **We further report that** during the audit period the Company has issued and allotted 71,25,000 equity shares of ₹ 10/- each at a premium of ₹ 70/- each of an aggregate value upto ₹ 57,00,00,000 to Exide Industries Limited and its nominees, being Holding Company on rights basis in the proportion to the paid-up equity share capital held by the existing equity shareholders of the Company.
- (9) This report is to be read with our letter of even date which is annexed as **Annexure-A** and forms an integral part of this report.

FOR ANJAN KUMAR ROY & CO.
Company Secretaries

Sd/-

ANJAN KUMAR ROY
Proprietor
FCS No. 5684
CP. No. 4557

Place : Kolkata UDIN: F005684E000171762
Date : 28th April, 2023 Peer Review Certificate No. 869/2020

'Annexure A'

(To the Secretarial Audit Report of M/s. Chloride Metals Limited for the financial year ended 31st March 2023)

To,
The Members
Chloride Metals Limited
Exide House,
59E Chowringhee Road,
Kolkata-700020

Our Secretarial Audit Report for the financial year ended 31st March 2023 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation, happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR ANJAN KUMAR ROY & CO.
Company Secretaries

Sd/-

ANJAN KUMAR ROY

Proprietor

FCS No. 5684

CP. No. 4557

UDIN: F005684E000171762

Peer Review Certificate No. 869/2020

Place : Kolkata
Date : 28th April, 2023

Annexure II

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

The Business Responsibility & Sustainability Reporting (BRSR) framework is an essential tool that enables organizations to drive performance improvement by utilizing quantifiable and measurable metrics. It serves as a comprehensive framework for organizations to benchmark their sustainability efforts and demonstrate their commitment to responsible business conduct. In case of Exide, the BRSR report captures key Environment, Social, and Governance (ESG) standards and initiatives undertaken by the Company.

Exide has consistently given priority to its ESG journey and worked towards improving its performance across parameters. This commitment is reflected in the active involvement of the Board of Directors and senior management, who monitor and implement ESG practices and policies across various functions of the organization. By incorporating ESG considerations into the decision-making processes, Exide ensures that sustainability is embedded into its strategic direction.

To enhance transparency and accountability, Exide has been publishing the Business Responsibility Report (BRR) since

the financial year (FY) 2014-15. Starting from FY 2021-22, the Company has further strengthened its reporting by including detailed ESG initiatives within the BRSR framework. This expanded reporting framework enables Exide to provide stakeholders with a more comprehensive understanding of the ESG efforts, performance, and future targets.

In addition to the BRSR, Exide has initiated the publication of its Sustainability Report, which offers a detailed overview of the Company's sustainability targets and progress across various ESG parameters. This report serves as a consolidated platform to communicate Exide's sustainability journey, showcase its achievements, and outline its future aspirations in areas such as renewable energy, waste management and waste-to-energy.

Through these comprehensive reports, Exide aims to foster greater transparency, engage stakeholders, and drive positive change. By sharing its ESG initiatives and progress, Exide reinforces its commitment to sustainable practices, responsible business conduct, and the overall well-being of the environment and society.

SECTION A: GENERAL DISCLOSURES

I. Details of listed entity

1.	Corporate Identity Number (CIN) of the Company	L31402WB1947PLC014919
2.	Name of the Company	Exide Industries Limited
3.	Year of incorporation	1947
4.	Registered office address	Exide House, 59E Chowringhee Road, Kolkata 700020, West Bengal, India
5.	Corporate address	Exide House, 59E Chowringhee Road, Kolkata 700020, West Bengal, India
6.	E-mail id	exideindustrieslimited@exide.co.in
7.	Telephone	033 2303 3400
8.	Website	www.exideindustries.com
9.	Financial Year reported	FY 2022-23
10.	Name of the Stock Exchanges where shares are listed	National Stock Exchange of India Limited BSE Limited The Calcutta Stock Exchange Limited
11.	Paid-up Capital	₹ 85 crore
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Jitendra Kumar, Company Secretary & President (Legal & Corporate Affairs) 033 2302 3400 cosec@exide.co.in
13.	Reporting boundary	Standalone basis

II. Products/Services

14. Details of business activities (accounting for 90.00% of the turnover)

Sl. No.	Description of Main Activity	Description of Business Activity	% of turnover of the Company
1	Manufacture and sales of lead-acid batteries and accumulators	Electrical equipment, general purpose and special-purpose machinery and equipment, transport equipment	100%

15. Products/Services sold by the Company (accounting for 90% of the turnover)

Sl. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Lead-acid batteries and accumulators	31401	99.55%

III. Operations

16. Number of locations where plants and/or operations/offices of the Company are situated:

Location	Number of plants	Number of offices	Total
National	10	29	39
International	Nil	1	1

17. Markets served by the Company

Location	Number
a. Number of locations	
National (No. of States)	37 (including Union Territories)
International (No. of Countries)	60
b. What is the contribution of exports as a percentage of the total turnover of the Company?	7.70% on standalone basis
c. Types of customers	Users of automotive vehicles, UPS and inverters, automotive OEMs, industrial OEMs, institutional customers, Government /Non-Government entities, Indian Navy, export dealers and distributors

IV. Employees

18. Details as at the end of 31st March, 2023:

a. Employees and workers (including differently-abled):

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	2,402	2,299	95.71%	103	4.29%
2.	Other than Permanent (E)*	1,797	1,761	98.00%	36	2.00%
3.	Total employees (D+E)	4,199	4,060	96.69%	139	3.31%
WORKERS						
4.	Permanent (F)	2,806	2,796	99.64%	10	0.36%
5.	Other than Permanent (G)	11,955	11,809	98.78%	146	1.22%
6.	Total workers (F+G)	14,761	14,605	98.94%	156	1.06%

* Employees who are hired through third-party manpower agencies and are deployed for sales, services and other back-office services are considered here.

b. Differently-abled employees and workers

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	Nil	Nil	Nil	Nil	Nil
2.	Other than Permanent (E)	Nil	Nil	Nil	Nil	Nil
3.	Total differently-abled employees (D+E)	Nil	Nil	Nil	Nil	Nil
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	2	2	100%	Nil	Nil
5.	Other than Permanent (G)	8	8	100%	Nil	Nil
6.	Total differently-abled workers (F+G)	10	10	100%	Nil	Nil

19. Participation/Inclusion/Representation of women

		Total (A)	No. and percentage of Females	
			No. (C)	% (C/A)
Board of Directors		9	1	11.11%
Key Management Personnel		1	Nil	Nil

20. Turnover rate for permanent employees and workers (disclose trends for the past 3 years)

	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	22.28%	10.15%	21.78%	15.90%	12.80%	15.80%	12.90%	17.60%	13.10%
Permanent Workers	3.24%	9.52%	3.26%	4.10%	Nil	4.10%	3.80%	Nil	3.80%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

21. Name of holding/subsidiary/associate companies/joint ventures

Sl. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ subsidiary/ associate/ joint venture	% of shares held by the Company	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
1	Associated Battery Manufacturers (Ceylon) Limited (ABML), Sri Lanka	Subsidiary	61.50%	Yes
2	Chloride Batteries S.E. Asia Pte Limited (CBSEA), Singapore	Subsidiary	100.00%	Yes
3	Chloride International Limited (CIL), India	Subsidiary	100.00%	Yes
4	Chloride Metals Limited (CML), India	Subsidiary	100.00%	Yes
5	CSE Solar Sunpark Maharashtra Private Ltd, India	Associate	27.20%	Yes

Sl. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ subsidiary/ associate/ joint venture	% of shares held by the Company	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
6	CSE Solar Sunpark Tamil Nadu Private Ltd, India	Associate	27.20%	Yes
7	Espex Batteries Limited (ESPEX), UK	Subsidiary	100.00%	Yes
8	Exide Energy Solutions Limited (EESL), India	Subsidiary	100.00%	Yes
9	Exide Energy Private Limited (EEPL), India	Subsidiary	100.00%	Yes

Note: Pursuant to Hon'ble NCLT, Kolkata bench order dated 17th February 2023 read with rectified order dated 22nd February 2023, Chloride Power Systems & Solutions Limited, erstwhile Wholly Owned Subsidiary of the Company is now merged with Exide Industries Limited w.e.f. 29th March 2023.

VI. CSR Details

22	(i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
	(ii) Turnover (in ₹)	₹ 14,592 crore for FY 2022-23
	(iii) Net worth (in ₹)	₹ 11,210 crore for FY 2022-23

VII . Transparency and Disclosure Compliances

23. Complaints/Grievances on any of the principles (Principle 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If yes, then provide weblink for grievance redressal policy)*	FY 2022-23			FY 2021-22		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes Refer Principle 8 Q.No. 3 (Essential indicators)	Nil	Nil		Nil	Nil	
Investors	Yes For Investors queries and complaints, a dedicated email id (investor.relations@exide.co.in) has been provided by the Company	Nil	Nil		Nil	Nil	
Shareholders**	Yes For shareholders queries/complaints, a dedicated email id (cosec@exide.co.in) of the Company is provided to escalate the request in case the issue is not resolved by the Registrar & Transfer Agent (RTA) as per the TAT.	22	Nil		12	Nil	

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If yes, then provide weblink for grievance redressal policy)*	FY 2022-23			FY 2021-22		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Employees and workers	Yes Refer Principle 3 Q. No. 6 (Essential indicators)	90	18		2	Nil	
Customers***	Yes Refer Principle 9 Q. No. 1 (Essential indicators)	48	158		36	154	
Value Chain Partners	Yes Various Value chain partners (including dealers, distributors, supplier, etc) have different grievance mechanism in place.	11	Nil		523	Nil	
Others (please specify)	-	-	-	-	-	-	-

**Shareholder complaints reported to the stock exchanges are considered here.

***Customer complaints lodged with State/National consumer forum relating to defect/deficiency in product/service are considered as complaints. Complaints at the end of close of the year includes cases pending over the past few years at various consumer forums for resolution.

The Company has instituted a strong vigil/whistle-blowing mechanism through its Whistle Blower policy which extends to all stakeholders. The policy is available on the Company website under 'Governance policies' in the 'Investor' tab and can be accessed using the link below:

<https://docs.exideindustries.com/CorporateGovernance/7b3c1372-20a7-4bdd-9408-f771f86ed914.pdf>

- 24 Overview of the Company's business conduct, pertaining to environment and social matters that present a risk or an opportunity to the business of the Company, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format:

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy and emission management	Opportunity and Risk	<p>Exide's manufacturing processes involve significant energy consumption which also results in emissions. This presents risk as well as an opportunity for us.</p> <p>Opportunity Reduction in energy consumption and in turn reduction in emission through improved management at factories/offices has two-fold impact:</p> <ul style="list-style-type: none"> Lower energy cost and enhanced competitiveness through optimum utilisation of resources Reduce impact on the environment and community in which we operate 	<ul style="list-style-type: none"> Installation of energy-efficient machinery and equipment across our Plants Close monitoring and supervising the energy consumption at our Plants and taking remedial action, wherever required Increase use of natural light. Deploy photosensors to ensure optimum lighting Focussed approach on avoiding wasteful consumption Conducting training and development programmes on energy-saving and emission reduction practices to all stakeholders Carrying out periodical internal and external energy audits 	<ul style="list-style-type: none"> Reduces consumption through increased efficiency Reduces the cost of operations in a sustainable manner and enhances Exide's competitiveness in the market

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Rising penetration of Electric Vehicle (EV) business into our traditional lead-acid battery business	Opportunity and Risk	<p>Risk</p> <ul style="list-style-type: none"> Increase in overall global warming Increased occurrence and intensity of natural disasters Higher health problems <p>Opportunity</p> <ul style="list-style-type: none"> With increasing penetration of EV and disruption in the technological landscape, there is immense opportunity to expand our business and boost our market position, particularly in transportation and industrial application. 	<ul style="list-style-type: none"> Increasing renewable energy (RE) consumption to reduce Scope 2 emissions We have undertaken multiple targets under Energy management and GHG emission <p>In order to mitigate the risk of technology disruption, the R&D team of Exide with active support from its technology partner (global players) continuously works on developing cost efficient and technology superior products for its customers.</p> <p>We have developed technological innovative products like EFB (Enhanced Flooded Battery), Punch-Grid technology based batteries, Ultra batteries in recent years, which gives an edge over the competition. The Company has made significant investments into the emerging EV business by setting-up two subsidiary companies. We expect that our diversification into EV space at an early stage will provide us an early mover advantage and help establish a strong market presence in this emerging industry.</p>	Central and State Governments have introduced regulations and incentives to accelerate the shift to sustainable mobility. Financial implication is positive.
3.	Social responsibility	Opportunity	<p>Opportunity</p> <ul style="list-style-type: none"> Social Responsibility initiatives provide a platform for meaningful dialogue and engagement with the local community and other stakeholders. This enables building a positive image of the Company and creates harmonious relations. 	<ul style="list-style-type: none"> Interact with the local community leaders, panchayats, schools, anganwadis and other social institutions Design and implement development projects in the neighbourhood of all our factories and offices Undertake CSR projects in and around five focus-areas identified by the Company Follow structured employee volunteer and engagement programmes Track and disclose the impact CSR activities have on various marginalised sections of society 	Helps in generating goodwill for the Company and create value for the stakeholders.

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4.	Talent - Employee Health and Safety	Opportunity and Risk	<p>Opportunity</p> <ul style="list-style-type: none"> Enhanced recruitment and training efficacy Proper training to employees and workers enable them to perform their tasks in a more efficient manner, in less time, with reduced chances of injury Better employee experience Reduction in cost of hiring Well-being of both employees and workers is promoted through workplace safety <p>Risk</p> <ul style="list-style-type: none"> Non-compliance with safety measures by employees can lead to production disruption, loss of resources and brand reputation 	<ul style="list-style-type: none"> Implement an Exide Leadership Behaviour Programme across the Company to nurture and retain talent Follow a merit-based pay system Conduct employee engagement activities regularly Follow performance appraisal and incentives Continuously identify and monitor all unsafe conditions for proper mitigation and timely counter measures Follow industry-accredited best practices in health, safety, and environment-related aspects to constantly set higher benchmarks Certification of our manufacturing plants, offices, and R&D facility for ISO 45001, an international standard for occupational health and safety, as well as ISO 14001, an international standard for environmental management Conduct safety training for all the workers 	<ul style="list-style-type: none"> Increases overall productivity and reduces attrition Will help develop core team of experts and reduces hiring cost Overall improvement of health standards in the working place, thereby reducing the scope of injury to our employees and workers. This, in-turn, will increase operational efficiency of the Company

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies, and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether the Company's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Weblink of the policies, if available	The policies on the above principles can be accessed at: https://www.exideindustries.com/investors/governance-policies.aspx https://www.exideindustries.com/about/policies-certifications.aspx								
2. Whether the Company has translated the policy into procedures. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to the Company's value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/ certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by the Company and mapped to each principle.	We have adopted ISO 45001 formerly known as OHSAS, ISO 9001, ISO 50001, IATF 16949, ISO 27001, ISO/IEC17025 standards and we are certified for these standards by third party.								
5. Specific commitments, goals and targets set by the Company with defined timelines, if any.	We have set our specific goals and targets on various ESG parameters which can be accessed in our sustainability report 2022-23 at https://www.exideindustries.com/investors/annual-reports.aspx								
6. Performance of the Company against the specific commitments, goals and targets along with reasons, in case the same are not met.	Please refer to our progress on ESG parameters in our Sustainability report 2022-23 at https://www.exideindustries.com/investors/annual-reports.aspx								
Governance, leadership and oversight									
7. Statement by the director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure):	Our latest Sustainability Report includes the Company's performance in line with the Global Reporting Initiative (GRI) framework for the period between 1 st April 2022 and 31 st March 2023, and is published separately. Our vision, mission, key targets and progress thereon can be accessed in the sustainability report using the below link: https://www.exideindustries.com/investors/annual-reports.aspx								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr Subir Chakraborty, Managing Director & CEO (DIN: 00130864)								
9. Does the Company have a specified Committee of the Board/ Director responsible for decision-making on sustainability-related issues? (Yes / No). If yes, provide details.	A committee has been constituted, headed by Mr Jitendra Kumar, President (Legal & Corporate Affairs) & Company Secretary to formulate, supervise and oversee matters pertaining to Sustainability. The committee comprises senior officials from various functions like manufacturing, EHS, HR, Finance, Risk management, Compliance, CSR, Energy management, TQM, and so on. The Risk Management Committee is represented at the Board by its Chairman, Mr. Surin Kapadia, who is also an Independent Director. The Committee oversees ESG progress and risks in a periodical manner.								

10. Details of review of NGRBCs by the Company:

Subject for review	Indicate whether review provided below taken by Director/Committee of the Board/any other Committee (Y/N)									Frequency (Annually/Half yearly/Quarterly/Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7*	P8	P9
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y	A	H	Q	A	A	Q	A	Q	Q
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Y	Y	Y	Y	Y	Y	Y	Y	Y	Q	Q	Q	Q	Q	Q	Q	Q	Q

11. Has the entity carried out independent assessment /evaluation of the working of its policies by an external agency? (Yes/ No). If yes, provide the name of the agency.
- Certification bodies conduct annual audits for evaluating compliance against the requirement of Quality, Health, Safety and Environment, Information Security, Energy Management and Laboratory policy. Financial and regulatory audits are done by assigned auditing firm. External competent bodies are engaged for periodic audits over and above standards audit.
-
12. If answer to question (1) above is 'No' i.e. not all Principles are covered by a Policy, reasons to be stated: Not applicable

PRINCIPLE-WISE POLICIES

These policies have been developed based on best practices or as per regulatory requirements. Policies may include a combination of internal policies which are accessible to all internal stakeholders and external policies which are placed on the Company's website. For external policies available on Company's website, kindly access below links:

<https://www.exideindustries.com/investors/governance-policies.aspx>

<https://www.exideindustries.com/about/policies-certifications.aspx>

- | | |
|-----------------------------------|--|
| P1 ETHICS AND TRANSPARENCY | <ul style="list-style-type: none"> – Vision and Mission Statement - The essence of this principle is embedded in the Company's vision, mission and core values statement – Code of Conduct for Employees – Code of Conduct for Board of Directors and Senior Management – Code of Conduct for Prevention of Insider Trading – Policy on Related Party Transaction – Whistle Blower Policy – Policy on Determination of Materiality for Disclosures – Code of Practices and Procedures for Fair Disclosure of unpublished price sensitive information |
| P2 PRODUCT RESPONSIBILITY | <ul style="list-style-type: none"> – Suppliers Code of Conduct – Product Responsibility Policy – Quality Policy – Laboratory Quality Policy – TPM Policy – Vendor Policy – Risk Management Policy |

P3	HUMAN RESOURCES	<ul style="list-style-type: none"> - Human Resource Policy - Sexual Harassment Avoidance Redressal Policy - EHS Policy - Human Rights Policy - Whistle Blower Policy - Code of Conduct
P4	RESPONSIVE TO STAKEHOLDERS PARTICULARLY THE MARGINALISED	<ul style="list-style-type: none"> - Dividend Distribution Policy - Risk Management Policy - CSR Policy - Sustainability Policy
P5	RESPECT FOR HUMAN RIGHTS	<ul style="list-style-type: none"> - The Human Rights Policy is inclusive of Non-discrimination, Anti-harassment, Equal Opportunity or Hiring Policy, Forced Labour Policy, and Policy for Persons with Disability
P6	ENVIRONMENT	<ul style="list-style-type: none"> - Sustainability Policy - Biodiversity Policy - CSR Policy
P7	PUBLIC POLICY ADVOCACY	<ul style="list-style-type: none"> - Public Policy
P8	INCLUSIVE GROWTH	<ul style="list-style-type: none"> - CSR Policy - Sustainability Policy - Supplier Code of Conduct
P9	CUSTOMER ENGAGEMENT	<ul style="list-style-type: none"> - Vision, Mission, and Core Value Statement - Customer Privacy Policy - IT Security Policy - Product Responsibility Policy - Quality Policy - Social Media Policy

Section C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable

Exide maintains the highest level of transparency and business integrity while driving the Company's vision and conducting its business. The Company has adopted one Code of Conduct for Directors and senior management personnel that lays down the principles and standards governing the leadership team's actions and another Code of Conduct for employees. The Company upholds and ensures compliance to the Code of Conduct and Ethics across its operations. The policies governing these subjects cover employees, vendors, and the subsidiaries of the Company.

The Company has a vigilance system defined by the Whistle Blower Policy that allows internal and external stakeholders to report genuine concerns about unethical behaviour (whether actual or suspected), fraud, or violations of the Company's Code of Conduct. The policy is overseen by the Chairman of the Audit Committee and the Company's Whistle Officer.

Exide recognises that it is accountable to the environment it operates in. Core values include responsible corporate citizenship whereby social and ecological sustainability is actively promoted and the organisation's adverse impact on the current and future community is minimised. Exide not only meets but exceeds the expectations of local and global communities through open and inclusive stakeholder engagements.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors and Key Managerial personnel	12	4 Wide ranging topics including industry development and its outlook, Indian and Global economy, ESG related topics, and participation in social initiatives undertaken by the Company.	100%
Employees, other than Board of Directors and KMPs	349	8*	100%
Workers	1,023	7*	100%

*Training on POSH, workplace ethics and ergonomic, product and quality maintenance, safety at workplace, code of conduct, human rights, communication, etc.

2. Details of fines /penalties/punishments/awards/compounding fees/settlement amount paid in proceedings (by the entity or by Directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year:

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine	Nil				
Settlement	Nil				
Compounding fee	Nil				

Non Monetary					
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil				
Punishment	Nil				

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
	Not Applicable

- 4. Does the Company have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

The Company has instituted a strong vigil/whistle blowing mechanism through its Whistle Blower policy which is also available on the Company's website under 'Governance policies' in the 'Investor' tab at <https://docs.exideindustries.com/CorporateGovernance/7b3c1372-20a7-4bdd-9408-f771f86ed914.pdf>

Through this mechanism, all stakeholders are encouraged to report irregularities including bribery and corruption, as per the procedure prescribed in the policy. Further, the essence of this principle is also embedded in the Company's vision, mission and core values statements, which are available on the Company's website <https://www.exideindustries.com/about/vision-mission.aspx>

- 5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2022-23	FY 2021-22
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

- 6. Details of complaints with regard to conflict of interest**

	FY 2022-23		FY 2021-22	
	Number	Remark	Number	Remark
Number of Complaints received in relation to issues conflict of interest of the Directors	Nil	-	Nil	-
Number of Complaints received in relation to issues conflict of interest of the KMPs	Nil	-	Nil	-

- 7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflict of interest.**

Not Applicable

Leadership Indicators

- 1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

Total no. of awareness programs held	Topics/ Principles covered under training	% of value chain partners covered (by value of business done with such partners) under the awareness program
6	P4 (Exide Supplier Quality Manual)	30.45%

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes. The Company receives an annual declaration from all its Board members and Key Managerial Personnel (KMP) on the entities/firms they are interested in and ensures requisite approvals, as required under the statute and the Company's policies, before transacting with such entities/individuals.

In addition, Board committees are adequately represented by independent members. All committees meet the regulatory requirements for size and independence. Only non-conflicted members serve on the Audit committee, Nomination and Remuneration committees.

No material Related Party Transactions (RPTs) with entities associated with directors and senior executives were undertaken during the year. The Company did not have any related party transactions which could be prejudicial to the interests of minority shareholders.

Principle 2: Business should provide goods and services in a manner that is sustainable and safe

Exide uses a variety of measures and checks to ensure sustainable management and sourcing of materials and services. These include supplier evaluations and screenings, audits, risk-based due diligence analysis and additional workshops with selected service providers. The goal is to ensure compliance with social standards and environmental regulations on one hand, and greater transparency in the supply chain on the other. The energy efficiency and eco-friendly measures undertaken by the Company are also mentioned on the batteries manufactured by us.

The Company recognises the need to reduce the risk of overconsumption of raw material supplies and the resulting environmental implications. It is fully committed to the objective of increasing the mix of recycled materials for better resource use, environmental impact mitigation, and contribution toward the promotion of a circular economy.

The Company has a state-of-the-art R&D centre where we focus on developing and introducing greener products and eco-friendly technologies. The manufacturing processes are revisited for energy optimisation and emission reduction. This results in the development of technologically advanced, energy efficient, affordable end-products with a longer life. The Company has introduced more eco-friendly and efficient products into emerging sectors such as ISS battery, E-rickshaw battery, lithium-ion battery and solar inverter systems as testimony of our commitment towards green innovation.

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of products and processes to total R&D and capex investments made by the entity, respectively.

Segment	FY 2022-23	FY 2021-22	Details of improvements in environmental and social impacts
R&D	60.7%	66.7%	Our R&D division continuously strives to develop and provide green manufacturing solutions. The manufacturing processes are regularly revisited for energy optimisation, while pollution control systems ensure minimal if not zero effluents and emissions.
Capex	8.7%	5.3%	These include modern fast-process technologies, leading to significantly more power-efficient and affordable end-products with longer life. In close consultation and joint development with in-house smelting units, the R&D engineers have been able to develop a superior grade of recycled lead, almost at par with primary lead. This will increase the share of recycled lead going forward. In addition, the R&D team is also working towards increasing the share of recycled plastic in packaging material.

2. Does the entity have procedures in place for sustainable sourcing? (Yes/No) Yes**b. If yes, what percentage of inputs were sourced sustainably?**

Lead is a primary raw material used in our manufacturing process. In line with Company's commitment towards sustainability, EIL uses more than 80% recycled lead/lead alloys in production.

As a part of strategic backward integration and to promote sustainable sourcing, we source a significant part of recycled lead through our wholly owned subsidiary Chloride Metals Limited (CML). The capacity of CML has progressively increased and a new smelting unit in Haldia (West Bengal) commenced operations in FY 2021-22. CML is further enhancing its capacity by relocating operations from Markal, Pune to SUPA, Ahmednagar in Maharashtra.

The Company's sourcing policies and procedures aim at continuously increasing sustainable sourcing. The process includes vendor selection, vendor onboarding, contract negotiation and award, and post contract support for all supply and service contracts. All the vendors'/service providers' expectations are clearly communicated, discussed and aligned for a sustainable sourcing lifecycle.

The vendor evaluation criteria encompass the availability of compliance certifications such as ISO 14001, ISO 45001, etc., their compliance to ESG commitments, and other roles and responsibilities. As a part of the supplier onboarding process, we require supplier acceptance of the vendor manual.

3. Describe the processes in place to safely reclaim your products for reusing, recycling, and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste, and (d) other wastes.**(a) Battery waste**

Exide is registered under the Battery Waste Management Rules 2022 (BWMR) and is committed to fulfil the obligation of Extended Producer Responsibility (EPR) through the Centralised Online Portal set up by Central Pollution Control Board for this purpose.

Lead and its alloys are key raw materials used in the manufacturing of the products. Since lead is classified as a hazardous material, the Company has set up its own lead recycling plants as a part of its backward integration strategy. These operate under a wholly-owned subsidiary, Chloride Metals Limited (CML). In addition to the recycling plants operational in Karnataka and Maharashtra, Exide has also set up a new recycling plant in West Bengal with state-of-the-art technology. These plants ensure environment-friendly processes and responsible waste management.

(b) Plastics

The plastic waste recovered from waste batteries at the recycling plants are disposed-off to plastic recyclers, thereby adhering to the tenets of a circular economy. Exide is also registered under Plastic Waste Management Rules 2016, as amended from time to time. It has ensured fulfilment of its obligations under Extended Producer Liability for ensuring collection and recycling under the said rules.

(c) E-Waste

As a bulk consumer of electrical and electronic equipment, Exide complies fully with the rules in disposing end-of-life items through registered recyclers.

(d) Other waste

As a step towards repurposing of waste, the Company has taken the initiatives to use ETP sludge from its plants located at Ahmednagar, Chinchwad and Hosur in cement processing and other industries with approval from various PCBs. The Company is also actively pursuing similar approvals from respective SPCBs for its other plants that generate significant amounts of ETP sludge.

In addition, all manufacturing units are certified under the environmental management system ISO 14001. Consequently, a robust waste management system is in place on a pan-India basis,

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, the Company has obligations under EPR as per Battery Waste Management Rules 2022 and Plastic Waste Management Rules 2016 as amended time to time.

For ensuring compliance under the Plastic Waste Management Rules 2016, the Company has tied up with M/s Indian Pollution Control Association (IPCA) for collection and recycling of plastic packaging waste to fulfill state-wise obligations.

For EPR under Battery Waste Management Rules 2022 a structured mechanism is in place to maximise recycling of waste batteries. Exide has a network of dealers across the country to collect waste batteries from the end-users at specified rates and return them same to the Company through an established reverse logistics process.

To maximise recycling of waste batteries, Exide has also structured a process, whereby Chloride Metals Limited, a wholly owned subsidiary of Company, participates in auctions for purchase of waste batteries from bulk consumers. It has also tied up with a vendor for procurement of waste batteries from the market.

Principle 3: Business should respect and promote the well-being of all employees, including those in their value chains

The Company encourages a collaborative work environment that promotes harmony, pride, and trust among colleagues. The senior management strives to ensure the health and well-being of employees while providing opportunities to grow in their professional and personal lives.

For Exide, the primary focus has always been the welfare of its employees. Health and Safety Awareness sessions are conducted periodically for all employees.

Apart from health and safety, Exide aims for the comprehensive well-being of its employees and workers including job satisfaction and soft skill development. With aim to encourage problem-solving and collaboration, cross-functional teams are set up, along with various training and development workshops/sessions to deal with the changing business dynamics. Exide strongly believes that sustainable and profitable growth can only be achieved in an organisation that focuses on a performance-driven culture where employees are engaged and empowered to be their best.

To build this transformational work culture, we have launched the Exide Leadership Behaviour (ELB) framework, focusing on eight leadership behaviours. These leadership attributes are being transmitted to the last mile by the senior leadership team and internal promotions. Our key human resource processes are also aligned to ELB. The key ELBs are:

- Partner with Customer & Stakeholder
- Develop & Empower Team
- Manage by Process & Facts
- Innovate & Lead Change
- Promote Cross Functional Collaboration
- Inspire Excellence
- Treat others with Respect & Dignity
- Act with Integrity

Additionally, regular pulse surveys are conducted in the automotive and industrial divisions to address issues such as employee and worker happiness, communication, job role, and work environment.

Essential Indicators:

1. a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	2,299	2,299	100%	2,299	100%	N/A	N/A	N/A	N/A	N/A	N/A
Female	103	103	100%	103	100%	103	100%	N/A	N/A	N/A	N/A
Total	2,402	2,402	100%	2,402	100%	103	100%	N/A	N/A	N/A	N/A
Other than Permanent employees											
Male	1,761	1,761	100%	1,761	100%	N/A	N/A	N/A	N/A	N/A	N/A
Female	36	36	100%	36	100%	36	100%	N/A	N/A	N/A	N/A
Total	1,797	1,797	100%	1,797	100%	36	100%	N/A	N/A	N/A	N/A

For other than permanent employees, wellbeing is ensured through third-party service providers as per the Statute. The Company understands the importance of these well-being measures. Even though the Company considers paternity leave on compassionate grounds, a formal policy is in advance stage of being rolled out.

b. Details of measures for the well-being of workers:

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	2,796	2,796	100%	2,796	100%	N/A	N/A	N/A	N/A	N/A	N/A
Female	10	10	100%	10	100%	10	100%	N/A	N/A	N/A	N/A
Total	2,806	2,806	100%	2,806	100%	10	100%	N/A	N/A	N/A	N/A
Other than Permanent Workers											
Male	11,809	11,809	100%	11,809	100%	N/A	N/A	N/A	N/A	N/A	N/A
Female	146	146	100%	146	100%	146	100%	N/A	N/A	N/A	N/A
Total	11,955	11,955	100%	11,955	100%	146	100%	N/A	N/A	N/A	N/A

For other than permanent workers the well-being is ensured through the third-party service providers as per Statute.

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year

Benefits	FY 2022-23			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	100%	Yes	100%	100%	Yes
ESI	N/A	100%	Yes	N/A	100%	Yes
Others- please specify	-	-	-	-	-	-

Note: 100.00% coverage as per threshold limit eligibility in accordance with the Employees State Insurance Act, 1948.

3. Accessibility of workplaces

Are the premises/offices of the Company accessible to differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the Company in this regard.

Yes. The premises/offices are accessible to differently abled employees and workers.

4. Does the Company have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

The Company adopts fair employment practices and has formulated a policy on human rights that values diversity, promotes equal opportunity, and prevents intolerance or discrimination based on disability. Apart from promoting equality, the Company also provides differently-abled employees with a work environment that is supportive, inclusive, and ergonomic. The said Policy is put up in offices and is accessible to the public on our website. <https://docs.exideindustries.com/pdf/policies-certifications/human-rights-policy.pdf>

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

The Company has an efficient workforce with an employee-friendly workplace. It has faced no disruptions in its functioning as it has been able to completely retain its top talent during the current financial year. The Company understands the importance of well-being of employees and workers and on compassionate grounds considers maternity leaves as per employee/worker's need. This also helps in achieving a high retention rate.

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	NA	NA	NA	NA
Female	100%	100%	100%	100%

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	
Other than permanent workers	
Permanent employees	Yes
Other than permanent employees	

We have internal systems in place, where employees can express their grievances through various channels, including the Apex Grievance Redressal Committee. Exide believes in redressal of any employee facing injustice, criticism, unfairness or violation of dignity. We have launched an Apex Employee Grievance Redressal Forum to provide a platform for employees to reach out for redress. The Committee, comprising the Senior management, evaluates each grievance and the appropriate next step is followed depending on the nature of the grievance.

In addition to the above, employees can express their grievances through various channels, including Whistle Blower Policy, POSH mechanism, and so on. We have an open-door policy whereby an employee can reach out to even to the highest authority in order to encourage transparency, and open communication lines for feedback, and discussion. This fosters resolutions proactively and swiftly.

In the factories, the Company has a proactive grievance identification process. Periodically, a collective meeting is conducted with workers, feedback is taken, and any grievance is registered for subsequent action. At the regions, there are designated business HR partners to handle employee grievances. Depending on the nature of the issue and attributed factors of grievance, the HR department develops a resolution plan and assigns a Single Point of Contact (SPOC) for resolution. Upon completion of resolution action, the feedback is taken for satisfactory closure of grievance.

Weekly department and functional level interactions and feedback sessions are conducted with third-party service provider representatives and the HR team to resolve grievances, if any. We also have a robust Whistle Blower Policy to encourage employees to raise concerns against any suspected illegal activity.

7. Membership of employees and workers in association(s) or unions recognised by the listed entity:

Category	FY 2022-23			FY 2021-22		
	Total employees/ workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	N/A	N/A	N/A	N/A	N/A	N/A
- Male	N/A	N/A	N/A	N/A	N/A	N/A
- Female	N/A	N/A	N/A	N/A	N/A	N/A
Total Permanent Workers	2,806	2,613	93.12%	2,817	2,748	97.55%
- Male	2,796	2,613	93.45%	2,806	2,747	97.89%
- Female	10	N/A	0.00%	11	1	9.09%

8. Details of training given to employees and workers

Category	FY 2022-23					
	Total (A)	On Health and safety measures		On Skill upgradation		
		No. (B)	% (B/A)	No. (C)	% (C/A)	
Employees						
Male	2,299	1,284	55.85%	2,299	100.00%	
Female	103	28	27.18%	103	100.00%	
Total	2,402	1,312	54.62%	2,402	100.00%	
Workers						
Male	2,796	1,963	70.20%	1,663	59.48%	
Female	10	10	100.00%	10	100.00%	
Total	2,806	1,973	70.31%	1,673	59.62%	

Note: The Company has started collating the training data from FY 2022-23 in a structured manner.

Exide has a comprehensive framework for ensuring training of employees & workers. We have state-of-art facilities in factories (TPM Training Centre) where training is provided as per the requirements of the job assigned to employees. In FY 2022-23, major training topics were human rights, customer specific requirements, process knowledge, work ethics & work culture, DFMEA, food safety, Exide supplier manual, health & safety and CSR.

Additionally, the HR team has developed online modules for providing information regarding the manufacturing process, product, quality, etc. The Company also provides specific training to the R&D department as well as to its high-performing employees at various prestigious institutions. The Company also places emphasis on skill development and cyber security training to the employees.

9. Details of performance and career development reviews of employees and workers:

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	2,299	2,299	100%	2,252	2,252	100%
Female	103	103	100%	94	94	100%
Total	2,402	2,402	100%	2,346	2,346	100%
Workers						
Male	2,796	2,796	100%	2,806	2,806	100%
Female	10	10	100%	11	11	100%
Total	2,806	2,806	100%	2,817	2,817	100%

We are a people-driven organisation with a result-oriented approach. This implies that each team member is armed with all the necessary resources to achieve their respective targets. Performance reviews are conducted periodically depending on their functional responsibilities. Line managers and employees regularly review and discuss performance and development. Exide has SAP Success Factors as Performance Management System.

The Long-Term Settlement (LTS) and collective agreements are applicable to all workers. Workers are promoted to the officers' category, subject to vacancies and merit.

10. Health and safety management system:

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?

Yes, the Company has implemented the ISO 45001 system at its manufacturing facilities and offices. At the Head Office, the Company has a Safety and Health Department to oversee organisation-wide initiatives. The Company conducts internal and external audits, which include EHS audits and audits by certification bodies, to assess the effectiveness of the systems. Updates related to the health and safety measures are also regularly shared with the senior management through monthly review meetings.

Evaluation and implementation of safety systems are monitored by Safety Committees at individual factories and offices. These committees conduct a meeting every month to discuss and review the safety and health aspects of employees in their respective offices. Safety induction training is conducted for all new recruits, whether permanent or contractual. Specialised training is also provided for certain work areas depending on the risk involved. For closer focus on process safety and to ensure wider participation, the Company has also designated 'Safety Champions' for each process.

Overall, the Company's occupational health and safety management system is designed to prevent workplace injuries and illnesses, improve compliance with laws and regulations, and engage workers through educational programs.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company has a proven process in place to identify and assess work-related hazards, both on a routine and non-routine basis.

For routine jobs, the Hazard Identification and Risk Assessment (HIRA) framework implemented across the organization helps in scanning each of the processes for potential hazards, their causes, consequences and impacts. The current controls are evaluated and based on their risk priority, additional controls are implemented, where required, including engineering controls, administrative controls, and personal protective equipment (PPE).

For non-routine jobs, the Company has internal guidelines in place subject to risk assessment. Such jobs are additionally controlled through a work permit system. The assessment of risk considers various factors, including the severity and likelihood of the potential hazard, the task to be performed, and the environment in which the task is to be performed.

Overall, the Company's HIRA framework and internal guidelines ensure that all work-related hazards are identified and assessed, and appropriate controls are implemented to minimize the risk to employees and other stakeholders.

c. Whether you have processes for workers to report work-related hazards and to remove themselves from such risks. (Y/N)

The Company has a system in place to identify potentially harmful conditions at the workplace in an organised manner. Each work area has a mechanism to track and resolve recognised hazards, and encourages employees to detect, report, and participate in minimisation of risk. Each factory has safety champions to report work-related hazards along with their suggested resolution. Their reports are reviewed by the Management periodically.

Periodic safety audits are conducted by cross-functional teams to proactively identify and deal with workplace hazards. All incidences and near misses are investigated from the root causes and corrective actions are taken. To this end, suggestion boxes are kept to report the near-miss cases.

d. Do the employees/workers of the entity have access to non-occupational medical and healthcare services?

Yes. The Company provides additional healthcare benefits such as medical insurance to employees and their families, executive health check-ups, medical consultants and wellness support. We also have tie-ups with various empanelled hospitals, diagnostic centres and digital health platforms to extend support as and when required.

11. Details of safety-related incidents, in the following format:

Safety Incident /Number	Category	FY 2022-23	FY 2021-22
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
Total recordable work-related injuries	Workers	0.03	0.20
No. of fatalities	Employees	Nil	Nil
	Workers	0.03	0.20
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

The Company has ensured that the working space is free of hazardous practices and work-related accident risk and makes every effort to maintain the safe work environment. The Company has not recorded any fatalities in its workplace during the year under review.

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company has a comprehensive framework for ensuring health and safety at the workplace. Below are some of the measures taken by Exide to ensure a safe and healthy work environment:

1. The Company has achieved ISO 14001 and ISO 45001 certifications by TUV-SUD, an external agency, which demonstrates its commitment to sustainability and occupational health and safety.
2. The senior management has prioritized health and safety through an EHS policy that is displayed at prominent locations, ensuring that all employees are aware of the Company's commitment to health and safety.
3. Daily toolbox talks are conducted on the shop floor to raise awareness and educate employees about health and safety issues.
4. Safety champions are assigned to identify and report unsafe actions and conditions to continuously improve safety culture.
5. Dedicated safety committees have been established in each factory and office to oversee the implementation and engagement of safety measures.
6. All employees receive safety and health training, including safety induction and skill-based training, to ensure that they are equipped with the necessary knowledge and skills to work safely.
7. The Company has dedicated EHS teams at all factories to identify and resolve health and safety-related issues. Medical officers and male nurses are also available in case of medical emergencies.
8. First-aiders are trained across all factory locations, and emergency response teams are established to respond to any emergencies. Periodical mock drills are conducted to ensure that the emergency response teams are prepared to handle any situation effectively.
9. Internal safety audits are conducted on-site, besides the external audits from certification bodies. Corporate TQM and EHS teams also conduct internal safety audits for evaluating compliance and ensuring effectiveness and safety in the workplace.

The Company regularly reviews and evaluates the effectiveness of these measures to ensure continuous improvement, demonstrating its commitment to sustainability and occupational health and safety.

13. Number of complaints on working conditions and health and safety made by employees and workers.

Benefits	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	-	Nil	Nil	-
Health & Safety	28	Nil	-	Nil	Nil	-

Note: The Company has started collating the details from FY 2022-23 in a structured manner.

14. Assessments for the year

% of plants and offices that were assessed (by entity or statutory authorities or third parties)	
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.

Exide has a comprehensive approach towards health and safety practices and working conditions. To address safety-related incidents, the Company follows established procedures and guidelines for EHS system requirements. Effective corrective actions are implemented through proactive incident investigation and workplace risk identification and assessment. The effectiveness of the controls is checked at regular intervals.

In addition, the Company has taken various measures to promote health and safety practices among its employees. These measures include medical health check-ups, medical surveillance plans, proactive job rotation, engineering controls, training, rewards and recognition schemes, and employee engagement through various initiatives.

Principle 4: Business should respect the interests of and be responsive to all its stakeholders

At Exide, we value all our stakeholders, and our efforts are directed towards creating a long-term cordial relationship with them. We aim to achieve and sustain outstanding levels of performance that meet or exceed the expectations of all stakeholders. The essence of this principle is embedded in the Company's vision, mission, and core values statement. These are fundamental to our existence and practiced in our processes, activities, and behaviour.

The Company has recognised and categorised its stakeholders as illustrated below:



Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the Company.

The Company's operation have an inevitable impact on the community and the society within which it operates. It has categorised the stakeholder groups as internal and external (details of which are given in the above graphic) depending on the impact it creates on them.

- Shareholders play a significant role in the functioning of our entity, providing both financial and non-financial inputs.
- Customers are the most critical stakeholder as all our products and services are targeted towards fulfilling their requirements.

- Employees and workers are vital stakeholders as they share our goal and are instrumental in helping us become industry leaders.
- Dealers, distributors, vendors, suppliers, and alliance partners are critical players that help us satisfy our logistical demands on schedule.
- Communities help us become better corporate citizens as we strive for their all-round development.
- Central, State, or local governments and various statutory and regulatory bodies are also salient stakeholders for the Company, as we are guided by the laws and regulations that help in the ethical conduct of business, with transparency and accountability.

The detailed process of stakeholder identification and engagement is highlighted in the Sustainability Report <https://www.exideindustries.com/investors/annual-reports.aspx>.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Key stakeholder groups identified by the Company are listed below. We engage with the majority of them on an ongoing basis throughout the year. The frequency of engagement with others depends upon the nature of interaction and engagement terms the Company enjoys with them.

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly / others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders	Yes	<ul style="list-style-type: none"> Physical and virtual meetings (AGM/EGM) Stock exchange communications Investor presentation, earning calls, investor meetings with management Complaints and grievance management Email, Newspaper, Website 	Annual/As per requirement	<ul style="list-style-type: none"> Financial and non-financial report sharing/ dividend/IEPF related matters
Customers	Yes	<ul style="list-style-type: none"> Embracing digital platforms to strengthen after-sales services Serving customers through the Exide Care website as well as providing door-step services such as Batmobile and Service 2.0 dealers network Emails/advertisements/ website 	As per requirement	<ul style="list-style-type: none"> Product innovation and improvement based on customer inputs Efficient after sales service Grievance resolution mechanism
Employees and Workers	Yes	<ul style="list-style-type: none"> Intranet and in-house newsletters, email communication Training & coaching initiatives Management-employee Town Hall meets Performance dialogue & appraisals 	As per requirement	<ul style="list-style-type: none"> Sharing Policies Welfare Schemes Appraisals Career Development Health & Safety Learning & Development

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly / others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Dealers and Distributors	Yes	<ul style="list-style-type: none"> • Dealer Distributor meet • Regular visit by Company's representative • Meeting with senior management • Embracing digital platforms • Email/SMS • Advertisements/phone calls 	As per requirement	<ul style="list-style-type: none"> • Production plans • Invoices • Bill payments • Grievances • Long term relationship
Vendors/ suppliers and alliance partners	Yes	<ul style="list-style-type: none"> • Supplier meetings and site-visits • Suppliers audit • Vendor due diligence • Quarterly supplier engagement • Feedback • Emails/SMS/digital platform 	As per requirement	<ul style="list-style-type: none"> • Production plans • Grievances • Long term relationship • Ethical business conduct • Continuous assistance and support in SCM • Assured product quality • Timely payments
Communities	Yes	<ul style="list-style-type: none"> • Community meetings • CSR initiatives & interventions • Robust grievance mechanism • Community meetings • Need & Impact assessment survey • Communication via newsletters, social media, etc. 	As per requirement	<ul style="list-style-type: none"> • Planning and monitoring of CSR initiatives. • Ensuring availability of quality healthcare and sanitation through Exide Aarogya • Promoting education and scholarship through Exide Akshar • Providing livelihood opportunities through Exide Kaushal • Safeguarding the environment through Exide Paryavaran • Empowering communities through Exide Saksham
Central, State and local governments and various Statutory and Regulatory Bodies	Yes	<ul style="list-style-type: none"> • E-mail • Websites • Meetings 	As per requirement	<ul style="list-style-type: none"> • Notices, show cause notice • Changes in local laws changes in regulation and other requirements • Good governance and compliance on topics such as policy advocacy, participating in national forums, etc.

Principle 5: Business should respect and promote human rights

Exide has established a robust framework to effectively detect violations and handle resulting issues. Besides ensuring a respectful work culture, it also adheres to applicable laws including the Non-Discrimination and Human Rights policies. The Company has also amended policies and created new guidelines in the aftermath of COVID-19 which will enable better preparedness for contingencies.

These policies have been established and shared with all parties. Apart from abuses such as child or forced labour and human trafficking, topics specifically addressed are work hours, salaries, safe and healthy workplace, diversity and community relations. The policy is also conveyed to suppliers, and it is controlled by the business code of conduct, which all the Company's suppliers have signed. The link to these policies is provided below:

<https://docs.exideindustries.com/pdf/policies-certifications/human-rights-policy.pdf>

<https://docs.exideindustries.com/CorporateGovernance/7a1a97eb-64b1-4ce1-b599-ada0c66e5b04.pdf>

<https://docs.exideindustries.com/CorporateGovernance/68f34402-a1dc-4033-87ee-5941b79f8e73.pdf>

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity

At Exide all employees undergo a mandatory human rights awareness session before joining and as and when there is update in the policy. We also ensure that all the workers hired through third-party agencies are aware of the rights and practices that are upheld in Exide.

Category	FY 2022-23		
	Total (A)	No. of employees / workers covered (B)	% (B/A)
Employees			
Permanent	2,402	1,532	63.78%
Other than permanent	1,797	Nil	Nil
Total Employees	4,199	1,532	36.48%
Workers			
Permanent	2,806	644	22.95%
Other than permanent	11,955	1,117	9.34%
Total Workers	14,761	1,761	11.93%

Note: We have started collating the details from FY 2022-23 in a structured manner.

2. Details of minimum wages paid to employees and workers.

Category	FY 2022-23					FY 2021-22				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	2,402	Nil	Nil	2,402	100.00%	2,346	Nil	Nil	2,346	100.00%
Male	2,299	Nil	Nil	2,299	100.00%	2,252	Nil	Nil	2,252	100.00%
Female	103	Nil	Nil	103	100.00%	94	Nil	Nil	94	100.00%
Other than Permanent	1,797	1,105	61.49%	692	38.51%	1,883	Nil	Nil	1,883	100.00%
Male	1,761	1,087	61.73%	674	38.27%	1,847	Nil	Nil	1,847	100.00%
Female	36	18	50.00%	18	50.00%	36	Nil	Nil	36	100.00%
Workers										
Permanent	2,806	128	4.56%	2,678	95.44%	2,817	Nil	Nil	2,817	100.00%
Male	2,796	128	4.58%	2,668	95.42%	2,806	Nil	Nil	2,806	100.00%
Female	10	Nil	Nil	10	100.00%	11	Nil	Nil	11	100.00%
Other than Permanent	11,955	7,771	65.00%	4,184	35.00%	11,014	7,782	70.66%	3,232	29.34%
Male	11,809	7,630	64.61%	4,179	35.39%	10,906	7,691	70.52%	3,215	29.48%
Female	146	141	96.57%	5	3.43%	108	91	84.26%	17	15.74%

3. Details of remuneration/salary/wages

Category	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD) #	8	1,54,56,918	1	50,00,000
Key Managerial Personnel (KMP)	1	1,53,89,436	Nil	Nil
Employees other than BoD and KMP	2,294	9,64,233	103	10,60,149
Workers	2,796	5,89,527	10	1,69,972

*Remuneration of female board member pertain to commission paid to a Non-executive Independent Director.

Represents median remuneration paid to all executive as well as non-executive board members

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Company has an Apex Grievance Redressal Committee comprising senior management where the grievances are evaluated, and the appropriate next step is followed depending on the nature of the grievance. It is a forum for employees facing issues relating to injustice, criticism, unfairness or violation of dignity.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

For details on grievance redressal, refer to Q no. 6 of principle 3

6. Number of complaints on the following made by employees and workers.

	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	1	Nil	-	Nil	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child Labour	Nil	Nil	-	Nil	Nil	-
Forced Labour/ Involuntary Labour	Nil	Nil	-	Nil	Nil	-
Wages	30	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-
Working Condition	Nil	Nil	-	Nil	Nil	-
Health & Safety	28	Nil	-	Nil	Nil	-

Note: We have started collating the details from FY 2022-23 in a structured manner

7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Exide encourages reporting and takes measures to prevent any adverse consequences to the complainant. The Company has a Sexual Harassment Avoidance Redressal policy in place, in accordance with which redressal committees have been formed at the Apex, factory and regional levels. Detailed guidelines on reporting and redressal have also been laid by the Company. The workforce has the right to register any grievance they face, irrespective of the magnitude of the problem. The POSH training is mandated for all employees and workers of the Company.

Please refer the policy on Sexual Harassment Avoidance Redressal available on website of the Company at <https://docs.exideindustries.com/CorporateGovernance/68f34402-a1dc-4033-87ee-5941b79f8e73.pdf>

8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes.

9. Assessment for the year.

% of the Company's plants and offices that were assessed (by the Company or statutory authorities or third parties)	
Child Labour	100%
Forced Labour/Involuntary Labour	100%
Sexual Harassment	100%
Discrimination at workplace	100%
Wages	100%

Note: Besides the Company's own assessment, the internal and external auditors conduct assessments as per the audit schedule. Assessments are also carried out by respective government authorities from time to time.

10. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.

Since there have been no issues as highlighted in Question 9, no corrective actions were required. To address the risks and concerns, the Company has created organisation-wide awareness of all aspects mentioned above. Interaction sessions for workers and management personnel are also leveraged for feedback. The Company has a mechanism in place for monitoring compliance so that any change in state policy regarding minimum wages is promptly evaluated and resolved.

Principle 6: Business should respect and make efforts to protect and restore the environment

Exide endeavours to conserve natural resources and provide a secure, fair and inclusive environment for the growth and prosperity of communities as well as the natural ecosystem. Rigorous environmental impact assessments are conducted through which the Company has identified focus areas for reducing any adverse impact on climate change parameters.

Responding to the concerns, the Company has developed a well-defined environmental and sustainability strategy and is diligently working to decrease Green House Gas (GHG) emissions. An Energy Management Cell has been established at the corporate level to drive energy-efficiency initiatives and minimise the effects on climate change by reducing emissions of GHG. Going a step further, we have also developed a wide product pipeline to cater to the demand for solar energy and related projects to bring renewables into the mainstream.

Exide has remained committed to increasing the use of green energy in the manufacturing operations. To that end, we have set up on-site as well as off-site group captive solar power plants. As a result of the focus on using green energy, the renewable energy consumption went up by 20% over last year accounting for 19% of total energy consumption in manufacturing operations in year 2022-23. We are in the process of adding wind energy in some of our plants to boost our green energy mix. The Company plans to double its renewable energy capacity by 2030 as we progress towards our 'net zero' commitment.

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity.

Parameter	FY 2022-23	FY 2021-22
Total electricity consumption (from non-renewable sources) (A) (in Giga Joules) (GJ)	15,96,690	13,77,715
Total fuel consumption (B) (in GJ)	5,28,059	4,52,732
Energy consumption through other sources (Renewable (Solar) Energy consumption) (C) (in GJ)	3,67,502	3,06,428
Total energy consumption (A+B+C) (in GJ)	24,92,251	21,36,875
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees) (in GJ/ ₹/lakh)	1.71	1.73

Note: No independent assessment/ evaluation/assurance has been carried out by an external agency

2. Does the Company have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No. Our manufacturing units are not covered by the PAT scheme.

3. Provide details of the following disclosures related to water.

Parameter	FY 2022-23	FY 2021-22
Water withdrawal by source (in kilolitres)		
(i) Surface water	Nil	Nil
(ii) Groundwater	7,96,676	6,52,043
(iii) Third-party water	12,74,338	11,66,379
(iv) Seawater / desalinated water	Nil	Nil
(v) Others	Nil	Nil
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	20,71,014	18,18,422
Total volume of water consumption (in kilolitres)	20,71,014	18,18,422
Water intensity per rupee of turnover (Water consumed / turnover) (KL/ ₹ in Crore).	141.93	146.86

*The above data pertains to our factories only. Water consumed / withdrawn at offices is not included in above list.

Note: No independent assessment/ evaluation/assurance has been carried out by an external agency.

4. Has the Company implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Exide has successfully implemented Zero Liquid Discharge (ZLD) across manufacturing locations in Ahmednagar, Hosur, and Taloja. The Company utilizes a tertiary treatment process that includes three stages of reverse osmosis and multiple-effect evaporation to achieve ZLD. The permeate from the reverse osmosis plant and the condensate from the evaporator are reused in the manufacturing process, while the evaporator concentrate is dried in an Agitated Thin Film Drier. The dried salt is sold to an authorized pre-processor.

Besides these, there are adequate water treatment systems across all manufacturing facilities to ensure compliance with applicable norms laid down by respective State Pollution Control Boards (SPCBs).

5. Please provide details of air emissions (other than GHG emissions) by the Company.

Parameter	Please specify unit	FY 2022-23	FY 2021-22
NOx	µg/m3	25.76	26.24
SOx	µg/m3	12.90	11.41
Particulate matter (PM)	mg/m3	14	15
Persistent organic pollutants (POP)		N/A	N/A
Volatile organic compounds (VOC)		N/A	N/A
Hazardous air pollutants (HAP)	mg/m3	2	2
Others – please specify		-	-

Note: No independent assessment/evaluation/assurance has been carried out by an external agency.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity.

Parameter	Unit	FY 2022-23	FY 2021-22
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	31,684	27,164
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	4,47,073	3,85,760
Total Scope 1 and Scope 2 emissions per rupee of turnover	MT /₹ in Crore	32.81	33.44

Note: No independent assessment/ evaluation/assurance has been carried out by an external agency.

7. Does the Company have any project related to reducing Green House Gas emissions? If yes, then provide details.

Yes.

Aligning Exide with the national objectives of climate change is a focus area and reducing GHG emission in operations are a key consideration in decision making.

Raising efficiency in energy consumption through increased use of natural light on the shop floor, monitoring consumption, use of sensors and variable frequency drives for optimised operation of machines and equipment, and maintaining the power factor close to unit are some of the major initiatives. We are also in the process of using e-vehicles for last mile deliveries to dealers, replacing Internal Combustion Engine (ICE) vehicles.

The Company continues to be involved in several projects for developing batteries suited for applications reducing carbon footprint in their user phase as hybrid vehicles, solar inverters and e-rickshaws.

With our commitment on increased use of renewable energy, we successfully raised consumption of RE by 20% over FY 21-22, and remain focussed on opportunities to continue on this path.

8. Provide details related to waste management by the Company.

Parameter	FY 2022-23	FY 2021-22
Total Waste generated (in metric tonnes)		
Plastic waste (A)*	762	603
E-waste (B)**	10.8	10.9
Bio-medical waste (C)**	0.10	0.04
Other Hazardous Waste. Please specify, if any. (D)***	39,686	38,609
Other Non-hazardous waste generated (E). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	8,119	8,460
Total (A+B + C + D + E)	48,577.90	47,682.94
Category of waste		
(i) Recycled ****	47,817	34,899
Category of waste		
(i) Incineration	Nil	Nil
(ii) Landfilling *****	4,413	6,359
(iii) Other disposal operations	Nil	Nil
(iv) Total	4,413	6,359

Note: No independent assessment/ evaluation/assurance has been carried out by an external agency.

* Plastic waste represents waste generated in the factories.

** E-waste, bio-medical waste and other hazardous and non-hazardous waste are as per actual quantities generated in the factories.

*** Factory processes waste is included in hazardous waste. Collection of used batteries for recycling lead is not included.

**** Quantity of waste recycled includes hazardous waste, non-hazardous waste, plastic waste and e-waste.

*****Landfill waste is mainly ETP sludge disposed at respective State PCB approved TSDF (Treatment Storage & Disposal Facility). With approval from respective SPCB, ETP sludge from Chinchwad and Ahmednagar plants is being sent to cement manufacturing plants for use as flux in their operations and thereby reducing quantum of landfill.

9. Briefly describe the waste management practices adopted in your establishment. Describe the strategy adopted by your Company to reduce the usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Various waste management practices adopted by Exide are as follow:

1. Reduction of usage of hazardous and toxic chemicals in products and the manufacturing processes through optimized equipment design; reduced plastic content; storage and handling of hazardous material; and re-engineering of the process using less hazardous alternatives.
2. Efficient fume and dust extraction systems have been installed at the manufacturing units which are monitored and maintained for ensuring a safer workplace environment
3. Disposal of hazardous waste generated during the manufacturing process at a CPCB approved nearest TSDF (Treatment Storage & Disposal Facility).
4. Recycling of non-hazardous waste by selling it to licensed re-processors or vendors.
5. Undertaking projects to recycle and utilize lead waste to conserve natural resources and safeguard the environment.
6. Limitation of wastewater creation using a recirculation charging technique.
7. Establishment of an Acid Recovery Plant to collect acid from effluents, minimizing the acidic effluent load.
8. Establishment of a Wash Water Recovery Plant for reuse. This has minimized the amount of water used in the plate washing operation, resulting in improved use of water
9. Installation of a first-stage Reverse Osmosis (RO) in the Effluent Treatment Plant.(ETP) The treated effluent is recycled in the process, resulting in an average of 30 KL of water being recycled every day.

Additionally, we have taken several projects to reduce waste and minimize the use of toxic chemicals, such as:

1. Co-processing of ETP sludge to cement/Other industries in Ahmednagar, Chinchwad, and Hosur sites.
2. Recovery of solvent (Acetone) at Hosur Site for reuse in the process,
3. Reuse of damaged wooden pallets by repairing them internally, wherever feasible.

In summary, the Company has implemented several waste management practices to ensure the reduced use of toxic chemicals in products and processes, safe disposal of hazardous waste, and recycling of non-hazardous waste to conserve natural resources and safeguard the environment. We have also implemented measures to minimise wastewater creation and maximise water savings by reusing the water in our processes.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones and so on) where environmental approvals / clearances are required, please specify details in the following format.

Sl. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
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Not Applicable

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
			Not Applicable		

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act, and rules thereunder (Y/N).

Yes. The Company is compliant with the applicable laws pertaining to Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder.

If not, provide details of all such non-compliances, in the following format:

Sl. No.	Specify the law/ regulation / guidelines which were not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
			Not Applicable	

Leadership Indicators

1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY 2022-23	FY 2021-22
From renewable sources		
Total electricity consumption- (A)	3,67,502	3,06,428
Total fuel consumption (B)	Nil	Nil
Energy consumption through other Sources (C)	Nil	Nil
Total energy consumed from renewable sources (A+B+C)	3,67,502	3,06,428
From non-renewable sources		
Total electricity consumption (D)	15,96,690	13,77,715
Total fuel consumption (E)	5,28,059	4,52,732
Energy consumption through other sources (F)	Nil	Nil
Total energy consumed from non-renewable sources (D+E+F)	21,24,749	18,30,447

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)
If yes, name of the external agency. No

2. Provide the following details related to water discharged:

Parameter	FY 2022-23	FY 2021-22
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(ii) To Groundwater		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) To Seawater		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third-parties		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(v) Others		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	3,21,191	3,68,087
Total water discharged (in kilolitres)	3,21,191	3,68,087

100% of discharged water is treated within the plant.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area : Krishnagiri district, Tamilnadu
- (ii) Nature of operations : Lead-acid battery production
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2022-23	FY 2021-22
Water withdrawal by source (in kilolitres)		
(i) Surface water	Nil	Nil
(ii) Groundwater	Nil	Nil
(iii) Third party water	2,68,884	2,82,729
(iv) Seawater / desalinated water	Nil	Nil
(v) Others	Nil	Nil
Total volume of water withdrawal (in kiloliters)	2,68,884	2,82,729
Total volume of water consumption(in kiloliters)	2,68,884	2,82,729
Water intensity per rupee of turnover (Water consumed / turnover)	-	-
Water intensity (optional) – the relevant metric may be selected by the entity	47	57

Note : Water intensity (optional) : expressed as kilo liter of water consumed per Million Ampere-hour of production.

Parameter	FY 2022-23	FY 2021-22
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(ii) Into Groundwater		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) Into Seawater		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third-parties		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(v) Others		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
Total water discharged (in kilolitres)	Nil	Nil

Note : The factory at Hosur has Zero discharge of water.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)
If yes, name of the external agency. No

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Exide is committed to drive change both through its business operations and at the grassroots level through education and public awareness.

The Company is represented on the governing bodies and several committees — both at the state and national levels — of Confederation of Indian Industry (CII) and the Bengal Chamber of Commerce and Industry (BCCI). Through these forums, we actively participate in various issues concerning business and society. The Company is also a member of the following key industry associations: Society of Indian Automobile Manufacturers, Engineering Export Promotion Council of India, Indian Electrical and Electronics Manufacturers Association, and Indian Battery Manufacturers' Association.

Public awareness programmes on the responsible use and disposal of lead have also been organised in collaboration with various pollution control bodies and other groups. The Company has played an active part in developing regulations for the appropriate treatment and disposal of spent lead-acid batteries.

The Company actively works with associations, institutions, and organizations, both Governmental and non-Governmental, that are involved in framing policies or influence policy-formulation by the Government and regulatory bodies. We have however prioritized our focus and restrict our involvement in certain cases, subject to the merit and spirit of work that an association conducts. The public policy is available on website of the Company at <https://www.exideindustries.com/about/policies-certifications.aspx>

Essential Indicators**1. a. Number of affiliations with trade and industry chambers/associations.**

The Company has ten affiliations with trade and industry chambers/associations as highlighted in the table in point below.

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the Company is a member of/affiliated to.

Sl. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/ National)
1	Bengal Chamber of Commerce and Industry	State
2	Bombay Chamber of Commerce and Industry	State
3	Confederation of Indian Industry	National
4	Engineering Export Promotion Council of India	National
5	Indian Battery Manufacturers' Association	National
6	Indian Electrical and Electronics Manufacturers Association	National
7	Institute of Directors	National
8	Quality Circle Forum of India	National
9	Recycling & Environment Industry Association of India	National
10	Society of Indian Automobile Manufacturers	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the Company, based on adverse orders from regulatory authorities.

Name of the authority	Brief of the case	Corrective action taken
		Nil

Leadership Indicators**1. Details of public policy positions advocated by the Company:**

The Company during the year has advocated / advocating its views for the below three policies/rules –

Sl. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly /Others – please specify)	Web Link, if available
1.	Advocacy for Battery Waste Management Rules 2022. The Ministry of Environment & Climate Change issued the new policy on management of used batteries – the Battery Waste Management Rules 2022. The new policy supersedes the earlier policy Battery Management & Handling Rules 2001 (as amended time to time).	Discussions in meetings organised by CPCB/MoEF. Written communication conveying our observations and views on changes in the rules.	No	The Company, being an active member of Indian Battery Manufacturers' Association, conveys its observations and suggestions on the revised rules to the Ministry and Central Pollution Control Board. This communication depends on the requirement of the association, as it seeks views of its members.	No

Sl. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly /Others – please specify)	Web Link, if available
2.	Advocacy of draft “National Electricity Policy” Ministry of Power issued the draft “National Electricity Policy” and circulated it for inputs from industry participants.	Discussions in meetings organised by Bengal Chambers of Commerce on the policy. Written communication/ emails submission conveying our observations.	No	The Company has shared its views on the policy from time to time as per the requirement of BCCI or Ministry.	No
3.	Advocacy for draft Renewable Energy policy of West Bengal. More than 50% of the Company's production is in the state of West Bengal. consequently, the new Renewable Policy of West Bengal is crucial for the Company's objectives on increasing the proportion of renewable energy in its total energy mix.	Discussions in meetings organised by Bengal Chambers of Commerce on the policy Written communication/ emails submission conveying our observations.	No	In response to request from the Department of Power, West Bengal the Company has been sharing its views as required by the Department of Power, West Bengal.	No

Principle 8: Businesses should promote inclusive growth and equitable development

Exide recognises that sustainable development is critical to inclusive growth and equitable development. The Company is committed to ensuring the overall and long-term development of the communities surrounding it. Community development projects are designed and implemented based on a need assessment conducted within the communities. Community engagement is ensured during project planning and implementation for greater accountability and inclusive growth. This approach fosters improved ownership and long-term growth even when the CSR initiative ceases to exist.

The Company is continuing to refine its CSR strategies in response to the pandemic and its ramifications through interventions that focus on supplementing healthcare facilities for communities, preventing learning loss in children, preventing livelihood loss by improving employability, enhancing resilience and capabilities of underserved individuals and environment action. The CSR activities are in line with the numerous global Sustainable Development Goals and are targeted at assisting individuals, families, and communities from less affluent backgrounds. The Company is continuously exploring opportunities to collaborate with communities around its operating regions, with a focus on solving the most pressing needs of the community. During the fiscal year 2022-23, Exide's community outreach programmes positively affected over 3.1 lakh lives.

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the Company, based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes /No)	Results communicated in public domain (Yes / No)	Relevant Web link
			Not Applicable		

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by the Company.

The Company is not involved in the direct acquisition of land. All the land used is either given by the government or financial institutions.

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
				Not Applicable		

3. Describe the mechanisms to receive and redress grievances of the community.

The Company has regular interactions with panchayat bodies and other community members to discuss the aspirations and concerns of the local communities, not just relating to the impact of the Company's operations but also related to their overall well-being. Initiatives are then designed to address these aspirations and concerns as a part of our social commitment.

A regular consultation process is in place at all our Plants that enables us to receive suggestions, feedback, and grievances from local communities. The Company has constituted a grievance redressal mechanism that enables its Plants to act immediately on any grievance received.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers.



Leadership indicators

1. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge

Sl. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
		Nil		

2. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
		Nil

3. Details of beneficiaries of CSR projects:

Sl. No.	CSR Project	No of persons Benefitted	% of beneficiaries from vulnerable / marginalized groups.
1	Exide Akshar	1,27,290	92.00%
2.	Exide Aarogya	1,25,030	64.00%
3	Exide Saksham	27,520	98.00%
4.	Exide Paryavarjan	20,500	87.00%
5.	Exide Kaushal	8,200	100.00%
6.	Others	5,000	10.00%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

With a legacy of more than 75 years, Exide has been able to gain a strong foothold in the market. The ability to forge deep connections with its consumers has enabled us to take a leading position in the industry. The Company also integrates the insights of customers to enhance the design and development of new products. We take customer feedback pertaining to product experience, packaging, service support, and behaviour, among other factors, for continual improvement of our operations.

The core value statement of the Company, as highlighted below, also focuses on servicing the customer in a responsible manner:

CUSTOMER ORIENTATION

- We understand our customers (both external and internal).
- We understand that customer loyalty, retention, and market share gain is maximised through a clear focus on the needs and expectations of both existing and potential customers.

- Keeping in mind the competitive advantage, we anticipate and gather insights on customers' needs and expectations and act in order to meet/exceed them through product and service quality.
- We build and maintain an effective and proactive relationships with customers.

Apart from product development, Exide recognises customer care as an integral part of its organisational system. Exide Care outlets uphold certain service standards and provide comprehensive customer brand experience through a mix of bleeding-edge design, pleasant environment, service technology, and customer focus. The Company has established over 1600 exclusive stores offering customers a stellar experience. Known as Exide Care, these flagship outlets are the pride of Exide and reinforce the Company's commitment to superior customer care and service. The Exide Care umbrella includes an on-demand battery service application that aims to end battery-related issues, whether it is for an automobiles or inverters. We developed an application called 'Exide Samrat,' to create a loyalty programme for mechanics which also helps us serve our customers. For the Industrial vertical, we have elevated the customer experience with the launch of our Exide Edge platform, which helps in engaging directly with the customers

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company has a well-developed customer complaint resolution mechanism. These are customised by client-category such as users of automotive vehicles (2-wheelers, 3-wheelers, cars, commercial vehicles), home UPS users, OEMs, other institutional customers, etc..

Exide caters to some of the leading automotive and industrial brands. Customer involvement and brand advocacy tactics have been implemented proactively by the Company. Door delivery service initiatives have been undertaken as flagship projects. This has made it easier to access services, reducing complaint response time to just a few hours. The Company has promoted its toll-free call centre contact number through its product labels and warranty cards.

A professional call centre facility evaluates, analyses, and creates fact-based reports of real-time complaint resolution for each of the locations. This allows the customer care team to take additional actions to cover any service shortfalls. Repeat complaints are noted in the system, and a thorough inquiry is carried out to both address the problems and examine the process.

OEMs and institutional customers operate in organised sectors with high service quality and delivery expectations. The Company has specialist service personnel stationed at strategic locations across the country to provide the most effective assistance at customers' installations. In light of growing expectations, we have developed a technique for proactively detecting and treating a problem at the earliest possible stage.

The Company has a detailed feedback process for product performance and is evolving an online performance monitoring method to guarantee that customer values are optimised and the battery performs as expected. All concerns are investigated, and remedial action is taken to continuously improve the procedures.

2. Turnover of products and/or services as a percentage of turnover from all products/service that carry information about.

As a percentage to total turnover	
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

3. Number of consumer complaints in respect of the following:

Consumer complaints on data privacy, advertising, cybersecurity, and unfair or restrictive business practices are negligible. Normal service requests from customers for battery replacements under warranty period are governed by our warranty policy and are not regarded as consumer complaints.

	FY 2022-23		Remarks	FY 2021-22		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-
Unfair Trade Practices	Nil	Nil	-	Nil	Nil	-
Other	Nil	Nil	-	Nil	Nil	-

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	Nil
Forced recalls	Nil	Nil

5. Does the Company have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web link of the policy.

Yes. Exide has striven to construct a comprehensive programme that protects important assets, deters internal threats, and provides an active defence by continuously analysing the network. To streamline the data governance vertical, we have deployed a Master Data Governance (MDG) platform which is accessible to all employees of the Company.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; recurrence of instances of product recalls; penalty/action taken by regulatory authorities on the safety of products/services.

Exide has a strong reputation for supplying products to vital industries such as UPS, Railway, Telecom, and the Indian Navy. The Company places great importance on social accountability and goes to great lengths to ensure uninterrupted supplies to essential sectors by prioritizing and reserving capacity. Even during the pandemic, Exide obtained special permission to operate manufacturing facilities and meet customers' demands classified under critical services.

Regarding cyber security and data privacy, Exide has implemented a robust IT security strategy. The Company has taken measures such as implementing Security Operations Center (SOC), Governance, Risk, and Compliance (GRC), Data Loss Prevention (DLP), and other relevant security measures. Additionally, Exide regularly conducts cyber security awareness programs for its employees and vendors to keep them informed and updated. The Company is proud to be ISO 27001 certified in cyber security, further showcasing its commitment to maintaining high standards in protecting customer information.

Exide's commitment to the comprehensive protection of critical assets goes beyond technical controls. These initiatives and an active defence strategy involving continuous network analysis demonstrate Exide's dedication to safeguarding its infrastructure.

In addition to these efforts, Exide actively addresses insider threats through regular awareness programs conducted for employees, vendors, and other relevant stakeholders. This proactive approach helps mitigate potential risks.

Exide has implemented a Field Service Management (FSM) solution as part of its commitment to proactive customer service. This empowers technicians with mobile tools, artificial intelligence, machine learning, and the Internet of Things, enhancing their ability to deliver exceptional service and boost customer satisfaction.

Overall, Exide demonstrates its dedication to ensuring the security of customer data and information by implementing various security measures, conducting awareness programs, and achieving ISO certifications. These actions contribute to building solid relationships with customers, mitigating risks, and enhancing the overall safety and privacy of products and services.

Leadership Indicators

1. Channels/platforms where information on products and services of the Company can be accessed (provide web-link, if available).

Our product under our three key brands can be accessed through below links:

- Exide Industries : www.exideindustries.com
- SF Batteries : www.sfbatteries.in
- Dynex : www.dynexbattery.com

We also have after sale services website, www.exidecare.com which provides batteries services in India.

On behalf of the Board of Directors

Place : Mumbai
Date : 8th May 2023

Sd/-
Bharat D Shah
Chairman
DIN: 00136969

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Annexure III

REPORT ON CORPORATE GOVERNANCE 2022-23

Governance Philosophy

Corporate governance is an internalized process that drives your Company to remain in its path as a creator of sustainable wealth for all its stakeholders—shareholders, customers, employees and the society in which it exists. Your Company believes that while large corporates are using substantial societal resources to generate wealth and add value, only good corporate governance ensures that the wealth creation process is sustainable.

We further believe that good Corporate Governance practices ensure ethical and efficient conduct of the affairs of the Company in a transparent manner and also help in maximising value for all the stakeholders. Good Corporate Governance practices help in building an environment of trust and confidence among all the constituents. We endeavour to uphold the principles and practices of Corporate Governance to ensure transparency, integrity and accountability in its functioning.

The Company's principles of corporate governance are based on the philosophy of empowerment and responsibility. The management must be empowered to drive the organization forward in the best interest of all stakeholders. The management so empowered has the responsibility of being accountable and transparent so that its actions are sustainable and benefits the larger society.

We believe that if proper checks and balances are woven into the system of functioning, then its executive decision making becomes more process-driven than individual-driven, and there are minimal chances of abuse of authority.

In its quest to inculcate an ethical corporate culture and citizenship within the organization, the Company's governance philosophy depends heavily on a few tenets. These are trusteeship, transparency, empowerment & accountability, control and ethical corporate citizenship. We believe that by inculcating these tenets, the appropriate corporate culture can be created whereby the Company is managed in a way that reflects ethical corporate citizenship.

The tenet of trusteeship dictates that the Board of Directors will protect and enhance shareholder value and discharge the Company's obligations to all the other stakeholders. The Company's role in the economic and social spheres will be fulfilled under this tenet.

Under the tenet of transparency, we make necessary disclosures and explain the rationale behind its policies and decisions to all affected by them.

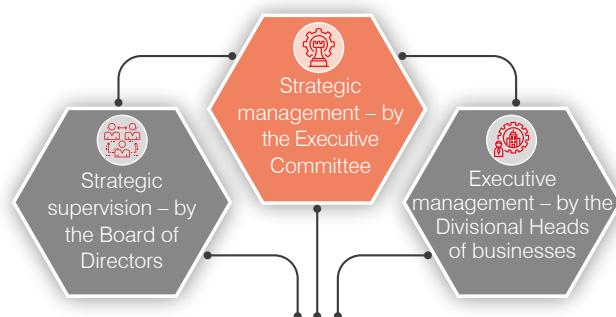
Our Company recognises that good corporate governance is a continuous exercise. Adherence to transparency, accountability, fairness and ethical standards are an integral part of the Company's function. The Company's structure, business dealings, administration and disclosure practices are aligned to good corporate governance philosophy. We have an adequate system of control in place to ensure that the executive decisions taken should result in optimum growth and development which benefits all the stakeholders. We also aim to increase and sustain its corporate values through growth and innovation.

Date of Report

The information provided in this Report on Corporate Governance is as on 31st March 2023 for the purpose of unanimity. Some of the information is updated as on the date of the report, wherever applicable.

The Governance Structure

The Company practices corporate governance within the following three interlinked levels:



The structure ensures that at the ground level the executive management of the divisions is focused on strengthening the quality, efficiency and effectiveness of each business vertical. This level functions under the strategic day-to-day management of the executive committee, which has under

its ambit the overall vision of the entire organization. Above both is the Board of Directors, which provides strategic supervision on behalf of the shareholders. The Board is free from strategic management but has the larger role of guiding the executive management with objectivity so that accountability is ensured at all levels.

The central role of these three entities is dependent on the structure. Their role, in turn, determines the responsibilities that are vested in them. Each entity is formally empowered with the requisite powers so that there is no hindrance to its discharge of responsibilities for the overall growth of the organization.

Role of Company Secretary in Governance Process: The role of Company Secretary of your Company broadly encompasses around ensuring compliance, acting as an advisor to the Board of Directors and sustaining the high standards of Corporate Governance vide effective development of Board and Committee processes, robust organisational governance through policymaking & controls and transparent communication with the stakeholders.

The Company Secretary convenes meetings and attends Board, Committee and general meetings of the Company and ensures that all relevant information is made available for effective decision-making. Important decisions of the Board/Committee meetings are communicated promptly to the management team, for action. The Company Secretary provides the necessary guidance to the Board members with regard to their duties, responsibilities and powers. Apart from ensuring compliance with applicable statutory and regulatory requirements, the Company Secretary also acts as an institutionalized interface between the Board, management and external stakeholders.

BOARD OF DIRECTORS

The Board of Directors have ultimate responsibility for the management, general affairs, direction, performance and long-term success of business as a whole. In terms of the Company's corporate governance policy, all statutory and other significant and material information is placed before the Board to enable it to discharge its responsibilities of strategic supervision of the Company and as trustees of stakeholders.

The Board of Directors oversees the overall functioning of the Company and has set strategic objectives to achieve its vision. The Board lays down the Company's policy and oversees its implementation in attaining its objectives. It has constituted various committees to facilitate the smooth and efficient flow of the decision-making process.

The Company recognises the importance of a diverse board in its success. The Board is entrusted with the ultimate responsibility of the management, direction and performance of the Company and has been vested with the requisite powers, authorities and duties. Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations") mandates a Company which does not have a regular non-executive chairperson to have at least half of the Board of Directors to be comprised of Independent directors. The composition of the Board is in conformity with the requirements of Regulation 17(1) of the Listing Regulations.

Composition

As on the date of this report, the Board of Directors of the Company consists of four (4) Executive directors and five (5) Non-executive directors.

Your Company has formulated and adopted the Nomination and Remuneration Policy to ensure that the composition of the Board is optimum, balanced and diverse to benefit from fresh perspectives, new ideas and broad experience. The composition of the Board represents an optimal mix of professionalism, knowledge and experience in business, finance, audit, law, corporate governance and corporate management, which enables the Board to discharge its responsibilities and provide effective leadership to the business. The skills and expertise available with the Board are adequate within the context and needs of the Company's business. The positions of the Chairman of the Board and the Chief Executive Officer of the Company are held by separate individuals, where the Chairman of the Board is a Non-executive independent director. None of the directors of your Company is inter-se related to each other.

The following are the details of each member of the Board along with the number of Directorship(s)/Committee Membership(s)/Chairmanship(s):

Composition and Directorship(s)/Committee Membership(s)/Chairmanship(s) as on 31st March 2023

Name of director	Category of director	No. of other Directorships held excluding Exide*	Committee memberships held in other Companies (**)		Directorships held in other Listed entities and category of directorship
			As Member	As a Chairperson	
Mr Bharat Dhirajlal Shah	Independent Non-executive Chairman	3	5	1	1. Strides Pharma Science Ltd (Non-executive Independent) 2. 3M India Limited (Non-executive Independent & Chairman) 3. Spandana Sphoorty Financial Limited (Non-executive Independent)
Mr Rajan B Raheja	Non-independent Non-executive director	3	1	NIL	1. Prism Johnson Limited (Non-executive Non-independent) 2. Supreme Petrochem Limited (Non-executive Promoter)
Mr Asish Kumar Mukherjee	Executive director	3	1	NIL	NIL
Mr Subir Chakraborty	Executive director	4	NIL	NIL	NIL
Mr Arun Mittal	Executive director	3	1	NIL	NIL
Mr Avik Roy	Executive director	2	NIL	NIL	NIL
Ms Mona N Desai	Independent Non-executive director	3	2	NIL	NIL
Mr Surin Kapadia	Independent Non-executive director	3	3	3	EIH Associated Hotels Limited (Non-executive Independent)
Mr Sridhar Gorthi	Independent Non-executive director	4	4	1	1. Glenmark Pharmaceuticals Limited (Independent director) 2. Hathway Cable and Datacom Limited (Independent director) 3. Glenmark Life Sciences Limited (Independent director) 4. Piramal Pharma Limited (Independent director)

Appointment/Re-appointment of directors

Any person who becomes director or Officer, including an employee acting in a managerial or supervisory capacity, is covered under Directors' and Officers' Liability Insurance Policy. The Company has provided insurance cover in respect of legal action brought against its directors and officers for alleged wrongful acts under the Directors' and Officers' Liability Insurance subject to certain terms and conditions.

Flow of information to the Board

The board/committee meetings are pre-scheduled, and a tentative annual calendar of the board and committee meetings is circulated to the directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of special and urgent business needs, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which are noted and confirmed in the subsequent board meeting. The board has complete access to all Company-related information. The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The agenda for the meetings is circulated well in advance to the directors to ensure that sufficient time is provided to them to prepare for the meeting. In order to facilitate effective discussions at the meetings, the agenda is bifurcated into items requiring approval and items which are to be taken note by the board. Clarification/queries, if any, on the items which are to be noted/taken on record by the board are sought and resolved before the meeting itself. This ensures focused and effective discussions at the meetings.

With a view to ensure high standards of confidentiality of Agenda and other Board papers and reduce paper consumption and in order to support green initiative, the Company circulates to its directors, notes for Board/ Committee meetings through a web-based application which can be accessed by the directors through their hand-

held devices, browsers and iPads. This application meets high standards of security that are required for storage and transmission of board/committee agenda papers.

Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company including Finance, Sales, Company's major business segments, practices relating to Human Resources, overview of business operations of major subsidiaries, global business environment, business strategy and risks involved to enable the Board to discharge its responsibilities effectively and take informed decisions. The detailed functional Report is also circulated along with the agenda.

The agenda placed before the Board inter-alia includes all statutory, other significant & material information, including the information mentioned in Regulation 17(7), read with Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) 2015.

The Board Minutes are prepared promptly after the Board meeting and circulated to all directors for their comments, if any. The Action Taken Report on the decision of the Board is obtained and submitted to the Board periodically.

Meetings and Attendance

During the financial year ended 31st March 2023, six (6) board meetings were held on 5th May 2022, 29th July 2022, 22nd September 2022, 11th November 2022, 12th December 2022 and 30th January 2023.

Directors' attendance at board meetings and at annual general meeting (AGM):

Name of director	No. of board meetings Attended	Attendance at last AGM
Mr Bharat Dhirajlal Shah		
Mr Rajan B Raheja		
Mr Asish Kumar Mukherjee		
Mr Subir Chakraborty		
Mr Arun Mittal		
Mr Avik Roy		
Ms Mona N Desai		
Mr Sudhir Chand*		NA
Mr Surin Shailesh Kapadia		
Mr Sridhar Gorthi**		

* Ceased to be director upon retirement w.e.f. 22nd July 2022

**Appointed as Independent director w.e.f. 29th July 2022

The maximum interval between any 2 (two) consecutive Board Meetings was well within the maximum allowed gap of 120 days. The necessary quorum was present for all the meetings.

The Company adheres to the provisions of the Act read with the Rules issued thereunder, Secretarial Standards and with respect to convening and holding the meetings of the Board of Directors, its committees and the General Meetings of the shareholders of the Company.

Independent directors

Independent directors play a significant role in the governance processes of the Board by enriching the Board's decision making and also preventing possible conflicts of interest that may emerge in such decision making.

The Company has appointed Independent directors as per the requirements of the Companies Act, 2013 ("Act") and Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Nomination and Remuneration committee identifies candidates based on certain laid-down criteria and considers the need for diversity of the Board before making its recommendation to the Board.

In terms of the provisions of Section 149 of the Companies Act 2013 ("Act"), and Rules framed thereunder, the Independent directors of the Company were appointed for a period of five years by the Members of the Company at the general meetings. A formal letter of appointment setting out the terms and conditions of appointment, roles and functions, responsibilities, duties, fees and remuneration, liabilities, resignation/removal, etc., as specified under Schedule IV to the Act, has been issued to each of the Independent directors subsequent to obtaining approval of the Members to their respective appointments. The terms and conditions of such appointment are also made available on the website of the Company.

As required under Regulation 25(8) of the Listing Regulations, the Independent directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations and confirmations received from the Independent directors, the Board of Directors confirmed that the Independent directors of the Company meet the criteria of independence as stipulated under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act, and the Rules framed thereunder and they are independent of the management.

Pursuant to Section 150(1) of the Act, read with the Companies (Accounts) Rules, 2014, all the Independent directors of the Company are registered with Indian Institute of Corporate Affairs. They have also given the online self-

assessment proficiency test and cleared the same within the timelines as prescribed by MCA, to whom so ever it was applicable.

None of the Independent directors serve as an Independent director on more than seven listed entities.

The Company's Independent directors meet separately during the year. Such meetings are conducted to enable the Independent directors to discuss matters pertaining to the Company's affairs and put forth their views.

Directors' Induction, Training and Familiarization

The Board is responsible for selecting new directors on the recommendations received from the Nomination and Remuneration committee. After getting appointed, the directors receive a formal letter of appointment which, inter alia, explains the role, functions, duties and responsibilities expected from him/her as a director of the Company. The director is also briefed in detail about the compliances required to be made under the Act and the SEBI Listing Regulations, and other relevant regulations.

By way of an introduction to the Company, the director is presented with the Company profile, annual reports and an overview of the Company's manufacturing facilities. All Non-executive directors newly inducted in the Board are introduced to the Company through appropriate orientation sessions. Presentations are made by various Executive directors and Senior Management Personnel and site visits to various plant locations are organized for them to provide a complete insight of the manufacturing processes, facilities and the social environment in which the Company functions.

Pursuant to Regulation 25(7) of the Listing Regulations, the Company conducted various familiarisation programmes for its directors including review of industry outlook at the board meetings, regulatory updates at board and audit committee meetings, presentations on enterprise risk management, CSR strategy, Statutory Compliance, HR, investor grievances, SEBI Listing Regulations, framework for Insider Trading Regulations, etc.

In board meetings, discussions on business strategy, operational and functional matters provide good insights on the businesses carried on by the Company to the Independent directors. To make these sessions more productive, all the documents required and/or sought by them to have a good understanding of Company's operations, businesses and the industry as a whole are provided in advance.

Pursuant to Regulation 46 of the Listing Regulations, the details of such familiarization programmes for Independent directors along with the familiarization policy are available on the Company's website at <http://www.exideindustries.com/investors/governance-policies.aspx>.

Code of Conduct for Directors and Senior Management Personnel

All directors and members of the senior management have affirmed their compliance with the Code of Conduct for Board of Directors and Senior Management Personnel (SMP) as on 31st March 2023 and a declaration to that effect, signed by the Managing director & CEO is enclosed and forms part of this report. The Code of Conduct for Board of Directors and SMP has also been posted on the website of the Company at <http://www.exideindustries.com/investors/governance-policies.aspx>

COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company. All the committees of the Company have been constituted to deal with specific areas/activities as mandated by applicable regulations, which concern the Company and need a closer review. The minutes of the meetings of all Committees are placed before the Board for review. The Board Committees request special invitees to join the meeting, as and when appropriate.

The recommendations of the committees are submitted to the Board for approval. During the year, all recommendations of the committees were approved by the Board. Generally, committee meetings are held prior to the Board meeting and the chairperson of the respective committees update the Board about the deliberations, recommendations and decisions taken by the Committee.

The Composition of the Board Committees are available on the Company's website viz. <https://www.exideindustries.com/about/board-committees.aspx>

The terms of reference of the committees are in line with the provisions of the Listing Regulations, the Act and the Rules issued thereunder.

The constitution, terms of reference and the functioning of the existing Committees of the Board is explained below. Each of these Committees demonstrates the highest levels of integrity and has the requisite expertise to handle issues relevant to their field.

A. AUDIT COMMITTEE

The primary focus of the Audit Committee is to have an oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible

The Board of Directors have entrusted the Audit Committee with the responsibility to supervise these processes and ensure adequate, accurate and timely

disclosures that maintain the transparency, integrity and quality of financial control and reporting.

The constitution and terms of reference of the Audit Committee are in accordance with and covers all the matters specified under Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations read with Part C of Schedule II of the Listing Regulations.

The Audit Committee acts as an interface between the statutory auditors, internal auditors, the management and the Board of Directors. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Act and SEBI Listing Regulations.

The role / terms of reference of the Audit Committee is to –

- (a) Assist the Board of Directors of the Company in fulfilling its responsibilities to oversee the:
 - i. Company's financial reporting process;
 - ii. the integrity of the Company's financial statements according to the authority and responsibilities provided in the Charter;
 - iii. Auditors' appointment, qualifications and independence;
 - iv. the performance of the Company's internal audit function and that of statutory auditors.
- (b) Oversee the reporting requirements for inclusion in the Company's annual report;
- (c) Laying down the criteria for granting the omnibus approval in line with Policy on Related Party Transactions and such approval shall be applicable in respect of transactions which are repetitive in nature;
- (d) Review with management of quarterly and annual financial statements;
- (e) Review the compliance of risk management system, adequacy and effectiveness of internal financial controls and system to ensure compliance with the provisions of all applicable laws;
- (f) Review the compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time and verify adequacy and effectiveness of internal control system to ensure its compliance;

(g) Review whistle blower/vigil mechanism.

In addition to quarterly meetings for consideration of financial results, special meetings of the Audit Committee are convened. In these meetings, the Audit Committee, inter-alia, reviews various matters arising out of internal audit, control assurance reports and other areas as per its terms of reference.

Composition and Attendance

As on 31st March 2023 the Audit committee has three (3) Non-executive Independent directors. Mr Surin Shailesh Kapadia, Chairman of the committee, is an Independent director and a Chartered Accountant, acknowledged as a financial expert in his own right. All

the other members are well-versed in corporate finance and related areas.

During the financial year ended 31st March 2023, six (6) Audit committee meetings were held on 5th May 2022, 2nd July 2022, 29th July 2022, 11th November 2022, 30th January 2023 and 28th March 2023.

In addition to the Audit Committee meetings mentioned above, the Chairman also held pre-audit conference call before the quarterly Audit committee meetings to discuss key accounting matters etc. These calls helped the Chairman to optimize its committee time on quarterly financial results at the meeting and invest more time on discharging the responsibilities assigned to it under the terms of reference.

The composition and attendance of the Committee meetings are as follows:

Name of director	Category	Designation	Number of meetings attended
Mr Surin Shailesh Kapadia	Independent Non-executive		
Ms Mona N Desai	Independent Non-executive		
Mr Sudhir Chand*	Independent Non-executive		
Mr Sridhar Gorthi**	Independent Non-executive		

* Ceased to be director upon retirement w.e.f. 22nd July 2022

**Appointed as Independent director and inducted as Audit committee member w.e.f. 29th July 2022

The average attendance of the members at the Audit committee meetings during FY 2022-23 was 100%.

The Chairman of the committee was present at the Annual General Meeting of the Company held on 22nd September 2022.

The Director- Finance & CFO and other executive directors are permanent invitees to the Audit committee meetings. The representative(s) of the Statutory Auditors also attend the Audit committee meetings. The Company Secretary acts as the Secretary to the committee. Other members of the management and Chief-Internal audit are also invited as may be required from time to time.

B. NOMINATION & REMUNERATION COMMITTEE

The Nomination and Remuneration committee is responsible for formulating evaluation policies and reviewing all major aspects of Company's HR processes relating to hiring, training, talent management, succession planning and compensation structure

of the directors, KMPs and Senior Management. The Committee's role also includes formulation of criteria for evaluation of performance of the directors & the Board as a whole. The committee also anchored the performance evaluation of the Individual directors.

The terms of reference of the Nomination and Remuneration Committee inter-alia include the following:

- i. To identify persons who are qualified to become directors and who may be appointed in the senior management and to lay down the criteria thereof;
- ii. To recommend to the Board appointment of directors and senior management personnel and their removal;
- iii. To evaluate the individual director's performance;
- iv. Formulate the criteria for determining the qualification, positive attribute and independence of the directors;



- v. Recommend to the board policy relating to remuneration for directors, Key Managerial Personnel and other employees; and
- vi. Devising a policy on board diversity.

Succession Planning

The Nomination and Remuneration Committee ('NRC') review succession planning and transitions at the Board and senior management levels. The recent appointment of Mr Sridhar Gorthi on the Board as an Independent director was done taking into account his skill sets/ areas of expertise. Successors are identified prior to the Senior Management positions falling vacant, to ensure a smooth and seamless transition. Succession planning is a continuous process which is periodically reviewed by the NRC and the Board.

The Nomination & Remuneration policy is available on the website of the Company at <http://www.exideindustries.com/investors/governance-policies.aspx>

Composition and Attendance

As on 31st March 2023, the Nomination and Remuneration committee comprises of three (3) Non-executive directors. Mr Surin Shailesh Kapadia, Chairman of the committee, is also a Non-executive Independent director. The Company Secretary acts as the Secretary to the committee.

During the financial year ended 31st March 2023, four (4) meetings of the Nomination & Remuneration committee were held on 5th May 2022, 29th July 2022, 11th November 2022 and 30th January 2023.

The average attendance of the members at the NRC meetings during FY 2022-23 was 100%.

The composition and attendance details of the Committee meetings are as follows:

Name of director	Category	Designation	Number of meetings attended
Mr Surin Shailesh Kapadia	Independent Non-executive		
Ms Mona N Desai	Independent Non-executive		
Mr Sudhir Chand*	Independent Non-executive		
Mr Rajan B Raheja	Non-independent Non-executive		

* Ceased to be director upon retirement w.e.f. 22nd July 2022

The Chairman of the committee was present at the Annual General Meeting of the Company held on 22nd September 2022.

Remuneration of directors

Details of Remuneration paid/payable to the directors for the year ended 31st March 2023 are as follows:

Name of director	Salary	Contributions to retiral funds	Perquisites & Other benefits	Performance Bonus	Commission ¹	Sitting Fees ²	Total
Executive directors							
Mr Subir Chakraborty	92,35,500	46,48,227	38,47,232	1,84,71,000	92,35,500	-	4,54,37,459
Mr Asish Kumar Mukherjee	91,90,305	46,25,481	26,90,912	1,83,80,610	91,90,305	-	4,40,77,613
Mr Arun Mittal	72,05,000	36,26,277	15,74,308	1,44,10,000	72,05,000	-	3,40,20,585
Mr Avik Roy	52,40,000	26,37,292	13,16,543	1,04,80,000	52,40,000	-	2,49,13,835
Non-executive directors							
Mr Rajan B Raheja	-	-	-	-	-	4,50,000	4,50,000
Ms Mona N Desai	-	-	-	-	50,00,000	7,50,000	57,50,000
Mr Sridhar Gorthi	-	-	-	-	35,00,000	5,25,000	40,25,000
Mr Bharat Dhirajlal Shah	-	-	-	-	60,00,000	4,50,000	64,50,000
Mr Surin Shailesh Kapadia	-	-	-	-	50,00,000	7,50,000	57,50,000
Mr Sudhir Chand	-	-	-	-	12,50,000	1,75,000	14,25,000



Chairman



Member

1. Performance bonus and commission of executive directors are performance-linked and gets paid on the basis of actual performance parameters (including sales growth, profit before tax, cost reduction, product innovation, etc.) as may be fixed by the NRC from time to time. All other components are fixed. The Commission for the year ended 31st March 2023, will be paid, subject to deduction of tax, after adoption of accounts by the Members at the ensuing Annual General Meeting.
2. The sitting fee paid to the Non-executive directors is towards attending the Board and Audit committee meetings held during the year. Executive directors are not entitled to sitting fees for Board and committee meetings.

Notes:

All the executive directors of the Company have been appointed on a contractual basis. According to the contract, the notice period is three months.

Payment of remuneration to the Executive/Whole-time directors of the Company is governed by the terms and conditions of their appointment as recommended by the Nomination and Remuneration Committee and approved by the Board, subject to the approval of the shareholders.

Non-Executive/Independent directors of the Company receive remuneration by way of fees for attending meetings of the Board or Committee there of as approved by the Board from time to time within the prescribed limits. Non-executive directors may also be paid commission as approved by the Shareholders subject to a limit of 1% of the net profits of the Company computed under the applicable provisions of the Companies Act, 2013. The commission payable to the Non-executive directors is determined by the Board upon the recommendation of Nomination & Remuneration Committee within the aforesaid limit of 1% of the net profits after taking into account their attendance, roles and responsibilities in various Committees of the Board, their operational and functional expertise, other responsibilities undertaken, such as membership or

chairmanship of committees, time spent in carrying out other duties, role and functions as envisaged in schedule IV of the Act and Listing Regulations and such other factors as the NRC may deem fit.

Following the approval of the shareholders in the Annual General Meeting held on 22nd September 2022, the payment of commission to Non-executive directors has been determined by the NRC, which is well within the ceiling of 1% of net profits of the Company or ₹ 2.5 cr. whichever is lower for the year ended 31st March 2023 as computed under applicable provisions of the Companies Act, 2013. The allocation of the commission amongst the eligible non-executive independent directors has been decided by the NRC with each interested director present not participating in the deliberations in respect of his/her own commission. The Non-executive Non-independent director is not paid any remuneration.

Shareholding of Non-executive directors

Name of director	No. of shares held as on 31st March 2023
Ms Mona N Desai	2,24,466
Mr Surin Kapadia	6,000

Apart from the above, there was no pecuniary relationship or transactions between the Company and Non-executive directors.

The performance criteria for the payment of remuneration to the directors are in line with the Nomination and Remuneration Policy of the Company.

Board Membership Criteria and list of core skills/ expertise/ competencies identified in the context of the business:

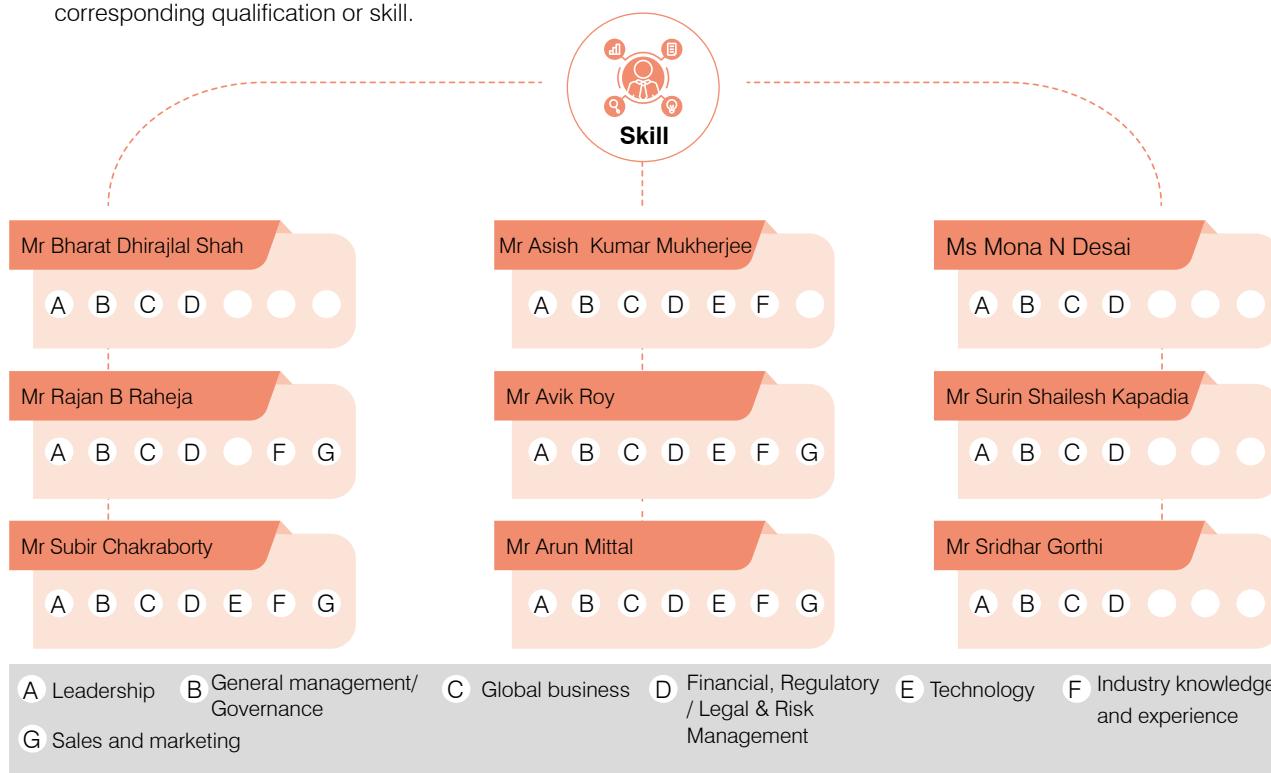
The Company believes that it is the collective effectiveness of the Board that impacts performance and therefore members of the Board amongst themselves should have a balance of skills, experience and diversity of perspectives appropriate to the Company.

In terms of requirement of SEBI Listing Regulations, the Board has identified the following core skills/ expertise / competencies of the directors in the context of the Company's business for effective functioning as given below:

Definitions of director's qualifications

Leadership		Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning, and risk management. Demonstrated strengths in developing talent, planning succession, and driving change and long-term growth.
General management/ Governance		Strategic thinking, decision making and protecting the interest of all stakeholders
Global business		Experience in driving business success in markets around the world, with an understanding of diverse business environments, economic conditions, cultures and regulatory frameworks and a broad perspective on global market opportunities.
Financial, Regulatory/ Legal & Risk Management		Experience in leading businesses in different geographies/ markets around the world. Understanding the financial statements, financial controls, risk management, mergers and acquisition, etc.
Technology		Strong technological background resulting in continuous improvement, knowledge of how to anticipate technological trends, adapt to the market developments, generate disruptive innovation and create new business models.
Industry knowledge and experience		Experience in Manufacturing, Quality, Safety, Project Management and knowledge of Corporate Research and Development pertaining to automotive/industrial battery and allied industries.
Sales and marketing		Experience in developing strategies to grow sales and market share, build brand awareness and equity and enhance enterprise reputation

In the table below, the specific areas of focus or expertise of individual Board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skill.



C. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Pursuant to the applicable provisions of the Act, the Corporate Social Responsibility Committee (CSR) is required to recommend the amount of expenditure to be incurred for undertaking CSR activities by the Company in terms of the Corporate Social Responsibility Policy. It also monitors the CSR Policy of the Company from time to time.

The terms of reference of CSR Committee are in conformity with the requirements of the Act which, inter alia, includes:

- (i) Formulating the CSR Policy and proposing revisions as and when required subject to the approval of the Board of Directors;
- (ii) Recommending CSR projects in appropriation with the thematic areas in pursuance and as specified in Schedule VII and investments to be incurred thereof;
- (iii) Identifying and recommending CSR project life cycle management process including identification and recommendation of appropriate implementation agency, as applicable;
- (iv) Institutionalizing transparent and effective monitoring mechanism;

The average attendance of the members at the CSR committee meetings during FY 2022-23 was 100%.

Name of director	Category	Designation	Number of meetings attended
Mr Bharat Dhirajlal Shah	Independent Non-executive		
Mr Sudhir Chand*	Independent Non-executive		
Mr Subir Chakraborty	Executive		
Ms Mona N Desai**	Independent Non-executive		
Mr Avik Kumar Roy	Executive		

* Ceased to be director upon retirement w.e.f. 22nd July 2022

** Appointed as Member w.e.f. 29th July 2022

D. RISK MANAGEMENT COMMITTEE

The Risk Management Committee focuses on functions relating to risk management such as determination of Company's risk appetite, risk tolerance and regular risk assessments including risk identification, quantification and evaluation etc.

The Risk Management Committee comprises of Board members, including one independent director of the

- (v) Monitor progress of the CSR projects on a regular basis;
- (vi) Identify the need and review outcomes of such impact assessment studies;
- (vii) Formulate, recommend and modify/ alter whenever necessary, the Annual Action Plan;
- (viii) Report to the Board, the status of CSR activities and contributions made etc.; and
- (ix) Any other activity(ies)/functions, as may be assigned by the Board.

The policy is available on the Company's website at <http://www.exideindustries.com/investors/governance-policies.aspx>

Composition & Attendance

As on 31st March 2023, the Corporate Social Responsibility Committee comprises of four (4) members with Mr Bharat D Shah, Non-executive Independent director, acting as Chairman.

During the financial year ended 31st March 2023, four (4) meetings of the Corporate Social Responsibility committee were held on 5th May 2022, 29th July 2022, 11th November 2022 and 30th January 2023.

Company. The Chief Risk Officer of the Company is a permanent invitee to this committee. The Company Secretary acts as a secretary to the Committee.

The broad area of terms of reference of the committee, inter alia, includes the following:

- Identify internal and external risks faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly,



Chairman



Member

- ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee and suggest measures to mitigate it;
- Monitoring and reviewing risk management plan;
 - To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems; and

The composition and attendance details of the Committee are given below.:

Name of director	Category	Designation	Number of meetings attended
Mr Surin Shailesh Kapadia	Independent Non-executive		
Mr Subir Chakraborty	Executive		
Mr Asish Kumar Mukherjee	Executive		
Mr Arun Mittal	Executive		
Mr Avik Roy	Executive		

E. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship committee constitution and terms of reference are in compliance with provision of Companies Act 2013 and Regulation 20 and Part D (B) of Schedule II of the SEBI Listing Regulations.

The terms of reference of the Stakeholders Relationship Committee includes, inter alia, the following:

- (a) Resolving grievances of security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of the annual report, non-receipt of declared dividends, general meetings, etc;
- (b) Review of measures taken for the effective exercise of voting rights by shareholders;
- (c) Review of adherence to service standards adopted by the Company in respect of various services being rendered by R&TA;

- To deal with such matters as may be referred to by the Board of Directors from time to time.

As on 31st March 2023, the Risk Management Committee comprises of five (5) members, with Mr Surin Shailesh Kapadia, Non-executive Independent director, acting as Chairman. Three (3) meetings of the committee were held during the year on 2nd July 2022, 11th November 2022 and 28th March 2023.

- (d) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the Shareholders of the Company.

Composition and Attendance

As on 31st March 2023, the Stakeholders Relationship Committee of the Company comprises of three (3) directors. Post retirement of Mr Sudhir Chand, the erstwhile Chairman of the committee, Ms Mona N Desai, Non-executive independent director, was appointed as the Chairperson of the Stakeholders Relationship Committee. Mr Jitendra Kumar, Company Secretary and President (Legal & Corporate Affairs), is the Compliance Officer and acts as the Secretary to the Committee.

During the financial year 2022-23, the Committee met once on 23rd February 2023. The composition and attendance details of the Committee meeting are as follows:

Name of director	Category	Designation	Number of meetings attended
Ms Mona N Desai *	Independent Non-executive		
Mr Subir Chakraborty	Executive		
Mr A K Mukherjee	Executive		

*Appointed as Member & Chairperson w.e.f. 29th July 2022

The Chairperson of the committee was present at the Annual General Meeting of the Company held on 22nd September 2022.

Investor Grievance Redressal Mechanism

During the financial year ended 31st March 2023, a total of 22 complaints were received from shareholders. All complaints have been redressed to the satisfaction of the shareholders, and none of them were pending as on 31st March 2023.

Number of complaints received and resolved during the year and pending share transfers as on 31st March 2023:

Number of complaints pending at the beginning of the financial year 2022-23	Nil
Number of complaints received during the financial year 2022-23	22
Number of complaints redressed during the financial year 2022-23	22

Name of director	Category	Designation	Number of meetings attended
Mr Subir Chakraborty	Executive		
Mr Asish Kumar Mukherjee	Executive		
Mr Jitendra Kumar	Company Secretary		

The average attendance of the members during FY 2022-23 was 100%

All routine matters including, inter alia, formalities pertaining to transmission division/duplication/deletion/consolidation etc. within specified threshold limits as delegated by the Board, are being dealt by "Share Transfer Committee of Executives" comprising of a representative from the Registrar & Share Transfer Agent, the Compliance Officer and an Officer from the Secretarial team which meets at least once in a fortnight.

G. BANKING OPERATIONS COMMITTEE

The Banking Operations Committee has been constituted to approve opening and closing of bank accounts, change in signatories and carrying on other routine banking operations. As on 31st March 2023 the Committee comprises of three (3) Executive directors, viz. Mr Subir Chakraborty, Mr Asish Kumar Mukherjee and Mr Arun Mittal.



Chairman



Member

Number of complaints pending redressal at the end of the financial year 2022-23	Nil
Number of pending share transfers as at 31st March 2023	Nil

F. SHARE TRANSFER COMMITTEE

The Share Transfer committee approves the transmission of shares, sub-division or consolidation of shares and issue of new/duplicate share certificates and related matters. As on 31st March 2023 the Share Transfer Committee comprises of three (3) members.

Number of Share transfer cases that were pending as on 31st March 2023 was Nil

Composition and Attendance

During the financial year ended 31st March 2023, three (3) meetings of Share Transfer committee were held. The composition and attendance details of the committee meetings are as follows:

Name of director	Category	Designation	Number of meetings attended
Mr Subir Chakraborty	Executive		
Mr Asish Kumar Mukherjee	Executive		
Mr Jitendra Kumar	Company Secretary		

H. EXECUTIVE COMMITTEE

The Executive Committee comprises of the Executive directors, Key Management Personnel and Senior Management Personnel viz. Mr Subir Chakraborty, Mr Asish Kumar Mukherjee, Mr Arun Mittal, Mr Avik Roy, Dr Dipak Sen Choudhury, Mr Arnab Saha, Mr Ranjan Sarkar, and Mr Jitendra Kumar.

The Committee focuses on the strategic management issues of the Company, subject to the overall supervision of the Board of Directors.

I. INDEPENDENT DIRECTORS MEETING

Schedule IV to the Act and the SEBI Listing Regulations mandates the Independent directors of the Company to hold at least one meeting in every financial year, without the attendance of non-independent directors and members of the management.

The Independent directors inter alia discuss the issues arising out of Committee meetings and Board discussion including the quality, quantity and timely flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

In addition to these formal meetings, interactions outside the Board Meetings also take place between the Chairman and Independent directors.

During the year under review, the Independent directors met once on 30th January 2023 inter alia, to discuss:

- i. Evaluation of the performance of Non-independent directors and the Board of Directors as a whole;
- ii. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-executive directors;
- iii. Evaluation of the quality, content and timelines of flow of information between the management and the Board to effectively and reasonably perform its duties.

All the Independent directors were present at the said meeting.

GENERAL BODY MEETINGS

Particulars of last three Annual General Meetings:

AGM	Year Ended	Venue	Date	Time
73rd	31st March 2020	The Company conducted the meeting through VC/OAVM pursuant to MCA circular dated 5th May 2020	15th September 2020	2.30 PM
74th	31st March 2021	The Company conducted the meeting through VC/OAVM pursuant to MCA circular dated 5th May 2020	31st August 2021	10.30 AM
75th	31st March 2022	The Company conducted the meeting through VC/OAVM pursuant to MCA circular dated 5th May 2020 and 5th May 2022	22nd September 2022	10.30 AM

SPECIAL RESOLUTIONS

The details of the special resolutions passed by the Company at the last three Annual General Meetings (AGMs) are given herein below:

Date of AGM/EGM	Subject matter of the resolution	Triggering Section of the Companies Act
15th September 2020	-	-
31st August 2021	-	-
22nd September 2022	1. Reappointment of Mr Surin Shailesh Kapadia as an Independent director of the Company 2. Appointment of Mr Sridhar Gorthi as an Independent director of the Company	149

The Company at the Extra-ordinary General Meeting held on 29th September 2021 approved divestment of Company's entire shareholding in Exide Life Insurance Company Limited, a material wholly owned subsidiary by passing a special resolution as required under regulation 24(5) of Listing Regulations.

POSTAL BALLOT

Details of Special Resolution(s) passed through Postal Ballot during the Financial Year 2022-23: None

No special resolution is proposed to be passed through Postal Ballot as on the date of this Report.

DISCLOSURES

a. Related-Party Transactions

All transactions entered with the related parties during the financial year ended 31st March 2023 were in the ordinary course of business and on an arm's length basis and without any conflict of interest in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations.

Majority of the Company's related-party transactions are with its subsidiaries and associates to further the Company's business interest. As per Regulations 23(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended, approval of Audit committee is not applicable for the RPTs entered between a holding company and its wholly owned subsidiary and RPT transactions entered between two wholly owned subsidiaries of the listed holding company, whose accounts are consolidated with such holding company and placed before the shareholders at the general meeting for approval. In spite majority of transactions of the Company being with wholly owned subsidiaries, as a good corporate governance measure, omnibus approval of audit committee is obtained for such transactions also and reviewed quarterly.

Moreover, there were no materially significant related-party transactions entered into by the Company with promoters, directors, key managerial personnel or other persons which may have a potential conflict with the interest of the Company. Suitable disclosures as prescribed under the applicable Accounting Standard have been made in the notes to the Financial Statements.

The Company has the policy for Related Party Transactions which is followed for identifying, entering into and monitoring related party transactions. The deviations, if any, to the said process are brought to the attention of Audit Committee and Board of Directors suitably.

The policy is available on the Company's website under the following link <http://www.exideindustries.com/investors/governance-policies.aspx>

b. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

There was no such instance of non-compliance during the last three years.

c. Whistle-Blower Policy/Vigil Mechanism

In accordance with the provisions of the Companies Act, 2013, read with the Companies (Meeting of Board and its Powers) Rules, 2014 and SEBI Listing Regulations, every listed Company is required to have a vigil mechanism for the directors, employees and stakeholders to report their genuine concerns and grievances. Exide has a whistle-blower policy in place, and it is available on the Company's website.

The Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Company has adopted a Whistle Blower Policy and an effective Vigil Mechanism system to voice concerns in a responsible and effective manner regarding suspected unethical matters involving serious malpractice, abuse or wrongdoing within the organization and also safeguards against victimization of those who avail the mechanism.

The Audit Committee of directors is entrusted with the responsibility to oversee the vigil mechanism. During the year, no person was denied access to the Audit Committee.

The Whistle-Blower Policy is available on the Company's website under the following web-link <http://www.exideindustries.com/investors/governance-policies.aspx>

d. Code of conduct for prevention of insider trading

The Company has in place a Code of Conduct for Prevention of Insider Trading ("Code of Conduct") which provides a framework for dealings in securities by Designated Persons of the Company as required by the listed Companies pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Insider Trading Regulations"). Trading window closure notice is disseminated to all the directors and designated

persons and to concerned stock exchanges in advance. Violations of the policy, if any, are appropriately acted on and reported to the SEBI/Stock Exchanges. The Company also maintains a Structured Digital Database, as required under the SEBI (Prohibition of Insider Trading) Regulations, 2015 and has also implemented an online application for approving pre-clearances to insiders, who intend to trade in the securities of the Company.

The Company Secretary is appointed as the Compliance Officer by the Board to ensure compliance and effective implementation of the Insider Trading Regulations. Reports on matters related to Insider Trading Regulations are reported to the Audit Committee, wherever required.

e. Policy on Material Subsidiaries

In accordance with the requirements of Regulation 16(1) (c) of SEBI Listing Regulations, the Company has a policy on material subsidiaries. The policy on material subsidiaries has been uploaded on the Company's website under the following web-link <http://www.exideindustries.com/investors/governance-policies.aspx>

The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company.

The statement of all significant transactions and arrangements entered into by unlisted subsidiary, if any, is brought to the notice of the Board of Directors of the Company.

f. Dividend Distribution Policy

In accordance with Regulation 43A of Listing Regulations, the Company has framed a Dividend Distribution Policy, approved by the Company's Board of Directors. The Dividend Distribution Policy of the Company endeavors to maintain a consistent approach towards dividend payment to its shareholders and regulate the process of dividend declaration and its payout by the Company in line with the laws in force. The Policy, inter alia, covers the financial parameters that will be considered when declaring dividends, internal and external factors that would be considered for declaring dividends and the circumstances under which shareholders can or cannot expect a dividend. The Dividend Distribution Policy is annexed to this Report. The Policy is also available on the website of the Company under the following weblink <http://www.exideindustries.com/investors/governance-policies.aspx>

- g. As required under the provisions of the law, all other policies and disclosures are uploaded on the website of the Company at <http://www.exideindustries.com/investors/governance-policies.aspx> Investors are encouraged to visit the Company's website to access such documents.
- h. All mandatory requirements have been appropriately complied with and the non-mandatory requirements are dealt with at the end of the report.

i. Disclosure of commodity price risk and commodity hedging activities

Lead and lead alloys are the primary materials consumed in the manufacture of batteries, representing more than 70 per cent of total material consumption by value.

The Company procures about 45 per cent of its lead requirement through imports or import-parity pricing based on prices quoted on London Metal Exchange (LME). Balance 55 per cent of its lead and lead alloys are procured from local smelters, including its own smelters, prices of which are influenced by demand/supply situation as well as LME price movement. Lead alloy prices are largely dependent on recycled (domestic) lead prices.

At times, prices of lead and lead alloys become volatile due to sudden changes in demand/supply situation as well as LME price movement due to international forces. The Company procures lead and lead alloys mostly at current spot pricing or on LME averages and there is no long-term contract for pricing. Similarly, the Company's selling price of batteries to OEM/institutional customers is linked to import-parity price of lead. As the Company's revenue is linked to the cost of lead, the impact of any change in lead prices on the Company's profit is not expected to be significant. However, increasing usage of recycled lead (replacing pure lead), which is cheaper than pure lead and not directly exposed to LME price movement, reduces the risk of lead price volatility to some extent.

Exposure to currency fluctuations and its impact on the Company's business is significant since about 45 per cent of lead and lead alloys procurement is based on "import parity price." Moreover, few other materials and most of the capital goods (machineries) are imported.

While exposure to currency fluctuation on lead and lead alloys cost, is to some extent mitigated as stated above, exposure on account of other imports remains.

However, exports, which constitute about eight per cent of the Company's business, act as an automatic hedge against risks resulting from currency fluctuation.

As a policy, the Company does not enter into commodity hedging. Accordingly, as on the date of reporting, there was no open position held by the Company on commodity futures or options. The same principle applies in the case of currency also. Very few "forward covers" are taken, at times, against import liabilities when the situation warrants. At the end of March 2023, there was no "forward cover contract" that remained open for foreign currency liability.

j. Certificate from Practising Company Secretary

Certificate as required under Part C of Schedule V of SEBI Listing Regulations, received from M/s Sushil Tiwari & Associates, Company Secretary in practice certifying that none of the directors on the Board of the Company is debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority, is annexed at the end of this Report.

k. Total fees paid to Statutory Auditors of the Company

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part – ₹ 2,12,77,747/-.

n. Details of material subsidiaries

Name and Address of the Company	CIN Number	% of shares held	Date & Place of Incorporation	Name of Statutory Auditor & Date of appointment
Chloride Metals Ltd	U34300WB1998PLC181003	100%	Date of Incorporation: 14th December 1998 Place of Incorporation: Pune, Maharashtra India	M/s Natvarlal Vepari & Co. Chartered Accountants registration no. 106971W Date of appointment : 26th July 2019
Exide House,59E Chowringhee Road, Kolkata 700 020				

The disclosures on corporate governance as required under Regulation 17 to 27 and Clause (b) to (i) of sub-regulation (2) of Regulation 46 have been adhered and complied with.

I. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed to ensuring that all employees work in an environment that not only promotes diversity and equality but also mutual trust, equal opportunity and respect for human rights. The Company is also committed to provide a work environment that ensures every woman employee is treated with dignity, respect and afford equal treatment.

The status of the complaints filed, disposed and pending during the financial year ended 31st March 2023 is given below:

No. of complaints filed during the year 2022-23	1
No. of complaints disposed during the year 2022-23	1
No. of complaints pending during the year 2022-23	Nil

m. Disclosure in relation to 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount'

The Company or its subsidiaries have not granted any loans or advances during the year to the firms/companies in which directors are interested.

MEANS OF COMMUNICATION

Effective communication of information is an essential component of Corporate Governance. It is a process of sharing information, ideas, thoughts, opinions and plans to all stakeholders which promotes management-shareholder relations. The Company regularly interacts with shareholders through multiple channels of communication such as results announcement, annual report, press releases, Company's website and subject specific communications.

Website: The primary source of information regarding the Company's operations is the company's website: www.exideindustries.com, where all official news releases and presentations made to institutional investors and analysts are posted. It contains a separate dedicated investors section, as required under Regulation 46(2) of the Listing Regulations at <https://www.exideindustries.com/> where the information for members is available. The audio-video recording of the proceedings of the AGM is also made available on the Company's website.

The Investor Relations page of the Company's website provides Frequently Asked Questions (FAQ) on various topics related to transfers and transmissions of shares, dematerialisation, nomination, change of address, loss of share certificates, dividend and sub-division of share certificates. In addition, various downloadable and editable version of forms required to be executed by the shareholders have also been provided on the website of the Company.

SEBI vide circular dated 8th April 2022 advised Stock Exchanges to put in place a Standard Operating Procedure (SOP) for operationalizing the resolution of all disputes pertaining to or emanating from investor services such as transfer/transmission of shares, demat/remat, issue of duplicate shares, transposition of holders, etc. and investor entitlements like corporate benefits, dividend, bonus shares, rights entitlements, credit of securities in public issue, interest /coupon payments on securities, etc. through Arbitration. The Arbitration Mechanism can be initiated post exhausting all actions for resolution of complaints including those received through SCORES Portal. The Arbitration reference shall be filed with the Stock Exchange where the initial complaint has been addressed. If any shareholder have any dispute against the Company and or its Registrar and Share Transfer Agent (RTA) on delay or default in processing their request, as per SEBI circular dated 30.05.2022, one can file for arbitration with Stock Exchange.

The Quarterly Results, Shareholding Pattern and all other corporate communication to the Stock Exchanges are filed through NSE Electronic Application Processing System

(NEAPS), BSE Listing Centre and CSE compliance portal, for dissemination on their respective websites. The stock exchange filings are also made available on the website of the Company.

- A. Quarterly results and Audited Financial Results are generally published in the following Newspapers:

The Telegraph

The Mint

Ananda Bazar Patrika

- B. The Company's website at www.exideindustries.com is regularly updated with financial results.
- C. Whether MD&A is a part of Annual Report : Yes
- D. Whether Official News Releases and Presentations made to Institutional Investors/Analysts are posted on the web-site : Yes

Presentations made to institutional investors / analysts: Presentations to be made to the Investors are also filed with the Stock Exchanges. All price sensitive information are promptly intimated to the Stock Exchanges before being released to the media, other stakeholders and uploaded on the website of the Company

GENERAL SHAREHOLDER INFORMATION

1. The 76th Annual General Meeting is proposed to be held for the financial year: 1st April 2022 to 31st March 2023.
2. The Company has furnished information, as required under Regulation 36 of SEBI Listing Regulations, relating to the appointment/re-appointment of directors. Shareholders may kindly refer to the Notice convening the 76th Annual General Meeting of the Company. The name of other companies in which the directors appointed/re-appointed holds directorship and the membership of committees of the board are also given in the annexure to the Notice convening the 76th Annual General Meeting.

3. Annual General Meeting for the financial year 2022-23

Date	8th August 2023
Venue	The Company is conducting the meeting through VC/OAVM pursuant to MCA circular dated 5th May 2020, 5th May 2022 and 28th December 2022
Time	10.30 AM

4. Tentative financial calendar for 2023-24

First Quarterly Results	On or before 14th August 2023
Second Quarterly/Half Yearly Results	On or before 14th November 2023
Third Quarterly Results	On or before 14th February 2024
Annual Results for the year ending on 31st March 2024	On or before 30th May 2024
Annual General Meeting for the year ending on 31st March 2024	On or before 30th September 2024

5. Dividend Payment Date

The final dividend @ ₹ 2.00 per equity share as recommended by the board at its meeting held on 8th May 2023 for the year ended 31st March 2023, if approved by the shareholders at the ensuing Annual General Meeting to be held on 8th August 2023, will be paid within 30 days from the date of the Annual General Meeting.

Unclaimed Dividend

Section 124 of the Companies Act, 2013 mandates that companies transfer dividend that has been unclaimed for a period of seven (7) years from the unpaid dividend account to the Investor Education & Protection Fund (IEPF). In accordance with the following schedule, the dividend for the years mentioned as follows, if unclaimed within seven years, will be transferred to the IEPF:

DETAILS OF UNCLAIMED DIVIDEND AS ON 31.03.2023

Year	Type	Account No	Date of Declaration	Due Date for transfer to IEPF
2016	Final	50200020247750	19-Jul-16	25-Aug-23
2017	Interim	705017	26-Oct-16	02-Dec-23
2017	Final	50200025616737	27-Jul-17	01-Sept-24
2018	Interim	50200027732367	25-Oct-17	30-Nov-24
2018	Final	50200032462904	2-Aug-18	07-Sept-25
2019	Interim	50200034736340	5-Nov-18	11-Dec-25
2019	Final	50200042368438	3-Aug-19	08-Sept-26
2020	Interim	50200045484761	6-Nov-19	12-Dec-26
2020	2nd Interim	50200048231700	24-Feb-20	31-Mar-27
2021	Interim	50200055664062	29-Jan-21	6-Mar-28
2022	Interim	50200065491336	31-Jan-22	8-Mar-29

Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (hereinafter referred to as "IEPF Rules") the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st March 2022, on the Company's website <http://www.exideindustries.com/investors/unclaimed-dividends.aspx>.

Transfer of Unclaimed Dividend and Shares to Investor Education and Protection Fund

In accordance with the provisions of Sections 124 and other applicable provisions, if any, of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (including any statutory modification(s) or

re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account and all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more is required to be transferred to the Investor Education and Protection Fund ("IEPF") maintained by the Central Government.

The Company had sent notices to all such members in this regard and also published newspaper advertisement and, thereafter, transferred the unclaimed dividend and shares to IEPF. During the financial year 2022-23 unclaimed dividend of ₹ 1,35,98,637 and 2,46,069 (no.) equity shares were transferred to the Investor Education and Protection Fund in respect of which dividend had remained unclaimed/unpaid for a consecutive period

of seven years. The process of claiming unpaid/unclaimed dividend and/or shares transferred by the Company to IEPF is provided in the notes to the Notice of 76th Annual General Meeting of the Company. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st March 2023, on the Company's website <http://www.exideindustries.com/investors/unclaimed-dividends.aspx>.

During the year, the Company also sent reminders to the concerned shareholders to claim dividend as an initiative to reduce the quantum of overall unclaimed dividends.

The Nodal officer of the Company for IEPF refund is Mr Jitendra Kumar, whose email id is cosec@exide.co.in and details of same are also available on the website of the Company.

6. Listing of Equity Shares on Stock Exchanges and Stock Code/Symbol

ISIN: INE302A01020

The Equity Shares of the Company are at present listed on the following Stock Exchanges:

Name and Address of the Stock Exchange	Stock Code	Symbol
The Calcutta Stock Exchange Limited (CSE) 7 Lyons Range, Kolkata - 700 001	15060 & 10015060	-
BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	500086	-
National Stock Exchange of India Limited (NSE) Exchange Plaza, 5th Floor, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	-	EXIDEIND

The listing fees for the Financial Year 2022-23 have been paid to the above Stock Exchanges.

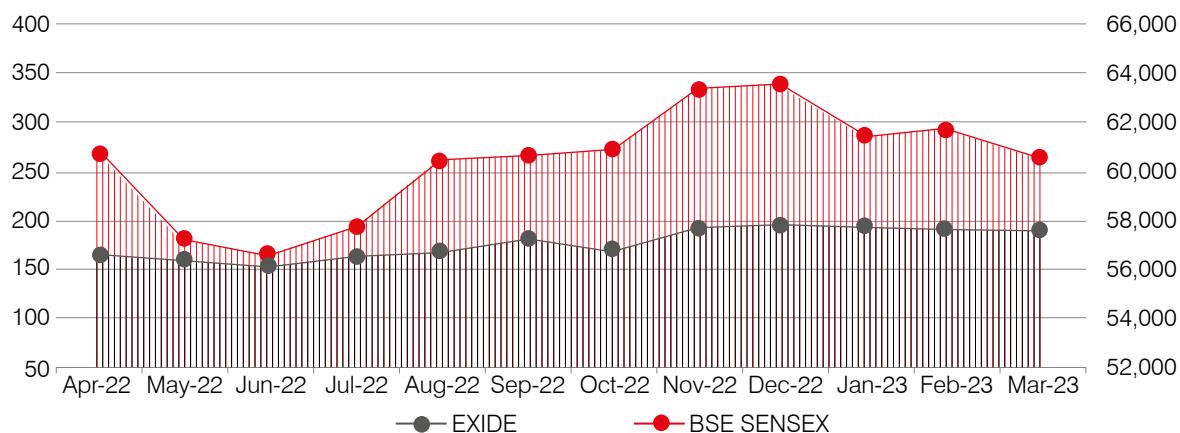
7. Stock Market price date for the year on BSE, NSE & CSE

Month	BSE ^(#)		NSE ^(#)		CSE*	
	High (₹)	Low (₹)	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2022	162.75	151.35	162.80	151.20	*	*
May 2022	156.40	135.40	156.40	135.40	*	*
June 2022	150.50	130.30	150.50	130.25	*	*
July 2022	161.60	136.40	161.65	136.80	*	*
August 2022	165.85	152.55	165.50	152.90	*	*
September 2022	176.85	152.75	176.80	152.70	*	*
October 2022	167.50	152.80	167.50	152.75	*	*
November 2022	190.30	163.55	190.35	163.75	*	*
December 2022	194.20	174.90	194.20	174.85	*	*
January 2023	191.20	173.10	191.35	173.00	*	*
February 2023	188.85	171.40	188.85	171.60	*	*
March 2023	187.35	170.50	187.40	170.50	*	*

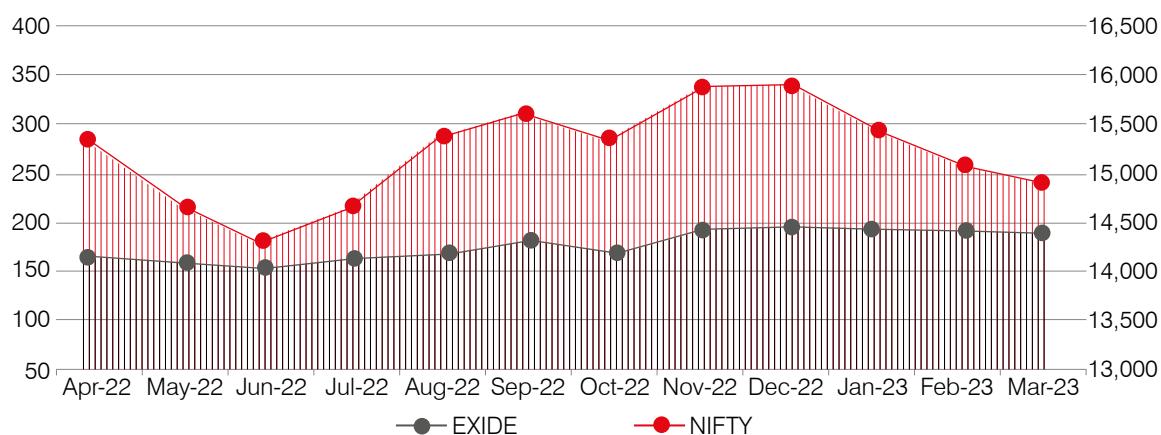
(#) Source BSE and NSE website

* No trading on the exchange

8. (a) Performance of Exide Share Price in comparison to BSE Sensex



(b) Performance of Exide Share Price in comparison to NIFTY



9. Registrar and Transfer Agent and address for correspondence

The Company has engaged C B Management Services (P) Ltd, a SEBI registered body as its Registrar and Share Transfer Agent (RTA) for processing transfers, sub-division, consolidation, etc. For any queries relating to shares of the Company, correspondence may please be addressed to C B Management Services (P) Ltd at P-22 Bondel Road, Kolkata- 700 019.

Contact Person	:	Mr Subhabrata Biswas
Designation	:	President
Tel No.	:	[033] 4011 6700//4011 6725/ 4011 6729/ 4011 6742
Email	:	rta@cbmsl.com
Website	:	www.cbmsl.com

For the benefit of shareholders, documents will continue to be accepted at the Registered office of the Company at:
Exide Industries Limited, 59E, Chowinghee Road, Kolkata - 700020

Contact Person	:	Mr Jitendra Kumar
Designation	:	Company Secretary and Compliance Officer
Tel No.	:	[033] 23023400/ 22832118/ 2171
Email	:	cosec@exide.co.in
Website	:	www.exideindustries.com

Shareholders are requested to quote their Folio No./DP ID & Client ID, E-mail address, telephone number and full address while corresponding with the Company and its RTA.

For shares held in physical mode, SEBI vide Circular dated 3rd November 2021, and clarification dated 14th December 2021 has mandated that from 1st January 2022, any request relating to registration/updation in the PAN, Bank details, Postal address, Email address and Mobile number, are to be furnished in the prescribed Form ISR-1.

10. Share Transfer System

In compliance with regulation 40(1) of the Listing Regulations, request for transfer, transmission or transposition for securities held in physical or dematerialised form shall be effected only in dematerialised form.

Any shareholder desirous of transferring shares (held in physical form) can now do so only after the shares are dematerialized. In view of the above and the inherent benefits of holding shares in electronic form, the shareholders holding shares in physical form are advised to opt for dematerialization at the earliest.

Further in case of Investor Service Requests for issue of duplicate shares, sub-division, consolidation, renewal/exchange of share certificate, endorsement, transmission or transposition, the securities holder/claimant has been mandated to submit duly filled up Form ISR-4 with the RTA in the manner and format prescribed by SEBI vide circular no. EBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022 on "Issuance of Securities in dematerialized form in case of Investor Service Requests". The form can be downloaded from the website of the Company at <https://www.exideindustries.com> or from the website of our RTA at <http://www.cbmsl.com/investor-parlour>.

The Company's shares are compulsorily traded in dematerialised mode on the stock exchanges. The Company has also made arrangements for dematerialisation of its shares currently held in physical

form with National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL). The shareholders are therefore requested to kindly note that physical documents, viz. Demat Request Forms (DRF) and share certificates, etc. should be sent by their Depository Participants (DP's) directly to the Share Transfer Agents.

Any delay on the part of the DP's to send the DRF and the share certificates beyond 15 days from the date of generation of the DRN by the DP will be rejected/cancelled. This is being done to ensure that no demat requests remain pending with the Share Transfer Agent beyond a period of 15 days. Therefore, shareholders should ensure that their DPs do not delay sending the DRF and share certificates to the Share Transfer Agent after generating the DRN.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 effective from 5th May 2021, the Company has obtained from a Company Secretary in practice, yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of SEBI Listing Regulations and filed a copy of the said certificate with stock exchanges.

Suspense Escrow Demat Account

Pursuant to SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022 ("the Circular"), listed entities were directed to issue the securities in dematerialised form only while processing various investor service requests including inter-alia issue of duplicate securities certificate, Renewal / Exchange of securities certificate, Endorsement, Sub-division / Splitting of securities certificate, Consolidation of securities certificates/folios, transmission and transposition.

In case the securities holder/claimant fails to submit the demat request within 120 days from the date of issuance of letter of confirmation, the Companies shall credit the securities to the Suspense Escrow Demat Account of the company.

In this regard the Company has opened a separate demat account with the nomenclature "Suspense Escrow Demat Account" for the purpose of the above-mentioned circular.

There are 2060 no. of shares lying unclaimed in the suspense escrow demat account of the Company as on 31st March 2023.

11. Nomination Facility

It is now mandated by SEBI to either provide nomination or opt out by declaring that there is no nominee. For shares held in physical mode, with reference to Circular dated 3rd November 2021, and clarification dated 14th December 2021 issued by SEBI, Shareholders whose nomination details are not updated, are requested to submit relevant Forms viz., ISR-3, SH-13, SH-14 for registering/changing Nomination, as applicable.

These forms can be downloaded from the website of the Company at <https://www.exideindustries.com> or from the website of our RTA at <http://www.cbmsl.com/investor-parlour>.

However, if the shares are held in dematerialised form, the nomination has to be intimated to your depository participant(s) directly, as per the format prescribed by them.

Investors, especially those holding securities in single name, are advised to avail themselves of this facility to avoid the expensive and long-drawn process of transmission by law.

12. Share Transfer Record

Month	No. of Transfer	No. of shares processed
Apr-2022 to March-2023	NIL	NIL

13. Distribution of Shareholding as on 31st March 2023

Range	Shares		Shareholders*	
	No. of shares of face value ₹ 1/- each	% of total shares	Total no. of holders	% of Total holders
1-5000	9,05,22,093	10.65	7,21,299	99.47
5001-10000	1,47,94,568	1.74	2,076	0.29
10001-20000	1,34,17,802	1.58	958	0.13
20001-30000	72,76,820	0.86	297	0.04
30001-40000	42,38,242	0.50	121	0.02
40001-50000	33,02,518	0.39	73	0.01
50001-100000	81,20,535	0.95	115	0.01
100001 & above	70,83,27,422	83.33	224	0.03
TOTAL	85,00,00,000	100.00	7,25,163	100.00

* Non-consolidation basis

14. Shareholding pattern of the Company as on 31st March 2023

Category	No. of shares	% of total issued shares
Promoter Holding	39,09,54,666	45.99
Foreign Portfolio Investors	10,47,38,828	12.32
Alternate Investment Funds	30,67,043	0.36
Non-Resident Individual	75,46,864	0.89
Foreign National	76,726	0.01
Mutual Funds	8,31,46,456	9.78
Financial Institutions, Insurance Companies & Banks	7,46,16,684	8.78
Public	13,64,12,626	16.05
Bodies Corporate	4,40,61,042	5.18
Clearing Member	32,781	0.00
Trust	2,18,898	0.03
Directors & their relatives	2,42,596	0.03
Investor Education and Protection Fund	48,82,730	0.58
Suspense Escrow Account	2,060	0.00
Total	85,00,00,000	100.00

15. Dematerialization of Shares and Liquidity

Exide shares are tradable compulsorily in the electronic form. We have established connectivity with both depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The International Securities Identification Number (ISIN) allotted to our shares under the Depository system is INE302A01020.

As on 31st March 2023, 99.25 percent of the Company's total shares representing 84,35,96,378 shares are held in dematerialized form and 0.75 per cent representing 64,03,622 shares are in physical form.

Category	Number		% to total equity
	Shareholders	Shares	
Demat Mode			
NSDL		1,92,447	78,76,98,689
CDSL		5,29,877	5,58,97,689
Total		7,22,324	84,35,96,378
Physical Mode			
		2,839	64,03,622
Grand Total		7,25,163	85,00,00,000
			100.00

* Non-consolidation basis

16. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs, ADRs, Warrants or any other convertible instruments.

17. Cost Audit

Name of the Cost Auditor: Mani & Co., Cost Accountants
 Ashoka, 111, Southern Avenue
 Kolkata 700029
 Regn No.: 000004

Actual date of filing the Cost Audit Report 26th August 2022
 for 2021-22

18. Commodity Price risk or Foreign Exchange risk and Hedging activities

The same has already been explained under the heading 'Disclosures' in this report.

19. Plant Locations

State	Address
West Bengal	91 New Chord Road, Authpur, Shamnagar, 24 Parganas (N)- 743 128 Durgachak, Haldia, Dist Midnapore, West Bengal- 721 602
Haryana	Plot No. 179, Sector 3, HSIIDC Growth Centre, Bawal- 123 501
Maharashtra	D2, MIDC Industrial Estate, Chinchwad East, Pune- 411 019 Plot No. T-17 MIDC Taloja Industrial Area, Taloja- 410 208 E-5, MIDC, Nagpur Taluka, Ahmednagar - 414 111
Tamil Nadu	Chichurakanapalli, Sevaganapalli Panchayat, Hosur Taluk, Dist Krishnagiri - 635 103
Uttarakhand	Khasra No. - 275, Lakeshwari Industrial Area, Bhagwanpur, Roorkee, Dist-Haridwar – 247 661 Plot No. 31, Sector 8A, Integrated Industrial Estate, Ranipur, Haridwar – 249 403
Gujarat	Plot No. 10/1, Kamalpur, N.H. No. 8, Taluka Prantij, District Sabarkantha, Gujarat - 383 205

20. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.

Facilities/Instruments	Credit rating by ICRA
Short-term debt instrument (Commercial paper)	ICRA A1+
Long-term banking facility (Fund based and Non fund based facility)	ICRA AAA (Stable)

There has been no revision in ratings as compared to last year.

Status as regards adoption/non-adoption of discretionary requirements laid down in Part E of Schedule II of Regulation 27(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forming part of the Report on Corporate Governance

Particulars	Status
The Board A non-executive chairperson may be entitled to maintain a Chairperson's office at the expense of the Company and also allowed reimbursement of expenses incurred in performance of his duties.	Not adopted
Shareholders Rights A half-yearly declaration of financial performance including summary of the significant events in the last six months, may be sent to each household of shareholders.	Not adopted
Modified opinion (s) in audit report Company may move towards a regime of financial statements with unmodified audit opinion	Company's financial statements have unmodified audit opinion. Adopted
Separate posts of Chairperson and the Managing Director or the Chief Executive Officer The listed entity may appoint separate persons to the post of the Chairperson and the Managing director or the Chief Executive Officer, such that the Chairperson shall – (a) be a non-executive director; and (b) not be related to the Managing director or the Chief Executive Officer as per the definition of the term "relative" defined under the Companies Act, 2013	Adopted
Reporting of Internal Auditor The Internal auditor may report directly to the Audit Committee	Adopted

Pursuant to Regulation 34(3) read with Schedule V of SEBI Listing Regulations, Compliance Certificate from the Statutory Auditors regarding compliance of conditions of Corporate Governance by the Company is annexed with the Directors' Report.

On behalf of the Board of Directors

Place : Mumbai
Date : 8th May 2023

Sd/-
Bharat D Shah
Chairman
DIN: 00136969

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

INDEPENDENT AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (Listing Obligations and Disclosure Requirements) REGULATIONS, 2015

TO THE MEMBERS OF EXIDE INDUSTRIES LIMITED

1. This certificate is issued in accordance with the terms of our engagement letter dated November 02, 2022 and addendum to the engagement letter dated April 10, 2023.
2. We have examined the compliance of conditions of Corporate Governance by **Exide Industries Limited** ("the Company"), for the year ended 31 March 2023, as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility

3. The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

Auditors' Responsibility

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31 March 2023.
6. We conducted our examination of the above corporate governance compliance by the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance both issued

by the Institute of the Chartered Accountants of India (the "ICAI"), in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

10. The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or to whose hands it may come without our prior consent in writing.

For B S R & CO LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sd/-
Jayanta Mukhopadhyay
Partner
Place : Mumbai
Date : 08 May 2023
Membership No: 055757
UDIN - 23055757BGYIHI1560

Certification by Chief Executive Officer (CEO) & Chief Financial Officer (CFO)

The Board of Directors

Exide Industries Limited

Exide House

59E, Chowringhee Road

Kolkata – 700 020

We, Mr. Subir Chakraborty, Managing Director & CEO and A.K.Mukherjee, Director-Finance & CFO of Exide Industries Limited certify to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that we have reviewed the financial statement and cash flow statement of the Company for the financial year ended 31st March, 2023.

1. To the best of our knowledge and belief, we certify that:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations; and
 - c) there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct;
2. For the purposes of financial reporting, we accept the responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, and further state that there were no deficiencies in the design or operation of such internal controls.
3. We do further certify that there has been:
 - a. no significant changes in internal controls over financial reporting during the year;
 - b. no significant changes in accounting policies during the year; and
 - c. no instances of fraud, of which we are aware during the period.

Place :Kolkata
Date :6th May 2023

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN : 00130864

Sd/-
A K Mukherjee
Director-Finance & CFO
DIN : 00131626

Annual Declaration under Regulation 34(3) read with Part D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

DECLARATION

As required under Regulation 34(3) read with Part D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Board members and Senior Management Personnel of the Company have complied with Code of Conduct of the Company for the year ended 31st March 2023.

Place : Kolkata
Date : 1st May 2023

Sd/-

Subir Chakraborty

Managing Director & CEO
DIN : 00130864

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
EXIDE INDUSTRIES LTD.
59E, Chowringhee Road
Kolkata – 700 020

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **EXIDE INDUSTRIES LTD.** having CIN L31402WB1947PLC014919 and having registered office at 59E, Chowringhee Road, Kolkata – 700 020 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No.	Name of the Director	DIN	Date of appointment in the Company
1	Mr. SUBIR CHAKRABORTY	00130864	01/05/2013
2	Mr. BHARAT DHIRAJLAL SHAH	00136969	30/04/2015
3	Mr. RAJAN BEHARILAL RAHEJA	00037480	12/12/1991
4	Mr. ASISH KUMAR MUKHERJEE	00131626	20/04/2007
5	Mr. ARUN MITTAL	00412767	01/05/2016
6	Mr. SURIN SHAILESH KAPADIA	00770828	25/10/2017
7	Mr. SRIDHAR GORTHI	00035824	29/07/2022
8	Ms. MONA NINAD DESAI	03065966	28/04/2010
9	Mr. AVIK KUMAR ROY	08456036	01/05/2021

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SUSHIL TIWARI & ASSOCIATES
Company Secretaries

Sd/-

SUSHIL TIWARI

Proprietor

UDIN No. : A006199E000037516

Peer Review Certificate no. : 2249/2022

Dated : 07/04/2023

Annexure-IV

Annual Report on Corporate Social Responsibility (CSR) activities

1. Brief Outline on CSR Policy of the Company:

Sustainable development remains the fundamental driver of Exide's long-term values and vision. The Company understands that many of the persistent challenges that humanity faces today like ensuring equitable and inclusive growth, managing climate change, taking care of communities, etc. require continuous focus. Exide has therefore identified the following 5 core themes for its CSR projects: -

- Enhancing learning outcomes through *Exide Akshar*,
- Promoting healthy communities through *Exide Aarogya*,
- Empowering Communities through *Exide Saksham*,
- Enhancing employability through *Exide Kaushal* and
- Environment protection through *Exide Paryavaran*.

Exide has a board approved Corporate Social Responsibility Policy which is in compliance with Section

135 of the Companies Act and rules made thereunder. The CSR policy of the Company provides guidelines for selection, implementation and monitoring of CSR projects, roles and responsibilities of CSR Committee, guidance for formulation of annual action plan, defining obligations of implementing partners, methodology for impact assessment, treatment of surplus generated (if any) and disclosures.

The key guiding principle for Exide's CSR initiatives is to be responsive, flexible and inclusive in the endeavor to meet the aspirations of neighboring communities through its CSR programs. The CSR programs of the Company are aligned to Schedule VII of the Companies Act, 2013. The Company implements its CSR programs either directly or through NGO partner eligible to implement CSR programs as envisaged in Section 135 of the Companies Act and rules made thereunder.

The CSR policy of the Company is available on the Company's website at <https://www.exideindustries.com/sustainability/csr-policy.aspx>.

2. Composition of CSR Committee:

Sl. No.	Name of director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr Bharat D Shah	Independent & Non-executive director (Chairman)	4	4
2	Mr Sudhir Chand*	Independent & Non-executive director	4	1
3	Ms Mona Desai**	Independent & Non-executive director (Member)	4	2
4	Mr Subir Chakraborty	Executive director (Member)	4	4
5	Mr Avik Kumar Roy	Executive director (Member)	4	4

* Ceased to be director upon retirement w.e.f. 22nd July 2022

** Appointed as member w.e.f. 29th July 2022

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company.

The CSR policy of the Company is available on the Company's website at <https://www.exideindustries.com/sustainability/csr-policy.aspx>.

The composition of the CSR committee of the Board of Directors is available on the Company's website at <https://www.exideindustries.com/about/board-committees.aspx>.

The Annual CSR plan for the year 2022-23 can be accessed through the Company's website at <https://www.exideindustries.com/sustainability/>.

5. (a) Average net profit of the company as per sub-section (5) of section 135.	₹ 10,16,27,50,873/-
(b) Two percent of average net profit of the company as per sub section (5) of section 135	₹ 20,32,55,017/-
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	₹ 99,47,632/-*
(d) Amount required to be set-off for the financial year, if any.	Nil
(e) Total CSR obligation for the financial year [(b) + (c) – (d)]	₹ 21,32,02,649/-

* This includes an amount of ₹ 49,44,180/- generated as CSR surplus against CSR projects implemented in the year 2022-23.

6. (a) Amount spent on CSR Projects (both Ongoing and other than Ongoing Project).	₹ 20,87,61,932/-
(b) Amount spent in Administrative Overheads	₹ 37,64,013/-
(c) Amount spent on Impact Assessment, if applicable	₹ 9,44,000/-
(d) Total amount spent for the Financial Year [(a) + (b) + (c)]	₹ 21,34,69,945/-

6. (e) CSR amount spent or unspent for the financial year

Total Amount Spent for the Financial Year (In ₹)	Amount Unspent (In ₹)					
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.			
	Amount	Date of transfer	Name of Fund	Amount	Date of transfer.	
21,34,69,945	NA	NA	NA	NA	NA	NA

6. (f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	20,32,55,017
(ii)	Total amount spent for the Financial Year	21,34,69,945
(iii)	Excess amount spent for the Financial Year [(ii) – (i)]	1,02,14,928
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	99,47,632*
(v)	Amount available for set off in succeeding Financial Years [(iii) – (iv)]	Nil**

* This includes an amount of ₹ 49,44,180/- generated as CSR surplus against CSR projects implemented in the year 2022-23.

** The company has spent an amount of ₹ 2,67,296 over and above its CSR obligation. However, this excess amount is not considered for set off in the next year.

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1 Sl. No.	2 Preceding Financial Year(s)	3 Amount transferred to Unspent CSR Account under sub- section (6) of section 135 (in ₹)	4 Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in ₹)	5 Amount spent in the Financial Year (In ₹)	6 Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any		7 Amount remaining to be spent in succeeding Financial Years (in ₹)	8 Deficiency, if any
					Amount (in ₹)	Date of transfer		
1	FY- 21-22	3,00,00,000	2,80,00,000	65,77,995	-	-	2,14,22,005	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: -

Yes

No

If Yes, enter the number of Capital assets Created / acquired

30

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Capital Assets created (details of deliverables/ items procured)	PIN Code	Date of creation/ acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
1	Construction of Community Hall (approx. 2002 sq. ft.) at Bharat Sevashram Sangha, Horekhali, Sutahata, Midnapore (E), West Bengal.	721658	30.11.2022	20,79,922	CSR00000812	Bharat Sevashram Sangha	211 Rash Behari Avenue, Ballygunge, Kolkata 700019
2	Tata Winger Van (1 no.) for School at Antar Bharati Balgram, Near Bhushi Dam, Kurwande, Lonavala, Dist. Pune, Maharashtra.	410402	17.08.2022	17,34,215	CSR00001870	India Sponsorship Committee	Mathuradas Estate Building No 1, Colaba Causeway, Mumbai 400 001

Sl. No.	Capital Assets created (details of deliverables/items procured)	PIN Code	Date of creation/acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
3	Construction of 2 Classrooms (approx. 14000 sq. ft) At New English School, Marunji, Hinjewadi, Pune, Maharashtra	411038	20.03.2023	20,00,003	NA	New English School, Marunji, Hinjewadi, Pune, Maharashtra	New English School, Marunji, Hinjewadi, Pune -411038
4	Constructions of 2 Classrooms (approx. 1000 Sq. ft.) at Khelaghari, Raghunathpur, Dist. South 24 Pargana, West Bengal.	743332	30.12.2022	13,32,995	CSR00004888	Young Men's Welfare Society	Sarkarpole, Budge-Budge Trunk Road. Kolkata - 700143
5	Mini Science Centre	247661	22.08.2022	4,13,000	NA	Government Girl's Inter College, Sikroda, Bhagawanpur	Government Girl's Inter College, Sikroda, Bhagawanpur, Haridwar – 247661
6	Musical Instruments for training.	247661	22.08.2022	85,762	NA	Kasturba Gandhi Balika Vidyalaya, Mohitpur, Bhagawanpur.	Kasturba Gandhi Balika Vidyalaya, Mohitpur Bhagawanpur, Haridwar 247661
7	Electrical Fixtures.	247668	01.08.2022	8,23,155	NA	Government Inter College, Kunja Bahadurpur, Ikkalpur, Haridwar-247668	Government Inter College, Kunja Bahadurpur, Ikkalpur, Haridwar-247668
8	Green Board and furniture.	249403	01.07.2022	18,09,629	NA	Government Primary School, Salempur.	Government Primary School, Salempur, Bhadrabad, Haridwar -249403
9.	Furniture at- Government High School, Dheermajara, Bhagawanpur, Uttarakhand.	247661	01.07.2022	7,79,000	NA	Government High School, Dheermajara, Bhagawanpur.	Government High School, Dheermajara, Bhagawanpur, Haridwar – 247661
10.	Furniture.	247661	01.07.2022	82,000	NA	Government Upper Primary School, Dheermajara, Bhagawanpur.	Government Upper Primary School, Dheermajara, Bhagawanpur, Haridwar – 247661
11.	1 Computer system, 1 Internet dongle- G, 1 Speaker, 4 library racks and cooking	562135	27.01.2023	91,800	NA	Government Higher Primary School	Government Higher Primary School, Polanahalli, Channarayapattana Panchayat, Devanahalli Taluka, Bangalore Rural District, Karnataka
12.	1 Computer system, 1 internet dongle, 1 Speaker, 3 Library Racks and 2 Badminton Poles	562135	27.01.2023	65,500	NA	Government Higher Primary School	Government Higher Primary School, Cheemachananahalli Channarayapattana Panchayat, Devanahalli Taluka, Bangalore Rural District, Karnataka

Sl. No.	Capital Assets created (details of deliverables/ items procured)	PIN Code	Date of creation/ acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
13.	Incinerator	562135	28.3.2023	36,000	NA	Anaganwadi Polanahalli.	Aanaganwadi, Polanahalli, Channarayapattana Panchayat, Devanahalli Taluka, Bangalore Rural District, Karnataka
		562135	28.3.2023		NA	Milk Dairy, Polanahalli	Milk Dairy, Polanahalli, Channarayapattana Panchayat, Devanahalli Taluka, Bangalore Rural district, Karnataka
		562135	28.3.2023		NA	Aanganwadi, cheemachananahalli	Aanganwadi cheemachananahalli Channarayapattana Panchayat, Devanahalli Taluka, Bangalore Rural district, Karnataka
		562135	28.3.2023		NA	Milk Dairy, Cheemachanhalli	Milk Dairy Cheemachananahalli- cheemachananahalli Channarayapattana Panchayat, Devanahalli Taluka, Bangalore Rural district, Karnataka
14	1 RO System-50 L and 2 cup board	635114	12.09.2022	60,680	NA	Government Primary School, Kagganur	Government Primary School, Kagganur, Kagganur- Nallur Road, Devaganapalli B.O (post office), Hosur Taluk, Krishnagiri District, Tamil Nadu
15	1 RO System- 25 L at, 2 smart TVs and 1 printer	635103	13.12.2022	77,794	NA	PUP School, Sevaganapalli	PUP School, Sevaganapalli, Sevaganapalli village, Hosur (Taluka), Krishnagiri District, Tamil Nadu
16	Furniture	635103	05.01.2023	64,000	NA	Government Primary School, Chokkarasanapalli	Government Primary School, Chokkarasanapalli, Kothropalli village, Sevaganapalli B.O. post office, Hosur Taluka, Krishnagiri District, Tamil Nadu
17	Block B and Infrastructure of the School Complex at Utkal Gaurav International School, Berunapadi, PO/ PS SoSo, Block: Hatadihi, District: Koenjhar, Odisha	758078	31.03.2023	50,00,000	CSR00002318	Utkal Gaurav Foundation.	Utkal Gaurav Foundation M -37, CRPF Colony, Baramunda Housing Board Colony, IRC Village, Nayapalli, Bhubaneswar, Odisha 751016
18	Benches, boundary wall and other fixtures	722132	09.03.2023	2,00,000	NA	Namo Sushunia Primary School	Namo Sushunia Primary School, Bankura, West Bengal - 722132
19.	Smart Classroom with Kyan Device, Board and Other accessories	743165	31.03.2023	93,45,700	NA	Nivedita Narendra Vidyaniketan	Nivedita Narendra Vidyaniketan Jan Mohammad Ghat Road Naihati, North 24 Pargana, West Bengal.

Sl. No.	Capital Assets created (details of deliverables/ items procured)	PIN Code	Date of creation/ acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
	700121			NA	Shyamnagar Rishi Aurobindo Balika Vidyalaya.	Shyamnagar Rishi Aurobindo Balika Vidyalaya, Shyamnagar Barrackpore Barasat Road Sevali, Telinipara, Debpukur, North 24 Pargana, West Bengal	
	743127			NA	Gurdah Rishi Aurobindo Vidyaniketan	Gurdah Rishi Aurobindo Vidyaniketan, Shyamnagar, North 24 Pargana, West Bengal	
	741222			NA	Shyamnagar Kanti Chandra High School	Shyamnagar Kanti Chandra High School School para, Rahuta Road, po - Shyamnagar, North 24 Pargana, West Bengal	
	700123			NA	Barrackpore Girls' High School, Barrackpore	Barrackpore Girls' High School, Barrackpore ward 12, North 24 Pargana, West Bengal	
	743126			NA	Taraknath Balika Vidyamandir, Shyamnagar	Taraknath Balika Vidyamandir, Shyamnagar, Bhatpara, Jagatdal, North 24 Pargana, West Bengal	
	743127			NA	Shyamnagar Balika Vidyalaya	Shyamnagar Balika Vidyalaya, 71 Basudevpur Road, PO – Shyamnagar, North 24 Pargana, West Bengal	
	743127			NA	Mulajore Sitanath Pathsala	Mulajore Sitanath Pathsala, Shyamnagar 1, Rahuta Road, Shyamnagar, North 24 Pargana, West Bengal	
	414111			NA	Kai. Balasaheb Keshav Thakare (MNP) School, Bolhegaon	Kai. Balasaheb Keshav Thakare (MNP) School, Bolhegaon, Ahmednagar, Maharashtra	
	414601			NA	Ujjainimata Madhyamik Vidyalaya Pimpalgaon Ujjaini	Ujjainimata Madhyamik Vidyalaya Pimpalgaon Ujjaini, Ahmednagar, Maharashtra	
	414001			NA	Panchashil Vidya Mandir, Siddharthnagar, Ahmednagar	Panchashil Vidya Mandir, Siddharthnagar, Ahmednagar, Maharashtra	
	422605			NA	Mahatma Phule Madhyamik school, Sangamner	Mahatma Phule Madhyamik school, Sangamner, Ghulewadi Rd, Sathe Nagar, Sangamner, Ahmednagar,	
	422605			NA	Siddharth Vidyalaya, Sangamner, Ahmednagar	Siddharth Vidyalaya, Sangamner, Ahmednagar, Maharashtra	
	414001			NA	Maharshi G.J. Chitambar Vidya Mandir	Maharshi G.J. Chitambar Vidya Mandir, Near Subjail, Zharekar Galli, Near Sub jail, Nalegaon, Ahmednagar, Maharashtra	

Sl. No.	Capital Assets created (details of deliverables/ items procured)	PIN Code	Date of creation/ acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
	414111			NA	Z.P School Gajanan Vasahat	Z.P School Gajanan Vasahat, Gajanan Vasahat, Ahmednagar, Maharashtra.	
	743332			CSR00004888	Young Men's Welfare Society	Sarkarpole, Budge-Budge Trunk Road, Kolkata - 700143	
	700016			CSR00010993	All Bengal Women's Union (Primary School)	All Bengal Women's Union Primary School, 89, Elliot Road, Kolkata, West Bengal	
20	Sanitation Units and Smart Classrooms with Kyan Device, Board and other accessories.	700122	31.03.2023	49,61,425	NA	NCP Mamatinath Girls High School.	NCP Mamatinath Girls High School, Barrackpore
	414001	31.03.2023		NA	Dadasaheb Rupwate Vidyalaya & Jr. college	Dadasaheb Rupwate Vidyalaya & Jr. college, Topkhana, Ahmednagar, Maharashtra	
	414001	31.03.2023		NA	Ahmednagar Urdu school.	Ahmednagar Urdu school, Ahmednagar 1248/49Moulana Azad Road Beldar Galli Ahmednagar, Maharashtra	
	414001	31.03.2023		NA	St. Xavier's High school & Jr. College	St. Xavier's High school & Jr. College, Outram Road, Tarakpur, Ahmednagar, Maharashtra	
21	Sanitation unit in school.	422605	31.03.2023	49,00,000	NA	Mahatma Phule Education Society School	Mahatma Phule Education Society School, Savedi Ghulewadi Rd, Sathe Nagar, Sangamner, Ahmednagar, Maharashtra
	411035	31.03.2023		NA	Pandit Jawaharlal Nehru Nagar Kanya Prathmik School	Pandit Jawaharlal Nehru Nagar Kanya Prathmik School, Akurdi – Pune, Maharashtra	
	411057	31.03.2023		NA	Kaspate Vasti Prathmik School,	Kaspate Vasti Prathmik School, Pune, Maharashtra	
	411017	31.03.2023		NA	Madhyamik Vidyalay Sant Tukaramnagar	Madhyamik Vidyalay Sant Tukaramnagar, Pimpri – Pune, Maharashtra	
	411017	31.03.2023		NA	Krantijyoti Savitribai Phule Sanstha's Primary School	Krantijyoti Savitribai Phule Sanstha's Primary School, Chinchwad – Pune, Maharashtra	
	411019	31.03.2023		NA	D. B. English Medium School,	D. B. English Medium School, Chinchwad – Pune, Maharashtra	
	411033	31.03.2023		NA	Adarsh Balak Mandir, Chinchwad.	Adarsh Balak Mandir, Chinchwad – Pune, Maharashtra	
22	WASH infrastructure, Laboratory Furniture, Laboratory Equipment, Library Equipment and Sports materials.	561203	31.03.2023	3,56,00,000	NA	Government First Grade College Doddaballapur, Bengaluru Rural District, Karnataka	Government First Grade College Doddaballapur, Bengaluru Rural District, Karnataka
	560064			NA	Government First Grade College Yelahanka	Government First Grade College Yelahanka, Bangalore Karnataka.	

Sl. No.	Capital Assets created (details of deliverables/items procured)	PIN Code	Date of creation/acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
23	Construction of Toilets of 80 sq. mtr. at Primary School, Nimblak Islak, Ahmednagar, Maharashtra	414111	10.01.2023	7,25,479	NA	Primary School, Nimblak Islak, Ahmednagar	Primary School, Nimblak Islak, Ahmednagar, Maharashtra – 414111
24	Installation of benches (200 Nos.)	414106	27.03.2023	2,36,000	NA	Navnath Primary School, Karnali	Navnath Primary School, Karanji, Tal: Pathardi, Ahmednagar, Maharashtra – 414111
25	Construction of Kitchen Shade 27 sq. mtr.	414111	27.03.2023	4,80,246	NA	Primary School at Nimblak Islak, Ahmednagar.	Primary School at Nimblak Islak, Ahmednagar, Maharashtra – 414111
26	Construction of washrooms (96 sq. mtr.) and 2 water coolers with purifier.	743123	29.09.2022	2,06,937	NA	Shree Ramkrishna Vivekananda Sangha.	Shree Ramkrishna Vivekananda Sangha, 39/1, Mukherjee Para Road. PO - Bhatpara, Dist. - North 24 Pargana, West Bengal - 743123
27	Gaushala Building and Fodder Shed (7201 Sq. ft.), Mouje, Kamatpada, Survey No. 4/4, 8/3,7/4, Village Kamatpada, Jamrung, Karjat, Dist. Raigad, Maharashtra	410201	31.03.2023	50,00,000	CSR00022085	Kamdhenu Gau Dhaam Trust.	Kamdhenu Gau Dhaam Trust, B-4/54, Third Floor, Safdurjung Enclave, New Delhi 110029
28	Fitness Equipment (Treadmill – 1, Elliptical Cross Trainer 3000 – 1 and 2-ton AC) at Community Fitness Centre, Taloja Police Station, Taloja M.I.D.C., Taluka Panvel, Dist. Raigad, Maharashtra.	410208	19.11.2022	4,97,000	NA	Senior Police Inspector, Taloja Police Station.	Taloja Police Station, Taloja MIDC, Taluka Panvel, Dist. Raigad, Maharashtra – 410208
29	Water Purifier (Eureka Forbes Make)	743123	23.03.2023	7,86,550	NA	Bhatpara Nari Siksha Mandir	Bhatpara Nari Siksha Mandir, 27, Nyaya Lanker Thakur Road. PO - Bhatpara. Dist - North 24 Pargana, West Bengal - 743123
		743127			NA	Mulajore Sitanath Pathsala	Mulajore Sitanath Pathsala (H.S.), 1/1, Rahuta Road, Shyamnagar. PO - Shyamnagar, Dist - North 24 Pargana, West Bengal.

Sl. No.	Capital Assets created (details of deliverables/ items procured)	PIN Code	Date of creation/ acquisition of Capital Asset (Date of procurement or completion or final payment or handover - as applicable)	Final Expenditure (Rounded off to nearest Rupee)	CSR Registration No., if applicable	Name of Agency to whom transferred.	Registered Address of the agency / public entity to whom asset transferred.
	743165			NA	Naihati Narendra Vidyaniketan	Naihati Narendra Vidyaniketan, H.S. 44, Jan Md. Ghat Road. Naihati, Dist- North 24-Pargana, West Bengal.	
	700121			NA	Sewli Balika Vidyalaya	Sewli Balika Vidyalaya (H. S.) PO - Sewli, Telinipara. Debpuur. Dist. - North 24-Pargana West Bengal.	
	700122			NA	Manmathanath Girls' School	Manmathanath Girls' School (H. S.) Shibitala Road. PO - Nona Chandan Pukur, Barrackpore. Dist. - North 24-Pargana, West Bengal.	
	700123			NA	Barrackpore Girl's High School	Barrackpore Girl's High School PO - Talpukur. Dist - North 24-Pargana, West Bengal.	
30	Medical equipment (one RF Plasma machine & Gen Expert Module) at Institute of Neuroscience, 185/1 AJC Bose Road, Kolkata, West Bengal	700017	24.01.2023	14,48,271	CSR00000975	Institute of Neuroscience	Institute of Neuroscience, 185/1 AJC Bose Road, Kolkata-700017

9. Specify the reason(s), if the company has failed to spend two percent of average net profit as per sub-section (5) of section 135: Not Applicable.

Place : Mumbai
Date : 8th May 2023

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Sd/-
Bharat D Shah
Chairman CSR Committee
DIN: 00136969

Annexure A

Executive Summary of Impact Assessment

Thematic areas



Healthcare



Public health emergencies education



Skill development



WaSH

12

Locations

5

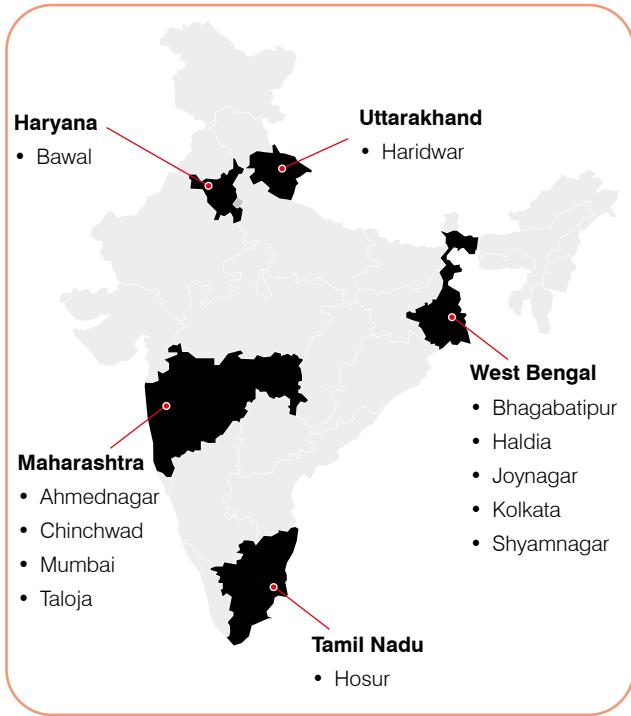
big-ticket projects

- Donation of medical equipment at the Diabetic Association of India
- Donation of rations and immunity boosters: Aabhar Campaign
- Donation of medical equipment and materials for Covid relief at the hospitals across India
- Creation of smart classes and WaSH infrastructure at schools
- Skills augmentation

Total funding in FY 2021-22:

₹ 15.22 crore

Project locations



Project-wise funding:

Project	Amount spent (`₹ crore)
Donation of medical equipment at the Diabetic Association of India	4.12
Distribution of food products to covid frontline workers	1.39
Donation of medical equipment and materials for Covid relief at the hospitals across India	1.15
Creation of smart classes and WaSH infrastructure at schools	1.17
Skills augmentation	7.39

Sustainable Development Goals (SDGs) covered



Donation of medical equipment at the Diabetic Association of India



Donation of rations and immunity boosters: Aabhar Campaign



Donation of medical equipment and materials for Covid relief at the hospitals across India



Creation of smart classes and WaSH infrastructure at schools



Skills augmentation

SDG-wise spend



Number of lives touched

~1,94,000

Project

Creation of smart classes and WaSH infrastructure at schools

Estimated number of lives touched in 2021-22

17,500

Donation of medical equipment and materials for Covid relief at the hospitals across India

70,000

Donation of rations and immunity-boosters: Aabhar Campaign

35,000+

Donation of medical equipment at the Diabetic Association of India

70,000+

Skills augmentation

1,200+

Total volunteering hours: Project-wise

Project	Total volunteering hours
Donation of rations and immunity-boosters: Aabhar Campaign	50
Donation of medical equipment and materials for Covid relief at the hospitals across India	1,225
Skills augmentation	176
TOTAL	1,451

Apart from the projects mentioned above, the employees of Exide donated 657 volunteering hours in 2021-22 in other programmatic interventions of the Company.

Creation of smart classes and WaSH infrastructure at schools

- 93% of students preferred smart classes over the traditional method.
- The smart classes improved students' attendance in the schools.
- The smart classes had a direct positive impact on students' understanding of the subjects, particularly the science subjects.
- The teachers confirmed that the smart classes led to increase in attendance in the schools.
- Augmentation of WaSH facilities in the Tiljala school is expected to improve the healthy practices in students, particularly adolescent girls.

Donation of medical equipment and materials for Covid relief at hospitals across India

- At Haridwar, medical equipment was given to three medical facilities for fighting Covid, viz., Mela Hospital, CHC Bhagwanpur and Civil Hospital (Roorkee).
- Materials and equipment were given to the Sevanganapalli Panchayat and a Covid Care Centre in Hosur.
- Rapid Antigen Test Kits were donated to the Medical Health Department, Panvel Municipal Corporation in Taloja.
- Sanitiser bottles, three-ply mask belts and three-ply masks were given to the District Administration Team in Bawal.
- The intervention directly or indirectly benefitted 70,000 people.

Donation of rations and immunity-boosters: Aabhar Campaign

- 8,650 packets containing rations and immunity-boosters were distributed.

- 35,000+ people benefitted.
- The ration distributed in Kolkata was sufficient to sustain a family of four for two months.

Donation of medical equipment to the Diabetic Association of India

- More than 72,000 patients treated in 2021-22. 68% increase over 2020-21.
- The intervention improved efficiency in ICU, microbiology, central sterile services and mammography.
- The doctors confirmed a reduction in the turnaround time and improved health outcomes because of the capital assets introduced in the hospital with the financial grant of Exide.
- Treated more than 5,000 Covid patients during 2021-22.
- Developed centres of excellence in Diabetes, Oncology, Orthopaedics, and critical care.

Skills augmentation

- 1200+ apprentices trained under the CSR programme in 2021-22. The majority of the apprentices were from Ahmednagar, Bawal and Chinchwad.
- 90% of the interviewed apprentices believed they were placed in the appropriate department commensurate with their off-job training.
- The apprentice turnover rate was found to be 6%, lower than the industry average.
- More than 98% were happy about the quality of the training.
- 15% of apprentices interviewed were the main breadearners of the family. The programme was the main source of livelihood for them.

Annexure- V

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name(s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	(All contracts or arrangements or transactions with related parties are at arm's length basis)
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name(s) of the related party & nature of relationship	(i) Chloride Metals Limited (CML) (Wholly Owned Subsidiary Company)
b)	Nature of contracts/arrangements/transaction	(ii) Exide Energy Solutions Limited (EESL) (Wholly Owned Subsidiary Company)
c)	Duration of the contracts/arrangements/transaction	(i) Purchase of lead, lead alloys and lead small parts and sale of scrap batteries
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	(ii) Providing Corporate Guarantee against credit facilities to be availed by EESL.
		April 2022 to March 2023
e)	Date of approval by the Board	(i) Value of transactions with CML amounted to ₹ 5,818.56 cr.
f)	Amount paid as advances, if any	(ii) Value of arrangement for Corporate Guarantee with EESL amounted to ₹ 2000 cr.
		(i) 31st January 2022
		(ii) 30th January 2023
		-

3. Details of contracts or arrangements or transactions not in the ordinary course of business:

Sl. No.	Particulars	Details
a)	Name(s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	(All contracts or arrangements or transactions with related parties are in ordinary course of business)
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

On behalf of the Board of Directors

Place : Mumbai
Date : 8th May 2023

Sd/-
Bharat D Shah
Chairman
DIN: 00136969

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Annexure- VI

Information as per Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March 2023

A. Conservation of Energy

(i) The steps taken or impact on conservation of energy

Efficient use of energy is at the core of your Company's focus towards sustainable operations. With our commitment to effectively contribute to climate change initiatives, your Company has aligned operations to inculcate a culture of continuous measurement, monitoring and optimum utilization of energy.

With our endeavour to achieve excellence in optimum energy utilization and cost effectiveness on an ongoing basis, Exide has undertaken several initiatives during the year to further improve its energy efficiency. While overall energy consumption increased during the year because of rise in production volume, the utilisation of energy from renewable sources increased by 20%. Now, our share of renewable in total energy consumption has gone up from 18% from previous year to 19%.

The Energy Intensity of output (GJ/Turnover in ₹) improved by 1% and carbon footprint (MT in CO₂/Turnover in ₹) by 2.0% during the year under review.

Initiatives undertaken by your Company for energy conservation are:

Exide through its dedicated energy management cell has been implementing short and medium-term actions to improve the energy efficiency. It also adheres to the energy efficient practices & methods for cost competitiveness and promoting energy efficiency throughout the supply chain.

Some of the major initiatives undertaken by the Company towards energy conservation are highlighted below:

- Increased use of natural light by installation of translucent sheets over shop floor;
- Installation of photo sensors for shop floor lights to switch off automatically for optimised illumination.

- Introduced cyclic timer synchronized with blower motor Variable Frequency Drives for air handling units to facilitate optimised operation in relation to environmental conditions.
- Reduced blower & scrubber motor load in assembly and formation sections through layout changes leading to optimized motor sizing.
- Optimised motor load, interlocked with process requirements at assembly conveyor, pasting lines, rotary feeder units.
- Reduction of pressure setting of air compressors with Variable Frequency Drives to reduce energy consumption.
- Close monitoring of compressed air leakage in the system and prompt rectification of the same to reduce compressor load.
- Timer control provided in lead pots to control the heater operation based on production requirement.
- Variable Frequency Drives installed in Plate Drying Ovens to optimize Re-circulation Blower speed.
- Eliminated cooling tower re-circulation pumps through value engineering without affecting process requirements.
- Improvement of Load factor (> 80%) by controlling maximum demand through Demand controller to improve efficiency of power system.
- Maintaining Power factor close to unity by proper maintenance of existing APFC panels with capacitor banks and adding new capacitor panels, wherever necessary.
- Increased use of renewable energy for reducing use of energy from fossil fuel sources.

Besides some of the specific initiatives undertaken by the Company, we continue to map and analyse the performance of each manufacturing units to work out their efficiency level and undertaking suitable initiatives to further

improve their overall energy performance in accordance with Energy Management System (EnMS) ISO 50001 standard guideline. We also continue to conserve energy through Energy Stewardship “Energy Circle” team and have won many accolades during the year.

During the year the Hosur plant applied for implementation of ISO 50001 (Energy Management System) certification, which is based on international standard ISO 50001:2018. During the process, the third party audit agency, TUV Rheinland audited Company's Hosur plant. After carrying on the verification process and based on the recommendation of said TUV auditors, the Hosur plant received the ISO 50001 certificate, giving a boost to the efforts of the team for their initiative on energy conservation.

(ii) Steps taken by the Company for utilising alternate sources of energy:

Exide remains committed towards undertaking green initiatives and as part of this effort, the Company increased its consumption of energy from renewable sources (solar) to reach 1021 lac kWh during the year, which is approximately 20% increase over the previous financial year.

Details of implementing solar energy drive in the Company is given below:

- **Rooftop solar at manufacturing facilities (Own Assets).**

Manufacturing Units	FY 2022-23
	Cumulative Generation (in lac kW)
Bawal	2.1
Hosur	19.6
Taloja	3.3
Total	25.0

Taloja : The rooftop solar facility was utilised for part of the year. After change in regulations by MSEDC, the rooftop facility was discontinued and replaced by Solar open access facility availed by the Company.

- **Details of purchase of solar energy through onsite rooftop and off-site ground arrangement vide a long-term Power Purchase Agreement with a solar power developer is given below:**

Manufacturing Units	Cumulative Purchase (FY'22-23, in lac kWh (On-site))	Cumulative Purchase (FY'22-23), in lac kWh (Off-site)
Ahmednagar	5.1	85.7
Bawal	3.2	-
Chinchwad	2.8	197.8
Haldia	13.7	-
Hosur	21.7	521.0
Shamnagar	4.0	-
Taloja	-	140.8
Total	50.5	945.3

- **(iii) Capital investment made by the Company on energy conservation equipment during the financial year ended 31st March 2023: ₹ 10,25,65,560/-**

B. TECHNOLOGY ABSORPTION

I. Technology Absorption, Adaptation and Innovation

For many years now your Company has been closely working with a number of leading global lead-acid battery manufacturing organizations through the process of signing technical collaboration support programs. This has always allowed this organization to significantly cut development time and introduce some most advanced state-of-art technologies within the shortest possible time of its invention or introduction. A typical example is the introduction of punched grid technology for automotive battery plate making. While competition has been working to introduce this technology in the recent months, your Company had identified this plate-making technology with exceptional corrosion resistance as a potential game-changer in the field of automotive battery manufacture and with the complete support of collaborator East Penn Manufacturing of US, had introduced the same in the technology basket of your Company some six years back.

Then there are technologies which have worked very well in different overseas markets but to make them deliver similar satisfaction in this country calls for some tweaking of the basic product and process features. This is because there are always some finer variations of operating conditions of the product in this country as against the usage pattern overseas and this is where your R&D engineers provide the inputs to the collaborator scientists to finally deliver a India-specific solution. A typical example of this is the evolution of the design of batteries for two wheelers. Based on the fundamental design inputs provided by the Japanese collaborator Furukawa Batteries your R&D engineers are now coming up with the advanced version, designed for operation in India, with punched plates and special manufacturing processes.

Moura Batteries of Brazil has laid the foundation of this Company's futuristic EFB and ISS technology batteries increasingly demanded by Indian vehicle manufacturers. Once again having access to the full technology disclosure, made available by the collaborator, your Company's R&D engineers have picked up critical inputs to innovate specific battery solutions for the new generation vehicles set to be manufactured in the country having different levels of requirements so far as the starter battery is concerned.

A new market that is opening up is known as the Auxiliary battery which goes into almost every electric

and hybrid-electric vehicle. This being an absolutely new application there is not yet any available standards for the same so that the proposed designs may attempt to conform to the same. Under such situation based on extensive discussion between the engineers of the two companies, the collaborators and yours, a tentative specification is drawn up and development work is initiated by R&D. This is how your Company has once again been the first to offer the 'Aux' battery, as they are popularly known as, to EV & HEV OEMs in the country.

II. Benefits

The most important takeaway of having strong technical collaboration is the fact that latest advancements made in the field, anywhere in the world, can be made available to the users in the country within the shortest time of its first introduction. This has certainly been the case for your Company as being the first to offer advanced battery designs with highest reliability and longest life both in the fields of transportation as well as for stationary power has given a tremendous competitive edge over other manufacturers in the country. Besides, collaborations have also helped in keeping the development costs under control, supply chains established and manufacturing processes optimized. All these help in the introduction of new products at all optimal cost thereby helping the business angle of your Company significantly.

III. Particulars of Imported Technology in the last 3 years

Sl. No.	Technology Imported	Year of Import	Has Technology been absorbed	If not fully absorbed, reasons and future action plan
1	Valve Regulated Lead Acid Storage Batteries (VRLA) for Motorcycles with Furukawa Battery Co. Ltd., Japan for Bawal and Ahmednagar Plants	Since 9th March 2007. Current arrangement is effective from 1st April 2020 and is valid till 31st March 2025	Agreement is for Technical Assistance under license for continuous improvements in manufacturing, technology, process etc. of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing
2	Automotive Batteries with C21 Alloy and C21 Technology with Furukawa Battery Co. Ltd., Japan for Taloja and Bawal Plants	Since 1st December, 2010. Current arrangement is effective from 1st December 2022 and is valid till 31st December 2023	Agreement is for Technical Assistance for continuous improvements in manufacturing technology of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing

Sl. No.	Technology Imported	Year of Import	Has Technology been absorbed	If not fully absorbed, reasons and future action plan
3	Automotive Technical Assistance/Collaboration Agreement with Furukawa Battery Co. Ltd., Japan for Taloja and Bawal Plants	Since 1987-1988. Current arrangement is effective from 1st December 2020 and is valid till 30th November 2025	Agreement is for Technical Assistance for continuous improvements in manufacturing technology of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing
4	Automotive Batteries for Idling Stop System (ISS) with Furukawa Battery Co. Ltd., Japan for Taloja and Bawal Plants	Since 1st February 2010. Current arrangement is effective from 1st February 2020 and is valid till 31st January 2025	Agreement is for Technical Assistance for continuous improvements in manufacturing technology of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing
5	Lead Acid Batteries, used for Automotive, Industrial, Motor Cycle and Other Applications from East Penn Manufacturing Co., USA	Since 15th January 2022 and is valid upto 14th January 2027	Agreement is for Technical Collaboration and Assistance for continuous improvements in manufacturing technology of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing
6	Special Conventional Batteries for Automotive Applications having positive electrode plates and expanded grids with Energywith Co. Ltd., (formerly Shin-Kobe Electric Machinery Co. Ltd.) Japan for Shamnagar, Haldia, Chinchwad and Hosur	Since 3rd February 2013 and is valid upto 2nd August 2023	Agreement is for Technical License and Assistance for continuous improvements in manufacturing technology of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing
7	Li-ion Batteries for use in Motive Power and Energy Storage System with Zhejiang Chaowei Chuangyuan Shiye Co. Ltd. Group, China	Since 3rd January 2017 and is valid till 2nd January 2025	Agreement is for Technical Assistance/Collaboration for continuous improvements in manufacturing technology of different products and is in progress	Since the technology is continuous, the Agreement will be ongoing
8	Energy Storage Solution (ESS) centered around Ultra Battery Technology with Smart Storage Pty Ltd. Australia (Ecoult)	Since 1st January 2017 and was valid upto 31st December 2021	The Agreement has not been renewed as the technology has been fully absorbed	Technology has been fully absorbed

Sl. No.	Technology Imported	Year of Import	Has Technology been absorbed	If not fully absorbed, reasons and future action plan	
9	Ultra Battery (UB) Technology for stationary industrial and other battery applications from East Penn Manufacturing Co., USA.	Since 1st January 2017 and was valid upto 31st December 2021	Agreement was for Patent Sub-License of UB Technologies i.e. integration of lead acid batteries with Ultra-capacitors for continuous improvements in manufacturing technology of different products.	Technology has been fully absorbed.	
10	Bi-Polar Lead Acid Storage Batteries from Advanced Battery Concepts, LLC, USA.	Since 18th December 2017 and is valid upto 17th December 2037.	The Agreement has not been renewed as the technology has been fully absorbed.	Agreement is for Technical Assistance License for continuous improvements in manufacturing technology of Bi-polar Lead Acid Batteries and is in progress.	Since the technology is continuous, the Agreement will be ongoing.
11	Enhanced Flooded Batteries (EFB), Heavy Duty Batteries (HDB), Motorcycle AGM Batteries (MAB) and Stationary Flooded Batteries (SFB), referred to as Moura High Efficiency (MHE) Batteries from Acumuladores Moura S.A., Brazil.	Since 26th February 2018 and is valid upto 25th February 2028	Agreement is for Technology Licensing to design, manufacture, produce, sell, maintain and for continuous improvements in manufacturing technology of Moura High Efficiency (MHE) Batteries and is in progress	Since the technology is continuous, the Agreement will be ongoing.	
12	Pocket Type Nickel - Cadmium Alkaline Storage Battery and Sintered Type Nickel-Cadmium Alkaline Storage Battery referred to as 'Alkaline Battery' for emergency power supply of electrical train and wide range of industrial electric equipment from The Furukawa Battery Co. Ltd., Japan	Since 11th July 2018 and is valid upto 10th July 2023	Agreement is for Technological Assistance and Support with all necessary know-how and technical information for continuous improvements in manufacturing technology of Alkaline Batteries and is in progress	Since the technology is continuous, the Agreement will be ongoing.	

Sl. No.	Technology Imported	Year of Import	Has Technology been absorbed	If not fully absorbed, reasons and future action plan
13	Ultra Battery (UB) Technologies for automotive applications from The Furukawa Battery Co. Ltd., Japan .	Since 19th July 2018 and is valid till the last Patent and Patent Applications lapses, ceases or expires or all payment obligations under the sub-license agreement dated 19th July 2018 are fully discharged by Exide Industries Limited	Agreement is for Patent Sub-License of Ultra Batteries (UB) Technologies i.e. integration of lead acid batteries with ultra-capacitors under Ultra Battery (UB) Patents and Patent Applications for use in automotive applications and for continuous improvements in manufacturing technology of Ultra Batteries and is in progress.	Since the technology is continuous, the Agreement will be ongoing.
14	Ultra Batteries (UB) Technologies for use in automotive applications from The Furukawa Battery Co. Ltd, Japan.	Since 22nd October 2018 and is valid upto 21st October 2023.	Agreement is for Technical Assistance and Technological Support in respect of Ultra Batteries (UB) Technologies i.e. lead acid batteries integrated with ultra-capacitors under Ultra Batteries Patents (UB1, UB2 and UB3) and for continuous improvements in manufacturing technology of Ultra Batteries and is in progress.	Since the technology is continuous, the Agreement will be ongoing.
15	Battery Monitoring and Management System (BMMS) License centered around Ultra Battery Technology from Smart Storage Pty Ltd. Australia (Ecoul).	Since 31st May 2017 and was valid upto 30th May 2022	Agreement was for License to manufacture BMS Hardware and to exploit the BMMS and for continuous improvements in manufacturing technology of BMMS.	Technology absorbed.
16	Technology License and Services Agreement with SVOLT Energy technology Co. Ltd (SVOLT) for manufacturing lithium-ion cells	10th March 2022 to 9th March 2027	Agreement is for (a) supporting EXIDE to setup of a facility/factory in India for manufacturing lithium-ion cells (b) Supporting the manufacturing of the Product and (c) licensing the Licensed IP in manufacturing lithium-ion cells and is in progress.	Since the business of lithium-ion cell manufacturing will be carried through the wholly owned subsidiary, this Agreement was novated in favour of Exide Energy Solutions Ltd with effect 9th August 2022

Sl. No.	Technology Imported	Year of Import	Has Technology been absorbed	If not fully absorbed, reasons and future action plan
17	Technology Assistance Agreement with The Furukawa Battery Co. Ltd	Since 24th March 2023 and is valid till 31st March 2028	Agreement is for providing technical services concerning the satisfactory production of the Products i.e. European Norm type Battery (LN Battery) and sales operation of Product to Exide's customers in India and is in Progress	Since the technology is continuous, the Agreement will be ongoing.

IV. Expenditure on Research & Development

The capital and revenue expenditure on R & D were ₹ 91,85,223/- and ₹ 21,28,87,670/- respectively, aggregating to ₹ 22,20,72,893/-

Total R & D expenditure as percentage of Net Turnover: 0.15%

C. Foreign Exchange – Earnings and Outgoings

Total Foreign Exchange used and earned:

Used : ₹ 1189.53 crore

Earned : ₹ 1061.72 crore

On behalf of the Board of Directors

Place : Mumbai
Date : 8th May 2023

Sd/-
Bharat D Shah
Chairman
DIN: 00136969

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Annexure- VII

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Requirements of Rule 5(1)	Details
The ratio of the remuneration of each Executive director to the median remuneration of the employees of the Company for the financial year	Directors: Mr Subir Chakraborty : 23x Mr A K Mukherjee : 23x Mr Arun Mittal : 18x Mr Avik Roy : 13x
The percentage increase in remuneration of each Executive director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year *	Directors: Mr Subir Chakraborty : 12% Mr A K Mukherjee : 10% Mr Arun Mittal : 12% Mr Avik Roy : 10%
The percentage increase in the median remuneration of employees in the financial year.	Key Managerial Personnel: Mr Jitendra Kumar : 10% 9.4%
The number of permanent employees on the rolls of Company.	5,208 employees as on 31st March 2023
Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Average Salary increase of non-managerial employees is 7.0%
Affirmation that the remuneration is as per the remuneration policy of the Company.	Average Salary increase of managerial employees is 8.7% Remuneration paid during the year ended 31st March 2023 is as per the Remuneration Policy of the Company.

Note: a) The Non-executive directors of the Company are entitled for sitting fees and commission as per the statutory provisions and within the limits approved by the Members. The details of remuneration of Non-executive directors are provided in the Corporate Governance Report.

(b) *Remuneration details given above is computed on the basis of basic salary.

On behalf of the Board of Directors

Place : Mumbai
Date : 8th May 2023

Sd/-
Bharat D Shah
Chairman
DIN: 00136969

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864



Standalone Financial Statements



Independent Auditors' Report

To the Members of **Exide Industries Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Exide Industries Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2023, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the **Auditor's Responsibilities for the Audit of the Standalone Financial Statements** section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Provision for warranties

See Note 27 to standalone financial statements

The key audit matter

The Company provides warranty for sale of its products. The calculation of costs (of repairing and replacing the product which is ascertained to be faulty) in respect of future warranty claims requires application of estimation techniques.

The provision for warranty is computed based on sales volume and historical information about product failures (and consequential repairs and returns), adjusted for the key developments occurring during the year which may affect the liability.

How the matter was addressed in our audit

In view of the significance of the matter we applied the following audit procedures in this area, among others, to obtain sufficient appropriate audit evidence:

- Assessed the appropriateness of accounting policy for provision of warranties as per relevant accounting standard;
- Tested the design, implementation and operating effectiveness of key controls associated with the process of computation of the provision for warranties;

The key audit matter

The estimation of warranty provision involves management judgments and estimates as described above. The amount and the disclosures are significant to the standalone financial statements and hence, we determined this matter to be a key audit matter.

How the matter was addressed in our audit

- Evaluated the warranty provision model. This included, inter alia, evaluation of the reasonableness of the relevant assumptions, testing of completeness and accuracy of underlying data (including cost of repairs and returns) and verifying the mathematical accuracy;
- Performed retrospective review of the management estimate by comparing costs incurred during the current financial year to the previously recognised corresponding provision. We also considered the existence of any indicators of significant product defect occurring during the year that would significantly affect the estimates of the year end warranty provision.

Incentives under customer loyalty programmes

See Note 25 and 26 to standalone financial statements

The key audit matter

The Company gives incentives to its dealers through customer loyalty programmes.

Due to the multitude of schemes and a large variety of contractual terms across the various markets of the Company, the calculation of these incentives is considered to be complex. The amount of such incentive is also significant.

In view of the above, we determined this matter to be a key audit matter.

How the matter was addressed in our audit

In view of the significance of the matter, we applied the following audit procedures in this area, among others, to obtain sufficient appropriate audit evidence:

- Evaluated the appropriateness of the Company's accounting policy relating to the incentives provided under the customer loyalty programme;
- Tested the design, implementation and operating effectiveness of the Company's controls over computation of incentives and accrual of the corresponding liability;
- Performed substantive testing over incentives recorded and paid during the year. We selected samples of incentive payouts made during the year and verified the computation from the underlying data and terms and conditions of the applicable incentive scheme;
- Performed retrospective review of the management's estimate by comparing utilisation of incentives with previously recognised corresponding liability. We also considered the developments during the year that would significantly affect the measurement of the year end incentive liability.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's reports thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going

concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give

in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations as at 31 March 2023 on its financial position in its standalone financial statements - Refer Note 39 to the standalone financial statements.

- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 50 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 50 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. As stated in Note 18 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.
- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
- In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Place: Mumbai

Date: 08 May 2023

Membership No.: 055757

ICAI UDIN:23055757BGYIHE3922

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Exide Industries Limited for the year ended 31 March 2023

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of 3 years. In accordance with this programme, certain property, plant and equipment were verified during the

year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (₹ Crores)	Held in the name of	Whether promoter, director or their relative or employee	Period held-indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Residential Flats	2.55	Dalhousie Holding Limited (DHL)	No	Before 2000	Held in trust
Leasehold Land	0.06	Chloride Power Systems & Solutions Limited	No	Before 2000	Pending transfer post merger

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified

by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or

financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

- (iii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any security or granted any loans

or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has provided guarantee and made investments in companies, in respect of which the requisite information is as below. The Company has not provided guarantee or made any investments in firms, limited liability partnership or any other parties.

Particulars	Guarantees (₹ Crores)	Security	Loans	Advances in nature of loans
Aggregate amount during the year				
Subsidiaries*	2,000	-	-	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others	-	-	-	-
Balance outstanding as at balance sheet date				
Subsidiaries*	2,000	-	-	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others	-	-	-	-

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the guarantees provided during the year are, *prima facie*, not prejudicial to the interest of the Company. The Company has not provided any security or granted any loans or advances in the nature of loans during the year.
- (c) According to the information and explanations given to us and based on the audit procedures conducted by us, the Company has not provided any loans and advances in the nature of loans during the year. Accordingly, provisions of clause 3(iii)(c) to 3(iii)(f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made and guarantee provided by the Company, in our opinion the provisions of Section 185 and 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that *prima facie*, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues

including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2023

for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (INR in Crores)*	Period to which the amount relates	Forum where dispute is pending
CGST Act 2017	GST (including interest and penalty, as applicable)	15.16	2017-18 to 2019-20	Appellate Authority up to Commissioner's level
The Central Sales Tax Act, 1956	Sales tax (including interest and penalty, as applicable)	2.25	1998-99 to 2000-01 2004-05 2015-16 to 2017-18	Appellate Authority up to Commissioner's level
The Central Sales Tax Act, 1956	Sales tax (including interest and penalty, as applicable)	2.65	2000-01 2015-16 to 2017-18	Sales Tax Appellate Tribunals of various states
Various State Sales Tax Act	Sales tax (including interest and penalty, as applicable)	9.46	1998-99 to 2002-03 2009-10 to 2017-18	Appellate Authority up to Commissioner's level
Various State Sales Tax Act	Sales tax (including interest and penalty, as applicable)	6.72	2000-01 to 2015-16	Value Added Tax Appellate of various states
Various State Sales Tax Act	Sales tax (including interest and penalty, as applicable)	0.19	2000-01 and 2008-09	High Courts of various states
Service Tax (Finance Act, 1944)	Service tax (including interest and penalty, as applicable)	12.33	2005-06 to 2010-11 2015-16 to 2017-18	Appellate Authority up to Commissioner's level
Service Tax (Finance Act, 1944)	Service tax (including interest and penalty, as applicable)	25.05	2009-10 to 2015-16	Customs, Excise and Service Tax Appellate Tribunals of various states
The Central Excise Act Act, 1944	Excise Duty (including interest and penalty, as applicable)	1.93	2007-08 to 2017-18	Appellate Authority up to Commissioner's level
The Central Excise Act, 1944	Excise Duty (including interest and penalty, as applicable)	9.18	2002-03 to 2015-16	Customs, Excise and Service Tax Appellate Tribunals of various states
Customs Act, 1962	Custom Duty (including interest and penalty, as applicable)	4.52	2010-11	Customs, Excise and Service Tax Appellate Tribunals of various states

*Amounts are net of pre-deposits, made under protest, aggregating to INR 13.37 crores

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
 - (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
 - (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, aging and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities

existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

(b) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any ongoing project. Accordingly, clause 3(xx)(b) of the Order is not applicable.

For B S R & Co. LLP
Chartered Accountants

Place : Mumbai Membership No.: 055757
Date : 08 May 2023 ICAI UDIN:23055757BGYIHE3922

Annexure B to the Independent Auditor's Report on the standalone financial statements of Exide Industries Limited for the year ended 31 March 2023

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Exide Industries Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on

Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial

statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any

evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sd/-
Jayanta Mukhopadhyay
Partner

Place : Mumbai Membership No.: 055757
Date : 08 May 2023 ICAI UDIN:23055757BGYIHE3922

Standalone Balance Sheet

as at 31 March 2023

Particulars	Note	March 31, 2023	(₹ in Crores) March 31, 2022 (Refer Note 51)
I) ASSETS			
1) NON CURRENT ASSETS			
a) Property, plant and equipment	2a	2,824.51	2,737.81
b) Capital work-in-progress	2a	100.93	312.37
c) Investment property	3	-	33.06
d) Goodwill	4	-	0.95
e) Other Intangible assets	4	25.74	35.76
f) Financial assets			
(i) Investments	5	5,788.23	5,332.71
(ii) Trade receivables	6	0.32	0.05
(iii) Other financial assets	7	19.96	22.78
g) Current tax assets (net)		29.56	32.39
h) Deferred tax assets (net)	22	115.98	65.38
i) Other non-current assets	8	60.79	53.11
		8,966.02	8,626.37
2) CURRENT ASSETS			
a) Inventories	9	2,989.08	2,464.68
b) Financial assets			
(i) Investments	10	553.12	702.79
(ii) Trade receivables	11	1,274.14	1,194.49
(iii) Cash and cash equivalents	12	68.12	153.62
(iv) Bank balances other than (iii) above	13	6.36	7.81
(v) Loans	14	-	0.01
(vi) Other financial assets	15	42.23	64.59
c) Other current assets	16	151.97	149.46
		5,085.02	4,737.45
TOTAL ASSETS		14,051.04	13,363.82
II) EQUITY AND LIABILITIES			
1) EQUITY			
a) Equity share capital	17	85.00	85.00
b) Other equity	18	11,124.75	10,513.10
		11,209.75	10,598.10
2) LIABILITIES			
i) NON-CURRENT LIABILITIES			
a) Financial liabilities			
(i) Lease liabilities		270.81	273.23
(ii) Trade payables	19	-	-
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		10.06	7.87
(iii) Other financial liabilities	20	3.10	2.92
b) Provisions	21	58.15	55.84
		342.12	339.86
ii) CURRENT LIABILITIES			
a) Financial liabilities			
(i) Borrowings	23	-	10.06
(ii) Lease liabilities		6.81	6.46
(iii) Trade payables	24	-	-
Total outstanding dues of micro enterprises and small enterprises		94.26	151.06
Total outstanding dues of creditors other than micro enterprises and small enterprises		1,431.68	1,467.90
(iv) Other financial liabilities	25	366.47	276.23
b) Other current liabilities	26	319.85	250.15
c) Provisions	27	280.10	264.00
		2,499.17	2,425.86
TOTAL EQUITY AND LIABILITIES		14,051.04	13,363.82

Significant accounting policies

1

The accompanying notes are an integral part of the Standalone Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-
Jayanta Mukhopadhyay
Partner
Membership No. 055757

Sd/-
Jitendra Kumar
Company Secretary & President
Legal & Corporate Affairs
ACS No.: 11159

Sd/-
A.K.Mukherjee
Director- Finance & CFO
DIN: 00131626

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Mumbai, May 08, 2023

Mumbai, May 08, 2023

Standalone Statement of Profit and Loss

for the year ended 31 March 2023

(₹ in Crores)

Particulars	Note	2022-23	2021-22 (Refer Note 51)
I) INCOME:			
Revenue from operations	28	14,591.93	12,410.13
Other Income	29	132.39	80.46
Total Income (I)		14,724.32	12,490.59
II) EXPENSES:			
Cost of materials consumed	30	10,487.45	8,761.70
Purchase of stock-in-trade		14.98	12.33
Changes in inventories of finished goods, work-in-progress and stock-in-trade	31	(303.76)	(193.69)
Employee benefits expenses	32	871.96	801.61
Other expenses	35	1,953.29	1,629.91
Total Expenses (II)		13,023.92	11,011.86
III) Earnings before interest, tax, depreciation and amortisation expenses (I-II)		1,700.40	1,478.73
Finance costs	33	29.53	39.42
Depreciation and amortisation expenses	34	455.78	413.14
IV) Interest, depreciation and amortisation expenses		485.31	452.56
V) Profit before exceptional items and tax (III-IV)		1,215.09	1,026.17
VI) Exceptional items	52	-	4,693.75
VII) Profit before tax (V+VI)		1,215.09	5,719.92
VIII) Tax expenses:	22		
1. Current tax [net of reversal of provision for earlier years ₹ 0.18 crs (PY: net of provision for earlier years: ₹ 11.57 crs)]		323.66	1,072.61
2. Deferred tax		(12.20)	(37.02)
		311.46	1,035.59
IX) Profit for the year (VII-VIII)		903.63	4,684.33
X) Other Comprehensive Income (OCI)			
Other comprehensive income not to be reclassified subsequently to profit or loss:			
a) Re-measurement gains on defined benefit plans		1.51	2.23
Income tax effect		(0.38)	(0.56)
b) Fair value changes on equity instrument through OCI		(331.51)	(900.88)
Income tax effect		38.40	97.92
Other Comprehensive Income/(loss) for the year		(291.98)	(801.29)
XI) Total Comprehensive Income for the year (IX+X)		611.65	3,883.04
Earnings per share - Basic and Diluted (Nominal value ₹ 1 per share (PY ₹ 1 per share))	36	10.63	55.11
Significant accounting policies	1		

The accompanying notes are an integral part of the Standalone Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-

Jayanta Mukhopadhyay

Partner

Membership No. 055757

Sd/-

Jitendra Kumar

Company Secretary & President

Legal & Corporate Affairs

ACS No.: 11159

Sd/-

A.K.Mukherjee

Director- Finance & CFO

DIN: 00131626

Sd/-

Subir Chakraborty

Managing Director & CEO

DIN: 00130864

Standalone Statement of Cash Flows

for the year ended 31 March 2023

(₹ in Crores)

Particulars	2022-23	2021-22 (Refer Note 51)
(A) CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before tax	1,215.09	5,719.92
Adjustment for:		
Depreciation and amortisation	455.78	413.14
Profit on property, plant and equipment sold / discarded (net)	(9.46)	(0.12)
Exceptional items	-	(4,693.75)
Dividend income	(19.82)	(12.14)
Rent income	(2.80)	(2.83)
Interest income	(0.66)	(7.51)
Gain on fair valuation of investments	(10.43)	(7.52)
Gain on disposal of investments	(37.31)	(22.82)
Finance costs	29.53	39.42
Provision for expected credit loss on trade receivable	3.43	(10.27)
	408.26	(4,304.40)
Operating profit before working capital changes	1,623.35	1,415.52
(Increase) in trade receivables	(83.35)	(288.37)
(Increase) in inventories	(524.40)	(107.19)
(Increase)/decrease in other financial assets, loans and other assets	33.02	(18.16)
Increase in financial liabilities, other liabilities and provisions	120.96	(453.77)
Cash generated from operations	1,169.58	1,067.62
Income Taxes Paid (net of refunds and interest thereon)	(321.21)	(1,047.17)
Net Cash generated from operating activities	848.37	20.45
(B) CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase and construction of property, plant and equipment (including intangible assets)	(371.60)	(579.50)
Proceeds from sale of property, plant and equipment	22.32	1.20
Proceeds from sale of investment property	27.83	-
Investment in subsidiary	(797.00)	(98.01)
Proceeds from sale of investment in subsidiary	-	720.82
Investment in associates	-	(7.39)
Redemption of investment in associates	-	5.25
Acquisition of investment in shares/units	-	(11.55)
Redemption of investment in shares/units	10.23	19.22
Purchase of investment of mutual fund units	(2,445.00)	(1,945.00)
Sale of investment of mutual fund units	2,642.15	2,155.08
Interest received	0.66	0.76
Rent received	2.80	2.83
Dividend received	19.82	11.65
Net Cash generated from/(used) in investing activities	(887.79)	275.36

Standalone Statement of Cash Flows (Contd.)

for the year ended 31 March 2023

(₹ in Crores)

Particulars	2022-23		2021-22 (Refer Note 51)	
(C) CASH FLOW FROM FINANCING ACTIVITIES :				
Repayment of Short term Borrowing (net)	(10.06)		(6.69)	
Dividends paid	-		(170.00)	
Payment towards lease liability	(30.51)		(33.30)	
Interest paid	(5.51)		(14.94)	
Net Cash used in financing activities		(46.08)		(224.93)
Net increase/(decrease) in cash and cash equivalents		(85.50)		70.88
Cash and cash equivalents - Opening Balance #		153.62		82.74
Cash and cash equivalents - Closing Balance #		68.12		153.62

as disclosed in note no. 12

The aforesaid Statement of Cash Flows has been prepared under the indirect method as set out in IND AS 7- Statement of Cash Flows.

Refer note no. 46 for reconciliation of liabilities from financing activities.

The accompanying notes are an integral part of the Standalone Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Membership No. 055757

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-

Jitendra Kumar

Company Secretary & President

Legal & Corporate Affairs

ACS No.: 11159

Sd/-

A.K.Mukherjee

Director- Finance & CFO

DIN: 00131626

Sd/-

Subir Chakraborty

Managing Director & CEO

DIN: 00130864

Mumbai, May 08, 2023

Mumbai, May 08, 2023

Standalone Statement of Changes in Equity

for the year ended 31 March 2023

A) Equity Share Capital

Particulars	Number	(₹ in Crores)
Equity Shares of ₹ 1 each issued, subscribed and fully paid		
On April 1, 2021 (Refer note 51)	85,00,00,000	85.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2022	85,00,00,000	85.00
Changes in equity share capital during the year	-	-
Balance as at March 31, 2023	85,00,00,000	85.00

B) Other Equity

Particulars	Reserves and Surplus			OCI Investments in equity shares / units at fair value	Total
	Securities Premium	Retained earnings			
Balance as at April 1, 2021 (Refer note 51)	737.88	6,050.28	11.90		6,800.06
Profit for the year 2021-22	-	4,684.33			4,684.33
Re-Measurement gains/(losses) on defined benefit plans, net of tax	-	1.67			1.67
Fair value changes on equity instrument through OCI , net of tax	-	-		(802.96)	(802.96)
	737.88	10,736.28	(791.06)		10,683.10
Adjustments					
Payment of Interim dividend for the year 21-22 (₹ 2.00 per share)	-	(170.00)			(170.00)
Balance as at March 31, 2022	737.88	10,566.28	(791.06)		10,513.10
Profit for the year 2022-23	-	903.63			903.63
Re-Measurement gains/(losses) on defined benefit plans, net of tax	-	1.13			1.13
Fair value changes on equity instrument through OCI , net of tax	-	-		(293.11)	(293.11)
Balance as at March 31, 2023	737.88	11,471.04	(1,084.17)		11,124.75

Standalone Statement of Changes in Equity (Contd.)

for the year ended 31 March 2023

Description of the components of the other equity

Securities Premium

Premium received on equity shares issued are recognised in the securities premium.

Retained earnings

Retained earnings are profits that the Company has earned till date, less dividends or other distributions paid to the shareholders. It also includes remeasurement gain/loss of defined benefit plans.

Other Comprehensive Income (OCI)

Changes in fair value of equity instruments designated as FVOCI are recorded in other comprehensive income.

Significant accounting policies: note 1

The accompanying notes are an integral part of the Standalone Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Membership No. 055757

Mumbai, May 08, 2023

For and on behalf of Board of Directors of Exide Industries Limited

CIN No.: L31402WB1947PLC014919

Sd/-

Jitendra Kumar

Company Secretary & President

Legal & Corporate Affairs

ACS No.: 11159

Mumbai, May 08, 2023

Sd/-

A.K.Mukherjee

Director- Finance & CFO

DIN: 00131626

Sd/-

Subir Chakraborty

Managing Director & CEO

DIN: 00130864

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

Corporate Information

Exide Industries Limited (the company) is a public company domiciled in India and is incorporated under the provisions of the Companies Act, 2013. Its shares are listed on three recognised stock exchanges in India. The registered office of the company is located at Exide House, 59E Chowringhee Road, Kolkata, 700020. The Company is primarily engaged in the manufacturing of Storage Batteries and allied products in India.

Basis of preparation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements were authorised for issue by the Company's Board of Directors on 08 May 2023.

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest crore, unless otherwise indicated.

The financial statements have been prepared on the historical cost basis except for:

- Certain financial assets and liabilities, which are measured at fair value
- Net defined benefit (asset)/ liability, which are measured at Fair Value of plan assets less present value of defined benefit obligations

1. Significant Accounting Policies

a. Property, plant and equipment

Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import

duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of transition.

Refer Note 2a to the Financial Statements

b. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the statement of profit and loss.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

The estimated useful lives of items of property, plant and equipment are as follows:

Particular	Useful economic life
Buildings	28.5 / 58.5 years
Plant and machinery (including electrical installation)	10/15 years
Moulds	8.5 years
Furniture and fittings	10 years
Office equipment	5 years
Vehicles	6 years
Computers	3 to 6 years

Based on technical assessment done by experts and management's estimate,

- (i) the useful life of factory buildings, other buildings, moulds and vehicles are different than those indicated in Schedule II to the Companies Act, 2013,
- (ii) residual value of plant & machinery including electrical installation, moulds and computers has been considered to be 2% of the cost. For buildings, office equipment, furniture & fittings and vehicles, residual value has been estimated at 5% of the cost.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rate basis i.e. from (upto) the date on which asset is ready for use (disposed of).

Refer Note 34 to the Financial Statements

c. Intangible assets and Amortisation

Acquired intangible assets are initially measured at cost and subsequently at cost less accumulated amortisation and accumulated impairment loss, if any.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognised in profit or loss as incurred.

Goodwill is not amortised and is tested for impairment annually.

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method and is included in depreciation and amortisation in the Statement of Profit and Loss.

The estimated useful lives are as follows:

Particular	Useful economic life
Computer Software / Trademark	5 years

Amortisation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Research costs are expensed as incurred.

Refer Note 4 and 34 to the Financial Statements

d. Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

e. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- (i) Raw materials and Components, Stores, Spares parts, loose tools etc: These are valued at weighted average cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.
- (ii) Finished goods and work in progress: These are valued at lower of cost and net realisable value. Cost includes an appropriate share of production overheads based on the normal operating capacity.
- (iii) Stock-in-trade: These are valued at lower of cost and net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to completion and the estimated costs necessary to sell them.

Refer Note 9 to the Financial Statements.

f. Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property

is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

The Company depreciates investment properties over a period of 28.5 years on a straight-line basis, which is different from the indicative useful life of relevant type of buildings mentioned in Part C of Schedule II to the Act.

Any gain or loss on disposal of an investment property is recognised in the statement of profit and loss.

Refer Note 3 to the Financial Statements.

g. Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Refer Notes 21 and 27 to the Financial Statements.

h. Employee benefits

(i) Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

(ii) Post-retirement benefits

Post-retirement benefits to employees can either be through defined contribution plans or defined benefit plans.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund and pension schemes.

The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Company operates the following defined benefit plans:

- (a) Defined benefit gratuity plan, which requires contributions to be made to a separately administered fund and
- (b) Post-retirement medical benefit plan which is unfunded.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account

any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Pension liability is split into a defined benefit portion and a defined contribution portion. The part of the liability towards pension plan upto 31st March 2003 for employees as on that date is in the nature of defined benefit plan. From 1st April 2003, the pension remains as a defined contribution liability. The Defined benefit portion is provided for on the basis of an actuarial valuation done at the end of each financial year. The contributions towards defined contribution are charged to Statement of Profit and Loss of the year when the employee renders the service.

The current and non-current bifurcation is done as per Actuarial report.

(iii) Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual Independent actuarial valuation using the projected unit credit method. Re-measurements gains or losses are recognised in profit or loss in the period in which they arise.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

Refer Notes 21, 27, 32 and 38 to the Financial Statements.

i. Foreign Currency

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the statement of profit and loss.

Refer Notes 29 to the Financial Statements.

j. Revenue Recognition

The Company earns revenue primarily from sale of batteries and HUPS.

Sale of products and rendering of services

At contract inception, Company assess the goods or services promised in a contract with a customer and identify as a performance obligation each promise to transfer to the customer. Revenue is recognised upon transfer of control of promised products or services to customers in an amount of the transaction price that is allocated to that performance obligation and that reflects the consideration which the Company expects to receive in exchange for those products or services.

The Company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer net of returns, excluding amounts collected on behalf of third parties (for example, taxes) and excluding discounts and incentives, as specified in the contract with customer.

With respect to sale of products and rendering of certain services revenue is recognised at a point in time when the performance obligation is satisfied and the customer obtains the control of goods or services. There is no significant financing components involved on contract with customers. Invoices are usually payable within the credit period as agreed with respective customers.

Revenue from certain services are generated over a period of time, during which services are rendered based on contractual milestones. Revenue recognition takes place when a milestone is completed.

The Company recognises revenue only when it is probable that it will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Customer Loyalty programme

The Company has a customer loyalty programme for selected customers. The Company grants credit points to those customers as part of a sales transaction which allows them to accumulate and redeem those credit points.

The Company allocates a portion of the consideration received to loyalty points. This allocation is based on the relative stand-alone selling prices. The amount allocated to the loyalty programme is deferred, and is recognised as revenue when loyalty points are redeemed or the likelihood of the customer redeeming the loyalty points becomes remote.

The deferred revenue is included in contract liability.

Warranty

The Company provides only assurance types warranty in conjunction with sale of product and hence same is not considered as separate performance obligation.

Refer Note 25,26,27,28, 35 and 37 to the Financial Statements.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

k. Income Taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current-tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax is recognised on temporary differences between the tax bases and accounting bases of assets and liabilities at the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax Liabilities and assets, and they relate to income taxes levied by the same tax authority on the same Taxable entity, or on different tax entities, but they

intend to settle current tax liabilities and assets on a Net basis or their tax assets and liabilities will be realised simultaneously.

For items recognised in OCI or equity, deferred / current tax is also recognised in OCI or equity.

Refer Notes 22 to the Financial Statements.

I. Leases

The Company as a lessee

The Company assesses whether a contract contains a lease as per the requirements of Ind AS 116 "Leases" at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset ("ROU") and a lease liability at the lease commencement date, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the incremental borrowing rate of the company. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

The Company as a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

For operating leases, rental income is recognized on a straight basis over the term of the relevant lease.

Refer Note 2a, 29, 33, 34, 35 and 46 to the financial statements.

m. Earnings per share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable

to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Refer Note 36 to the Financial Statements.

n. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Refer Note 39 to the Financial Statements.

o. Financial instruments

Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at amortised cost; Fair value through other comprehensive income (FVOCI) – equity investment; or FVTPL. Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both the conditions and is not designated

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

as at FVTPL: (i) The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The subsequent measurement of gains and losses of various categories of financial instruments are as follows: (i) Financial assets at amortised cost: these assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

- (ii) Equity investments at FVOCI: these assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.
- (iii) Financial assets at FVTPL: these assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and Losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

Financial assets: The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities: The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Impairment

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Refer Note 43 and 44 to the Financial Statements.

p. Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are combined together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

q. Investments in Subsidiaries and Associates

Investments in subsidiaries and associates are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries and associates, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

Refer Note 5 to the Financial Statements.

r. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to revenue, it is recognised in the statement of profit and loss on a systematic basis over the periods to which they relate. When the grant relates to an asset, it is treated as deferred income and recognised in the statement of profit and loss on a systematic basis over the useful life of the asset.

Refer Note 28 to the Financial Statements.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

s. Recognition of dividend income, interest income or expense

Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Refer Note 29 and Note 33 to the Financial Statements.

t. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

u. Earnings before interest, tax, depreciation and amortisation (EBITDA)

The Company presents EBITDA in the statement of profit or loss; this is not specifically required by Ind AS 1. The term EBITDA are not defined in Ind AS. Ins AS compliant schedule III allows companies to present Line items, sub-line items and sub-totals shall be presented as an addition or substitution on the face of the financial statement when such presentation is relevant to an understanding of the company's financial position or performance or to cater to industry/sector-specific disclosure requirements or when required for compliance with the amendments to the Companies Act or under the Indian Accounting Standard.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

Measurement of EBITDA

Accordingly, the Company has elected to present earnings before interest, tax, depreciation and amortisation (EBITDA) as a separate line item on the face of statement of profit or loss. The Company measures EBITDA on the basis of profit / (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortisation expense, finance cost and tax expenses.

1.1 Standards Issued but not yet Effective

Ministry of Corporate Affairs (MCA), on March 31, 2023, through the Companies (Indian Accounting Standards (Ind AS)) Amendment Rules, 2023 amended certain existing Ind ASs on miscellaneous issues with effect from 1st April 2023. Following are few key amendments relevant to the Company:

- Ind AS 1 – Presentation of Financial Statements & Ind AS 34 – Interim Financial Reporting – Material accounting policy information (including focus on

how an entity applied the requirements of Ind AS) shall be disclosed instead of significant accounting policies as part of financial statements.

- Ind AS 107 – Financial Instruments: Disclosures – Information about the measurement basis for financial instruments shall be disclosed as part of material accounting policy information.
- Ind AS 8 – Accounting policies, changes in accounting estimate and errors-Clarification on what constitutes an accounting estimate provided.
- Ind AS 12 – Income Taxes – This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences.

The Company does not expect the effect of this on the financial statements to be material, based on preliminary evaluation.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

2 (a) Property, Plant and Equipment

Particulars	Owned Assets						Leased Assets (right of use assets)		Total
	Freehold land	Buildings (including roads)	Plant and equipment (including electrical installation)	Moulds	Office Equipment	Furniture & fixtures	Vehicles	Computers	
Cost or deemed cost (Gross carrying amount)									
Balance as at April 1, 2021 (Refer note 51)	36.88	602.61	2,744.54	359.74	23.61	8.72	2.64	45.54	75.91
Additions for the year 2021-22	-	32.37	422.31	56.85	3.42	1.81	1.83	9.51	2.98
Disposals / deductions for the year 2021-22	-	0.16	2.66	0.08	0.44	0.03	0.41	0.12	0.53
Balance as at March 31, 2022	36.88	634.82	3,164.19	416.51	26.59	10.50	4.06	54.93	78.36
Additions for the year 2022-23	-	94.15	384.30	42.04	1.24	1.23	-	9.06	-
Disposals / deductions for the year 2022-23	-	1.70	18.11	0.21	0.89	0.07	-	1.47	-
Reclassification from investment property	2.22	2.91	-	-	-	-	-	-	-
Balance as at March 31, 2023	39.10	730.18	3,530.38	458.34	26.94	11.66	4.06	62.52	78.36
Accumulated Depreciation									
Balance as at April 1, 2021 (Refer note 51)	-	93.95	1,256.40	163.91	13.73	3.20	1.31	33.36	8.31
Depreciation for the year 2021-22	-	24.87	310.01	39.12	3.23	1.13	0.46	6.54	2.04
Disposals / deductions for the year 2021-22	-	0.02	2.39	0.04	0.35	0.02	0.37	0.11	0.04
Balance as at March 31, 2022	-	118.80	1,564.02	202.99	16.61	4.31	1.40	39.79	10.31
Depreciation for the year 2022-23	-	27.06	345.75	43.71	2.99	1.13	0.55	6.50	2.08
Disposals / deductions for the year 2022-23	-	1.20	6.32	0.18	0.59	0.07	-	1.25	-
Reclassification from investment property	-	0.46	-	-	-	-	-	-	-
Balance as at March 31, 2023	-	145.12	1,903.45	246.52	19.01	5.37	1.95	45.04	12.39
Carrying amount (net)									
Balance as at March 31, 2022	36.88	516.02	1,600.17	213.52	9.98	6.19	2.66	15.14	68.05
Balance as at March 31, 2023	39.10	585.06	1,626.93	211.82	7.93	6.29	2.11	17.48	65.97
									2,824.51

i. Buildings includes ₹ 0.10 crs (PY: ₹ 0.10 crs) being the cost of shares in respective Co-operative Housing Societies.

ii. Title deeds of Immovable Property not held in name of the Company:

As at 31 March 2023 and 31 March 2022

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Reason for not being held in the name of the company	
					Property held since which date	No
Property, Plant and Equipment	Buildings (including roads)	2.55	Dalhousie Holdings Limited	No	All the flats are held before year 2000	Held in Trust
Property, Plant and Equipment	Leasehold Land	0.06	Chloride Power Systems & Solutions Limited	No	Leasenhoid Land held before year 2000	Pending transfer post merger

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

2 (a) Property, Plant and Equipment (Contd..)

iii. Movement of capital work-in-progress:

(₹ in Crores)

Year	Opening Balance	Addition during the year	Capitalised	Closing Balance
2022-23	312.37	320.58	532.02	100.93
2021-22	200.86	639.61	528.10	312.37

iv. Capital work-in-progress aging schedule

As at March 31, 2023

(₹ in Crores)

Particulars	Amount in Capital work-in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	66.57	12.32	4.61	17.43	100.93
Projects temporarily suspended	-	-	-	-	-
Total	66.57	12.32	4.61	17.43	100.93

As at March 31, 2022

(₹ in Crores)

Particulars	Amount in Capital work-in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	274.79	18.78	4.78	14.02	312.37
Projects temporarily suspended	-	-	-	-	-
Total	274.79	18.78	4.78	14.02	312.37

Projects in capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan as at 31 March 2023 and 31 March 2022.

As at March 31, 2023

(₹ in Crores)

Particulars	Amount in Capital work-in progress to be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
110 KVA project	14.53	-	-	-	14.53
Total	14.53	-	-	-	14.53

As at March 31, 2022

(₹ in Crores)

Particulars	Amount in Capital work-in progress to be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
110 KVA project	-	14.53	-	-	14.53
Total	-	14.53	-	-	14.53

There are no projects in capital work in progress which has been temporarily suspended as at 31 March 2023 and 31 March 2022.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

3 Investment Property

(₹ in Crores)

Particulars	Land and Building
Cost	
Balance as at April1, 2021	34.90
Balance as at March 31, 2022	34.90
Reclassification to property, plant and equipment	5.13
Disposals / deductions for the year 2022-23	29.77
Balance as at March 31, 2023	-
Accumulated depreciation	
Balance as at April1, 2021	1.13
Depreciation for the year 2021-22	0.71
Balance as at March 31, 2022	1.84
Reclassification to property, plant and equipment	0.46
Depreciation for the year 2022-23	0.56
Disposals / deductions for the year 2022-23	1.94
Balance as at March 31, 2023	-
Carrying amount (net)	
Balance as at March 31, 2022	33.06
Balance as at March 31, 2023	-
Fair value of the investment property as at March 31, 2022	34.75
Fair value of the investment property as at March 31, 2023	-

The above investment property pertained to land and building which had been leased to Exide Energy Pvt Ltd (EEPL), a subsidiary company [*formerly known as Exide Leclanche Energy Private Limited (ELEPL)*]. This has been sold off during the current financial year.

Fair value of the investment property is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 based on depreciated replacement cost method.

4 Intangible Assets

(₹ in Crores)

Particulars	Goodwill	Trade Mark	Computer Software	Total
Cost or deemed cost (Gross carrying amount)				
Balance as at April1, 2021 (Refer note 51)	3.89	3.12	86.70	93.71
Additions for the year 2021-22	-	-	12.77	12.77
Additions on account of scheme of amalgamation	0.95	-	-	0.95
Balance as at March 31, 2022	4.84	3.12	99.47	107.43
Additions for the year 2022-23	-	-	2.68	2.68
Disposals / deductions for the year 2021-22	-	-	-	-
Balance as at March 31, 2023	4.84	3.12	102.15	110.11
Accumulated amortisation				
Balance as at April1, 2021 (Refer note 51)	3.89	3.12	50.43	57.44
Amortisation for the year 2021-22	-	-	13.28	13.28
Balance as at March 31, 2022	3.89	3.12	63.71	70.72

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

4 Intangible Assets (Contd.)

Particulars	Goodwill	Trade Mark	Computer Software	(₹ in Crores)
Amortisation for the year 2022-23	-	-	12.70	12.70
Impairment for the year 2022-23	0.95			0.95
Balance as at March 31, 2023	4.84	3.12	76.41	84.37
Carrying amount (net)				
Balance as at March 31, 2022	0.95	-	35.76	36.71
Balance as at March 31, 2023	-	-	25.74	25.74

FINANCIAL ASSETS

5 Non-Current Investments

Particulars	March 31, 2023	March 31, 2022	(₹ in Crores)
Investments at cost (Unquoted)			
EQUITY SHARES, FULLY PAID UP			
IN SUBSIDIARY COMPANIES			
Chloride International Limited of ₹ 10 each [4,50,000 shares (PY: 4,50,000 Shares)]	0.20	0.20	
Chloride Metals Limited of ₹ 10 each [5,96,30,952 shares (PY: 5,25,05,952 shares)]	249.03	192.03	
Chloride Batteries S.E.Asia Pte Limited of Singapore \$ 1 each [70,00,000 shares (PY: 70,00,000 shares)]	10.35	10.35	
Espex Batteries Limited of GBP 1 each [1,02,000 shares (PY: 1,02,000 shares)]	0.78	0.78	
Associated Battery Manufacturers (Ceylon) Ltd of Sri Lankan Rupees 10 each [38,96,640 shares (PY: 38,96,640 shares)]	7.31	7.31	
Exide Energy Private Limited of ₹ 10 each [14,35,46,310 shares (PY: 14,35,46,310 shares)]	277.23	277.23	
Exide Energy Solutions Limited of ₹ 10 each [28,60,10,000 shares (PY: 10,000 shares)]	715.01	0.01	
IN ASSOCIATE COMPANIES			
CSE Solar Sunpark Maharashtra Private Limited of ₹ 10 each [17,28,465 shares (PY: 17,28,465 shares)]	12.39	12.39	
CSE Solar Sunpark Tamilnadu Private Limited of ₹ 10 each [14,30,138 shares (PY: 14,30,138 shares)]	13.11	13.11	
CUMULATIVE CONVERTIBLE PREFERENCE SHARES, FULLY PAID UP IN SUBSIDIARY COMPANIES			
Exide Energy Private Limited of ₹ 10 each [2,50,00,000 shares (PY: NIL)]	25.00	-	
Investments at amortised cost			
Government Securities (lodged as security deposits with various authorities)	0.01	0.01	

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

5 Non-Current Investments(Contd.)

Particulars	March 31, 2023	March 31, 2022
Investments at fair value through OCI		
Debentures (Fully Paid Up)		
Woodlands Multispeciality Hospital Limited		
^ 1/2% Debentures of ₹ 100 each [20 debentures (PY: 20 debentures)]	-	-
^ 5% Non-redeemable Registered Debentures of ₹ 6,000 each (1 debenture (PY: 1 debenture)	-	-
Units (Unquoted)		
Faering Capital India Evolving Fund of ₹ 1,000 each [5,05,334 units (PY: 5,34,426 units)]	125.36	124.75
Equity shares (Unquoted)		
Haldia Integrated Development Agency Ltd of ₹ 10 each (5,00,000 shares [PY: 5,00,000 shares])	1.20	1.55
Equity shares (Quoted)		
LIC Housing Finance Limited of ₹ 2 each [1,000 shares (PY: 1,000 shares)]	0.03	0.03
Hathway Cable and Datacom Limited of ₹ 2 each [54,62,830 shares (PY: 54,62,830 shares)]	7.07	9.42
HDFC Life Insurance Company Limited of ₹ 10 each [8,70,22,222 shares (PY: 8,70,22,222 shares)]	4,344.15	4,683.54
	5,788.23	5,332.71
(i) Aggregate book value of unquoted investments	1,436.98	639.72
(ii) Aggregate value of quoted investments and market value thereof	4,351.25	4,692.99
(iii) Refer Note 43 for information about fair value measurement and Note 44 for credit risk and market risk of investment		
(iv) ^ Figures being less than ₹ 50,000 in each case, has not been disclosed		
(v) Dividend income from Faering Capital India Evolving Fund and HDFC Life Insurance Company Ltd aggregates to ₹ 15.06 crs (PY: ₹ 0.23 crs)		
(vi) Investments at fair value through OCI (fully paid) reflect investment in quoted and unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose.		

6 Non-Current Trade Receivables (at amortised cost)

Particulars	March 31, 2023	March 31, 2022
Unsecured, Considered good		
Trade receivables, considered good - unsecured	0.32	0.05
	0.32	0.05

Refer note no. 11 for aging of trade receivables.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

7 Other Non-Current Financial Assets (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Unsecured, Considered good		
Security Deposits	19.96	22.78
	19.96	22.78

8 Other Non-Current Assets

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
(i) Unsecured, considered good		
a) Capital advances	29.81	11.78
b) Prepaid expenses	17.74	23.35
c) Balances and deposit with Government Authorities	13.24	17.98
(ii) Unsecured, considered doubtful		
a) Balances and deposit with Government Authorities	4.33	15.10
	65.12	68.21
Less: Provision for doubtful advances	4.33	15.10
	60.79	53.11

9 Inventories

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
(At lower of cost and net realisable value)		
(a) Stores and spares	63.82	63.39
(b) Raw materials [Including in transit/ lying in bonded warehouse ₹ 261.15 crs (PY: ₹ 235.18 crs)]	894.62	674.41
(c) Work-in-progress	684.77	702.65
(d) Finished goods	1,337.03	1,017.07
(e) Stock-in-trade	8.84	7.16
	2,989.08	2,464.68

The cost of inventories recognised as an expense includes ₹ 5.69 crs (PY: ₹ 8.41 crs) in respect of write downs of inventory.

10 Current Investments

Particulars	March 31, 2023		March 31, 2022	
	No. of units	(₹ in Crores)	No. of units	(₹ in Crores)
Investments at fair value through Profit & Loss				
UNITS OF MUTUAL FUND (Unquoted)				
Aditya Birla Sun Life Liquid Fund - Growth Direct Plan ₹ 100 each	30,48,302	110.68	35,12,019	120.51
HDFC Liquid Fund - Growth Direct Plan of ₹ 1,000 each	3,18,226	140.76	3,59,881	150.60
ICICI Prudential Liquid Fund - Growth Direct Plan of ₹ 100 each	18,09,568	60.29	41,38,414	130.47
SBI Liquid Fund - Direct Growth of ₹ 1,000 each	2,85,404	100.56	3,31,483	110.48
Kotak Liquid Fund - Growth Direct Plan of ₹ 1,000 each	88,461	40.24	1,16,694	50.21

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

10 Current Investments (Contd.)

Particulars	March 31, 2023		March 31, 2022	
	No. of units	(₹ in Crores)	No. of units	(₹ in Crores)
DSP Liquid Fund - Growth Direct Plan of ₹ 1,000 each	1,56,299	50.28	1,97,937	60.23
Axis Liquid Fund - Direct Growth of ₹ 1,000 each	2,01,174	50.31	3,39,635	80.29
		553.12		702.79
Aggregate amount of quoted investment and market value thereof		-		-
Aggregate amount of unquoted investment		553.12		702.79

(i) Refer Note 43 for information about fair value measurement and Note 44 for credit risk and market risk of investment.

11 Trade Receivables (Unsecured) (at amortised cost)

Particulars	March 31, 2023		March 31, 2022	
		(₹ in Crores)		(₹ in Crores)
Trade Receivables, considered good		1,287.56		1,202.96
Trade Receivables, credit impaired		-		1.50
		1,287.56		1,204.46
Less: Loss allowance		13.42		9.97
Total		1,274.14		1,194.49

Refer Note no 41 for trade receivables from related parties.

The Company's exposure to credit and currencies risks, and loss allowances related to trade receivables are disclosed in Note 44.

Trade Receivables aging schedule as at 31 March 2023

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	-	842.32	408.25	18.65	4.58	4.24	9.84	1,287.88
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Total		- 842.32	408.25	18.65	4.58	4.24	9.84	1,287.88

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

11. Trade Receivables (Unsecured) (at amortised cost) (Contd.)

Trade Receivables aging schedule as at 31 March 2022

(₹ in Crores)

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	-	809.31	351.91	8.84	6.49	5.39	20.52	1,202.46
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	1.50	1.50
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	0.55	0.55
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Total	-	809.31	351.91	8.84	6.49	5.39	22.57	1,204.51

12 Cash and Cash Equivalents

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
a) Balances with banks on		
- Current Account	63.65	21.25
- Deposits Account	0.03	0.04
b) Cheques, drafts in hand	4.21	132.17
c) Cash in hand	0.23	0.16
	68.12	153.62

13 Bank Balances other than Cash and Cash Equivalents

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Unclaimed Dividend Account	6.36	7.81
	6.36	7.81

14 Loans (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Unsecured, considered good		
Loans to employees	-	0.01
	-	0.01

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

15 Other Financial Assets (at amortised cost)

Particulars	March 31, 2023	March 31, 2022
Unsecured, considered good		
a) Rebates and discounts receivables	24.16	23.37
b) Security Deposits	18.07	15.49
c) Recoverable from related party	-	25.73
	42.23	64.59

16 Other Current Assets

Particulars	March 31, 2023	March 31, 2022
a) Advance to suppliers	13.03	18.12
b) Other recoverables and advances*	70.50	65.76
c) Balances and deposit with Government Authorities	56.34	52.55
d) Prepaid expenses	12.10	13.03
	151.97	149.46

*includes export incentive receivables aggregating to ₹ 56.33 crs (PY: ₹ 48.61 crs)

17 Share Capital

Particulars	March 31, 2023	March 31, 2022
a) Authorised		
100,00,00,000 (PY: 100,00,00,000) Equity Shares of ₹ 1 each	100.00	100.00
	100.00	100.00
b) Issued, subscribed & fully paid-up		
85,00,00,000 (PY: 85,00,00,000) Equity Shares of ₹ 1 each	85.00	85.00
	85.00	85.00
c) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year	Number of Shares	
Balance at the beginning and at the end of the year	85,00,00,000	85,00,00,000
d) Terms / rights attached to equity shares		
The company has only one class of Equity Shares having a Par Value of ₹ 1 per share. Each Holder of Equity Shares is entitled to one Vote per share.		
In the event of Liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.		
e) Shares held by holding company	Number of Shares	
Name of Shareholder		
Chloride Eastern Limited, UK (considered to be Holding company by virtue of de-facto control) 45.99% (PY: 45.99%)	39,09,54,666	39,09,54,666

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

17 Share Capital (Contd.)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
f) Details of shareholders holding more than 5% shares in Company		
Name of Shareholder	Number of Shares	
Chloride Eastern Limited, UK holding 45.99% (PY: 45.99%)	39,09,54,666	39,09,54,666
Life Insurance Corporation of India 4.29% (PY: 5.50%)	3,64,64,892	4,67,17,388
As per records of the company, including its register of shareholders / members and other declaration received from shareholders, the above shareholding represents legal ownership of shares.		
g) Shares held by promoters at the end of the year		
Chloride Eastern Limited 45.99% (PY: 45.99%)	39,09,54,666	39,09,54,666
There has been no change in the promoter's shareholding during the current and previous year.		

18 Other Equity

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
a) Securities Premium	737.88	737.88
Premium received on equity shares issued is recognised in the securities premium		
b) Retained earnings	11,471.04	10,566.28
Retained earnings are profits that the Company has earned till date, less dividends or other distributions paid to the shareholders. It also includes remeasurement gain/ loss of defined benefit plans.		
c) Items of Other Comprehensive Income		
- Remeasurements of defined benefit plans		
Remeasurement gains/losses recorded in other comprehensive income		
- Fair value of Equity instruments through OCI	(1,084.17)	(791.06)
Changes in fair value of equity instruments recorded in other comprehensive income		
	11,124.75	10,513.10

After the reporting dates the dividend on equity shares of ₹ 2 per share were proposed by the directors subject to the approval at the annual general meeting; the dividends have not been recognised as liabilities. Total cash outflow on account of the aforesaid proposed dividend would be ₹ 170 Crs.

19 Non-Current Trade Payables (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Trade payable for goods & services		
Total outstanding dues of micro and small enterprises (refer note no. 40)	-	-
Total outstanding dues of creditors other than micro and small enterprises	10.06	7.87
	10.06	7.87

Refer note no. 24 for aging of trade payables.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

20 Other Non-Current Financial Liabilities (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Payable for capital goods	3.10	2.92
	3.10	2.92

21 Non Current Provisions

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Provision for employee benefits (refer note 38)		
Post retirement medical benefits	4.98	4.77
Gratuity	9.58	7.88
Compensated absences	41.53	41.32
Others		
Provision for site restoration liabilities	2.06	1.87
	58.15	55.84

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
A provision is recognised for site restoration liabilities on leasehold lands taken by the Company:		
Opening Balance	1.87	1.69
Add: Interest accrued on the provision during the year	0.19	0.18
Closing Balance	2.06	1.87

22 Deferred Tax Assets/ (Liabilities) (Net)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Deferred tax assets	206.34	172.56
Less: Deferred tax liabilities	90.36	107.18
	115.98	65.38

Movement in deferred tax liabilities / assets balances:

2022-23	April 01, 2022	Movement through Statement of Profit and Loss	Movement through Other Comprehensive Income	March 31, 2023
Deferred tax liabilities:				
Arising out of temporary difference in depreciable assets	(103.16)	15.61	-	(87.55)
Expenses claimed as deduction as per Income Tax Act, 1961 but not booked in current year	(4.02)	1.21	-	(2.81)
Deferred tax assets:				
On expenses allowable against taxable income in future years	28.64	2.52	-	31.16
On lease liabilities (net of right-of-use assets)	2.64	(0.52)	-	2.12
Unrealised loss on fair valuation of investment	134.66	-	38.40	173.06

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

22 Deferred Tax Assets/ (Liabilities) (Net) (Contd.)

	April 01, 2022			(₹ in Crores)
		Movement through Statement of Profit and Loss	Movement through Other Comprehensive Income	
2022-23				
Others	6.62	(6.62)	-	-
	65.38	12.20	38.40	115.98

	April 01, 2021			(₹ in Crores)
		Movement through Statement of Profit and Loss	Movement through Other Comprehensive Income	
2021-22				
Deferred tax liabilities:				
Arising out of temporary difference in depreciable assets	(116.74)	13.58	-	(103.16)
Expenses claimed as deduction as per Income Tax Act, 1961 but not booked in current year	(1.71)	(2.31)	-	(4.02)
Deferred tax assets:				
On expenses allowable against taxable income in future years	38.42	(9.78)	-	28.64
On lease liabilities (net of right-of-use assets)	1.78	0.86	-	2.64
Unrealised loss on fair valuation of investment	1.45	35.29	97.92	134.66
Others	7.24	(0.62)	-	6.62
	(69.56)	37.02	97.92	65.38

Particulars	2022-23		2021-22	
	Rate	(₹ in Crores)	Rate	(₹ in Crores)
Reconciliation of statutory rate of tax and effective rate of tax:				
At India's statutory income tax rate of 25.17% (PY: 25.17%)	25.17%	305.81	25.17%	1,439.27
Adjustments:				
Non-deductible expenses for tax purposes	0.42%	5.12	0.14%	8.26
Indexation benefit on sale of capital asset as per Income tax Act	-	-	-6.45%	(368.81)
Impact of lower tax rate on certain items	-	-	-0.71%	(40.43)
Others including Tax impact of earlier years	0.04%	0.53	-0.05%	(2.70)
Total tax expense	25.63%	311.46	18.10%	1,035.59

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

22 Deferred Tax Assets/ (Liabilities) (Net) (Contd..)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Breakup of tax expense is as follows:		
Current tax		
Current period	323.84	1,084.18
Prior period	(0.18)	(11.57)
Deferred tax		
Origination and reversal of temporary differences	(12.20)	(37.02)
Total tax expenses	311.46	1,035.59

Income tax pertaining to items recognised in Other Comprehensive Income is as follows:

For the year 31 March 2023:

(₹ in Crores)

SI No	Nature of item	Before tax	Tax (expense) /benefit	Net of tax
a	Re-Measurement gains/(losses) on defined benefit plans	1.51	(0.38)	1.13
b	Gain / (loss) of fair value of investment	(331.51)	38.40	(293.11)
		(330.00)	38.02	(291.98)

For the year 31 March 2022:

(₹ in Crores)

SI No	Nature of item	Before tax	Tax (expense) /benefit	Net of tax
a	Re-Measurement gains/(losses) on defined benefit plans	2.23	(0.56)	1.67
b	Gain / (loss) of fair value of investment	(900.88)	97.92	(802.96)
		(898.65)	97.36	(801.29)

23 Borrowings (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Cash Credit from ICICI Bank *	-	7.06
Inter Corpocarte Loan (Unsecured) **	-	3.00
	-	10.06

* The Cash Credit facility was utilized for meeting working capital requirement, bearing interest @ 9.05% and secured by hypothecation of Raw Materials, Finished Stock, Work-in-Progress, Book Debts & other receivables.

** The loan is repayable on demand and is carrying an interest rate of 7%

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

24 Trade Payables (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
(a) Trade payable for goods & services		
Total outstanding dues of micro and small enterprises (refer note no. 40)	94.26	151.06
Total outstanding dues of creditors other than micro and small enterprises	884.67	865.26
(b) Acceptances	547.01	602.64
	1,525.94	1,618.96

Trade Payables aging schedule as at 31 March 2023

(₹ in Crores)

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	94.02	0.24	-	-	-	94.26
(ii) Others	-	1,203.73	62.99	2.47	0.12	0.07	1,269.38
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	0.01	0.01
	-	1,297.75	63.23	2.47	0.12	0.08	1,363.65
Add:- Accrued liabilities							172.35
							1,536.00

Trade Payables aging schedule as at 31 March 2022

(₹ in Crores)

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	149.99	0.77	-	-	-	150.76
(ii) Others	-	1,162.45	148.58	4.81	0.30	0.16	1,316.30
(iii) Disputed dues – MSME	-	-	-	0.05	0.20	0.05	0.30
(iv) Disputed dues - Others	-	-	-	-	0.26	-	0.26
	-	1,312.44	149.35	4.86	0.76	0.21	1,467.62
Add:- Accrued liabilities							159.21
							1,626.83

Refer note 44 for information about liquidity risk and market risk related to trade payables.

For terms and conditions with related parties, refer to Note 41.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

25 Other Current Financial Liabilities (At amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
(a) Unclaimed dividends (to be credited to Investor Education and Protection Fund as and when due)	6.36	7.81
(b) Other payables -		
For Selling and distribution costs	243.05	99.27
For Capital goods	47.45	77.95
For Other Expenses *	69.61	91.20
	366.47	276.23

* other liabilities includes employee related liabilities aggregating to ₹ 65.62 crs (PY: ₹ 76.05 crs)

- i. There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 as at 31 March 2023 and 31 March 2022.
- ii. Other payables for selling and distribution costs represents outstanding liabilities for incentives and trade schemes, etc.

26 Other Current Liabilities

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
a) Taxes and duties payable	144.48	181.76
b) Advances from customers	150.43	33.58
c) Deferred revenue *	24.94	34.81
	319.85	250.15

*Deferred revenue relates to loyalty credit points granted to the customers as part of sales transactions and has been estimated with reference to the fair value of the products for which they could be redeemed.

27 Current Provisions

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
a) Provision for employee benefits		
Post retirement medical benefits	0.38	0.37
Compensated absences	3.43	2.43
b) Others		
Provision for Warranty Claims	222.74	207.65
Provision for litigations and tax disputes	53.55	53.55
	280.10	264.00
Provisions for warranties		
A provision is recognised for expected warranty claims on products sold, based on past experience of the level of repairs and returns. The table below gives information about movement in warranty provision:		
Opening Balance	207.65	214.21
Add: Provision created during the year	302.01	217.04
Less: Utilised against warranty claims during the year	286.92	223.60
Closing Balance	222.74	207.65

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

27 Current Provisions (Contd.)

Provisions for litigations and tax disputes

Particulars	2022-23	2021-22
The management has estimated the provisions for pending litigation, claims and demands relating to indirect taxes based on its assessment of probability for these demands crystallising against the company in due course:		
Opening Balance	53.55	53.55
Add: Provision written back during the year	-	-
Closing Balance	53.55	53.55

28 Revenue from Operations

Particulars	2022-23	2021-22
Sale of products	14,525.66	12,361.35
Other operating income		
Export incentive	41.95	28.61
Scrap sales	9.79	7.94
Income from Service / Installation	14.53	12.23
	14,591.93	12,410.13

(i) Sales are net of price adjustments settled during the year by the Company and discounts, trade incentives, GST, etc.

Revenue disaggregation is as follows:

Disaggregation of product sold based on industry vertical and consumer profiles

Particulars	2022-23	2021-22
Institutional sales	3,920.24	3,098.33
Non-institutional sales	10,629.73	9,283.19
	14,549.98	12,381.52

Disaggregation based on geography

Particulars	2022-23	2021-22
India	13,422.78	11,232.48
Outside India	1,127.20	1,149.04
	14,549.98	12,381.52

Geographic location is based on the location of customers excluding export incentive.

Information about major customers:

No single customer represents 10% or more of the Company's total revenue during the year ended March 31, 2023 and March 31, 2022.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

28 Revenue from Operations (Contd.)

Changes in deferred revenue are as follows:

Particulars	2022-23	2021-22
Balance at the beginning of the year	34.81	34.20
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	(19.53)	(27.44)
Other adjustments - settlement through credit notes	(15.28)	(6.76)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	24.94	34.81
Balance at the end of the year	24.94	34.81

Reconciliation of revenue recognized with the contracted price is as follows:

Particulars	2022-23	2021-22
Contracted revenue	15,318.48	12,887.62
Reduction towards variable consideration components	(768.50)	(506.10)
Revenue recognised	14,549.98	12,381.52

The reduction towards variable consideration comprises of discounts, incentive etc.

Contract balances

Particulars	2022-23	2021-22
Trade receivables	1,274.46	1,194.54
Contract liabilities	24.94	34.81
1,249.52	1,159.73	

29 Other Income

Particulars	2022-23	2021-22
Interest Income on :		
Bank deposits	-	0.01
Income Tax refunds	-	6.74
Financial assets carried at amortised cost	0.66	0.76
Dividend Income on		
Long Term Investments in subsidiaries	4.76	11.91
Investment designated at FVOCI *	15.06	0.23
Changes in fair value of investments designated at FVTPL	10.43	7.52
Gain on sale of investments (net)	37.31	22.82
Other non-operating income		
Net foreign exchange Gain	46.12	24.88
Rental income from investment property	2.80	2.83
Profit on sale of property, plant and equipments (net)	9.46	0.12
Others	5.79	2.64
132.39	80.46	

* All dividends from equity instruments designated at FVOCI relates to investments held at the end of the reporting period.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

30 Cost of Materials Consumed

Particulars	₹ in Crores)	
	2022-23	2021-22
Opening Stock	674.41	768.98
Add: Purchases	10,707.66	8,667.13
	11,382.07	9,436.11
Less: Closing Stock	894.62	674.41
	10,487.45	8,761.70

Cost of material consumed includes net proceeds from scrap battery.

31 Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

Particulars	₹ in Crores)	
	2022-23	2021-22
Opening Stock		
Work-in-progress	702.65	732.62
Finished goods	1,017.07	789.84
Stock-in-trade	7.16	10.73
	1,726.88	1,533.19
Closing Stock		
Work-in-progress	684.77	702.65
Finished goods	1,337.03	1,017.07
Stock-in-trade	8.84	7.16
	2,030.64	1,726.88
	(303.76)	(193.69)

32 Employee Benefit Expenses

Particulars	₹ in Crores)	
	2022-23	2021-22
Salaries, wages and bonus	755.00	689.97
Contribution to provident and other funds (refer note 38)	42.84	40.80
Staff welfare expenses	74.12	70.84
	871.96	801.61

33 Finance Costs

Particulars	₹ in Crores)	
	2022-23	2021-22
Interest expenses	5.34	14.71
Other borrowings cost	0.16	0.22
Interest on lease liabilities	24.03	24.49
	29.53	39.42

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

34 Depreciation and Amortisation

Particulars	2022-23	2021-22
Depreciation of Property, Plant and Equipments	427.69	385.36
Amortisation of intangible assets	12.70	13.28
Impairment of Goodwill	0.95	-
Depreciation of investment property	0.56	0.71
Depreciation of right-of-use asset	13.88	13.79
	455.78	413.14

35 Other Expenses

Particulars	2022-23	2021-22
Stores and spare parts consumed	96.92	81.53
Power and fuel	427.69	351.86
Battery Charging / Battery assembly expenses	81.10	71.77
Repairs and maintenance		
Buildings	11.23	9.09
Plant & machinery	31.08	25.49
Others	2.82	2.31
Software expenses	50.06	50.96
Rent & Hire Charges	50.49	47.64
Rates and taxes	6.47	5.55
Insurance	14.04	11.50
Commission	1.74	1.34
Royalty and Technical Aid Fees	52.43	46.57
Warranty expenses	302.01	217.04
Publicity and Sales Promotion	46.53	44.62
Freight & Forwarding (net)	451.77	356.96
After Sales Services	69.71	75.91
Clearing and forwarding Expenses	53.03	43.16
Travelling & Conveyance	41.79	24.95
Bank Charges	0.89	0.91
Communication Costs	3.53	3.66
Donations	-	0.01
Directors' Sitting Fees	0.31	0.36
Auditors' Remuneration:		
As Auditors		
- For Statutory audit	0.64	0.67
- For Limited Reviews	0.39	0.39
- For Group Reporting	0.20	0.40
- For Others (including certifications)	0.04	0.05
As Tax Auditors	0.07	0.08
Other Services	0.34	0.02
Out of pocket expenses	0.14	0.09
Miscellaneous expenses (refer Note 35.1)	155.83	155.02
	1,953.29	1,629.91

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

35.1 Miscellaneous Expenses

Particulars	(₹ in Crores)	
	2022-23	2021-22
Motor Vehicle Running Expenses	6.76	6.57
Consultancy & Services outsourced	82.15	83.70
Security Service Charges	10.73	9.60
General Expenses	4.06	4.61
Legal Expenses	2.70	2.44
Printing & Stationery	4.83	4.78
Total Quality Management Expenses	0.21	0.22
Corporate Social Responsibility expenses	20.35	21.09
Pollution Control Expenses	7.90	6.29
Testing Charges	1.32	1.25
Liquidated Damages	2.99	1.38
Battery Erection / Installation Costs	11.83	13.09
	155.83	155.02

The Company has incurred ₹ 20.35 crs (PY: ₹ 21.09 crs) towards various schemes of Corporate Social Responsibility as prescribed under Sec. 135 of the Companies Act, 2013. The details are:

- I. Gross amount required to be spent by the Company during the year ₹ 20.33 crs (PY: ₹ 21.06 crs).
- II. Break-up of amount incurred during the year on:

Particulars	(₹ in Crores)	
	2022-23	2021-22
Amount spent during the year:		
a) Construction/Acquisition of any asset	8.09	5.69
b) For purposes other than (a) above	12.26	12.60
	20.35	18.29
c) Amount unspent during the year (refer note III below)	-	2.80
	20.35	21.09

- III. Provision has been made for shortfall amount at the end of the year of ₹ NIL (PY: ₹ 2.80 crores). Such shortfall is because of an ongoing project. The shortfall amount of ₹ NIL (PY: ₹ 2.80 crores) has been duly transferred to unspent CSR account.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

35.1 Miscellaneous Expenses (Contd.)

IV. The nature of CSR Activities undertaken during the year by the company is detailed below:

Sl. no.	Name of project on which expenses incurred	(₹ in Crores)	
		2022-23	2021-22
1	Promoting health care including preventive health care	2.21	7.11
2	Promoting education	8.50	2.48
3	Skills Development	6.35	7.50
4	Empowerment *	1.24	3.40
5	Environment	1.41	0.11
6	Rural Development	-	0.15
7	Heritage Structure	0.17	-
8	Impact Assessment	0.09	0.13
9	Administrative expenses	0.38	0.21
Total**		20.35	21.09

* Including ₹ NIL (PY: ₹ 2.80 crs) transferred to unspent CSR account against ongoing project.

** Total spent on CSR is net of refund aggregating to ₹ 1 cr (PY: NIL) from National Apprenticeship Promotion Scheme

36 Earnings Per Share (EPS)

Particulars	(₹ in Crores)	
	2022-23	2021-22
Details for calculation of basic and diluted earning per share:		
Profit after tax as per Statement of Profit and Loss	903.63	4,684.33
Weighted average number of equity share (Numbers)	85,00,00,000	85,00,00,000
Basic and diluted earning per share (₹)	10.63	55.11

37 Significant Accounting Judgements, Estimates and Assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions, as described below, that affect the reported amounts and the disclosures. The Company based its assumptions and estimates on parameters available when the financial statements were prepared and are reviewed at each Balance Sheet date. Uncertainty about these assumptions and estimates could result in outcomes that may require a material adjustment to the reported amounts and disclosures. Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the financial statements is as follows:

(a) Estimation of uncertainty due to COVID-19 pandemic

The Company has considered the possible risk that may result from the pandemic relating to COVID-19 on the carrying amounts of assets including inventories, receivables, investments and other financial and non-financial assets. As per the assessment carried out by the management based on the internal and external information available upto the date of approval of these standalone financial statements, the Company does not foresee any uncertainty related to recoverability or liquidation of the aforesaid assets and also about the ability of the non-financial assets to generate future economic benefits.

However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The impact of the global health pandemic may be different from that estimated as at the date of approval of these standalone financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

37 Significant Accounting Judgements, Estimates and Assumptions (Contd.)

(b) Employee benefit plans

The cost of the employment benefit plans and their present value are determined using actuarial valuations which involves making various assumptions that may differ from actual developments in the future. For further details refer note 38.

(c) Fair value measurement of investments

The fair value of unquoted investments are determined using valuation methods which involves making various assumptions that may differ from actual developments in the future. For further details refer note 43.

(d) Customer's loyalty programme

Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts and incentives. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

The Company estimates the fair value of points/awards accrued under the incentive schemes based on application of budgeted incentive payout rate or based on the fair value of the products against which such points/awards could be redeemed. Refer notes 25 and 26 for further details.

(e) Warranty provisioning

The Company estimates the provision for warranty based on past trend of actual issues of batteries under warranty. As at 31 March 2023, the estimated liability towards warranty amounted to approximately ₹ 222.74 crs (PY: ₹ 207.65 crs). For further details refer note 27.

The provision towards warranty is not discounted as the management, based on past trend, expects to use the provision within twelve months after the Balance Sheet date.

(f) Provision for litigations and tax disputes

The likelihood of outcome of litigations and tax disputes are estimated by the management based on past experiences, legal advice, other public information etc. For further details, refer note 27.

38 Gratuity and Other Post Employment Benefit Plans

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees of Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. Gratuity is funded through a Group managed trust. Trustees administer contributions made to the Trust and contributions are invested in a scheme with the Life Insurance Corporation of India.

The Company operates defined benefit pension plan for certain categories of employees. These plans are managed through a group managed trust. The Company also operates post retirement medical benefit plan, a defined benefit plan which is unfunded.

Other retirement benefit plans include contribution to provident fund and pension fund (for certain categories of employees).

The trustees of the trust fund are responsible for the overall governance of the plan and to act in accordance with the provisions of the trust deed and rules in the best interests of the plan participants. Each year, the Board of Trustees reviews the level of funding in the respective plans. Such a review includes the asset-liability matching strategy and investment risk management policy. The Board of Trustees decides its contribution based on the results of this annual review.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

38 Gratuity and Other Post employment Benefit Plans (Contd.)

(₹ in Crores)

Particulars	2022-23			2021-22		
	GRATUITY (Funded)	PENSION (Funded)	PRMB (Unfunded)	GRATUITY (Funded)	PENSION (Funded)	PRMB (Unfunded)
I. Expenses recognised in the Statement of Profit & Loss						
1. Current Service Cost	9.43	-	0.13	9.13	-	0.03
2. Interest Cost	8.32	0.22	0.35	8.01	0.25	0.33
3. Expected Return on plan assets	(8.01)	(0.28)	-	(7.40)	(0.26)	-
4. Total	9.74	(0.06)	0.48	9.74	(0.01)	0.36
Expenses recognised in OCI						
5. Actuarial (Gains) / Losses	(1.39)	(0.15)	0.03	(1.65)	(0.63)	0.06
6. Total Expense	8.35	(0.21)	0.51	8.09	(0.64)	0.42
II. Net Asset / (Liability) recognised in the Balance Sheet						
1. Present Value of Defined Benefit Obligation	133.13	3.20	5.36	126.14	3.17	5.14
2. Fair Value of Plan Assets	123.55	4.32	-	118.26	4.08	-
3. Net Asset / (Liability)	(9.58)	1.12	(5.36)	(7.88)	0.91	(5.14)
III. Change in Obligation during the year						
1. Present Value of Defined Benefit Obligation at the beginning of the year	126.14	3.17	5.14	122.26	3.96	4.96
2. Current Service Cost	9.43	-	0.13	9.13	-	0.03
3. Interest Cost	8.32	0.22	0.35	8.01	0.25	0.33
4. Benefits Paid	(9.90)	(0.05)	(0.29)	(9.17)	(0.43)	(0.24)
Arising from changes in experience	2.31	(0.05)	0.17	(2.01)	(0.60)	-
Arising from changes in demographic assumptions	-	-	-	-	-	0.15
Arising from changes in financial assumptions	(3.17)	(0.09)	(0.14)	(2.08)	(0.01)	(0.09)
Total	(0.86)	(0.14)	0.03	(4.09)	(0.61)	0.06
5. Present Value of Defined Benefit Obligation at the end of the year	133.13	3.20	5.36	126.14	3.17	5.14
IV. Change in the Fair Value of Plan Assets during the year						
1. Plan assets at the beginning of the year	118.26	4.08	-	112.76	3.79	-
2. Expected return on plan assets	8.01	0.28	-	7.68	0.26	-
3. Contribution by employer	6.65	-	-	9.43	0.44	-
4. Actual Benefits Paid	(9.90)	(0.05)	-	(9.17)	(0.43)	-
5. Actuarial Gains / (Losses)	0.53	0.01	-	(2.44)	0.02	-
6. Plan assets at the end of the year	123.55	4.32	-	118.26	4.08	-
7. Actual return on Plan Assets	8.54	0.29	-	5.24	0.28	-

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

38 Gratuity and Other Post employment Benefit Plans (Contd.)

(₹ in Crores)

Particulars	2022-23			2021-22		
	GRATUITY (Funded)	PENSION (Funded)	PRMB (Unfunded)	GRATUITY (Funded)	PENSION (Funded)	PRMB (Unfunded)
V. The major categories of plan assets as a percentage of the fair value of total plan assets						
Investments with insurer	100%	100%	-	100%	100%	-
VI. Maturity profile of the defined benefit obligation						
Weighted average duration of the defined benefit obligation	6 & 9 years	3 years	9 years	7 & 9 years	3 years	9 years
Expected benefit payments for the year ending						
Not later than 1 year	10.03	0.96	0.38	6.67	0.66	0.37
Later than 1 year and not later than 5 years	51.47	2.17	1.97	49.24	2.40	1.79
More than 5 years	86.65	0.57	2.52	79.24	0.69	2.40

VII Actuarial Assumptions

- | | |
|-------------------------------|--|
| 1 Discount Rate | 7.3% p.a (March 31, 2022: 7% p.a.) |
| 2 Mortality pre retirement | Indian Assured Lives Mortality (2006-08) (modified) Ult. |
| 3 Mortality post retirement | LIC (1996-98) Ultimate |
| 4 Expected increase in salary | |
| - executive staff | 10 % p.a (March 31, 2022: 10% p.a.) |
| - other management staff | 8 % p.a (March 31, 2022: 8% p.a.) |
| - non-management staff | 5 % p.a (March 31, 2022: 5% p.a.) |

VIII In 2023-24 the Company expects to contribute ₹ 10 crs (2022-23: ₹ 8.09 crs) to gratuity and ₹ NIL (2022-23: NIL) to Pension funds.

- IX Healthcare cost trend rates have no effect on the amounts recognised in the Statement of Profit and Loss, since the benefit is in the form of a fixed amount as per the various grades, which is not subject to change.
- X The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- XI The Company makes contribution to provident fund, superannuation fund and employees' state insurance schemes, which are defined contribution plans. Total contribution to the aforesaid funds during the year aggregated to ₹ 32.68 crs (2021-22 - ₹ 30.71 crs).

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

38 Gratuity and Other Post employment Benefit Plans (Contd.)

XII Net asset/(liability) recognised in the Balance Sheet and experience actuarial (gain)/loss on plan assets and liabilities:

Particulars	2022-23	2021-22
1. Gratuity		
Defined Benefit Obligation	133.13	126.14
Plan Assets	123.55	118.26
Surplus / (deficit)	(9.58)	(7.88)
Experience (Gain) / loss adjustments on plan liabilities	2.31	(2.01)
Experience Gain / (loss) adjustments on plan assets	0.53	(2.44)
2. Pension		
Defined Benefit Obligation	3.20	3.17
Plan Assets	4.32	4.08
Surplus / (deficit)	1.12	0.91
Experience (Gain) / loss adjustments on plan liabilities	(0.05)	(0.60)
Experience Gain / (loss) adjustments on plan assets	0.01	0.02
3. Post Retirement Medical Benefit		
Defined Benefit Obligation	5.36	5.14
Experience Gain / (loss) adjustments on plan liabilities	0.17	-

XIII The basis of various assumptions used in actuarial valuations and their quantitative sensitivity analysis is as shown below:

Particulars	March 31, 2023		March 31, 2022	
Assumptions		Discount rate (a)		Discount rate (a)
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on Retiral Benefit	(10.22)	9.98	(10.09)	11.54
Assumptions		Future salary increases (b)		Future salary increases (b)
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on Retiral Benefit	10.55	(9.58)	10.50	(9.48)

(a) Based on interest rates of government bonds

(b) Based on managements estimate

Particulars	March 31, 2023	March 31, 2022
(i) Capital and other commitments		
Commitment for acquisition of fixed assets	217.54	507.48
Commitment for investment	20.70	20.70
	238.24	528.18

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

39 Commitments and Contingencies (Contd.)

Particulars	₹ in Crores)	
	March 31, 2023	March 31, 2022
(ii) Contingent Liabilities		
Guarantees excluding financial guarantees		
Outstanding Bank Guarantees / Indemnity Bonds	55.92	55.99
Claims against the company not acknowledged as debt		
Sales Tax demands	6.55	6.52
Excise Duty demands	4.82	4.82
Income Tax demands	3.05	3.05
Claim from a landlord, an appeal whereby is pending in Hon'ble Bombay High Court	Not Ascertainable	Not Ascertainable
	70.34	70.38

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its standalone financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its standalone financial statements. The company does not expect the impact to be material.

40 Details of dues to Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

Particulars	₹ in Crores)	
	March 31, 2023	March 31, 2022
Principal and interest amount remaining unpaid		
- Principal	94.26	151.06
- Interest	-	-
The amount of interest paid by the Company in terms of Section 16 of the MSMED Act alongwith the amount of the payment made to the supplier beyond the appointed date during the year.	-	-
The amount of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	0.14	0.14

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure:

i) Particulars of related parties :

A. Where control exists

1. Subsidiaries	Chloride Batteries S.E. Asia Pte. Limited, Singapore (CBSEA) Chloride International Limited (CIL) Espex Batteries Limited, UK (Espex) Associated Battery Manufacturers (Ceylon) Ltd , Sri Lanka (ABML) Chloride Metals Limited (CML)
2. Enterprise / Individuals having a direct or indirect control over the Company	Exide Life Insurance Company Limited (ELI) (upto December 31, 2021) Exide Energy Private Limited (EEPL) <i>[formerly known as Exide Leclanche Energy Private Limited (ELEPL)]</i> Exide Energy Solutions Limited (EESL) (w.e.f. March 24, 2022) Chloride Eastern Limited, UK. (CEL) Chloride Eastern Industries Pte Limited, Singapore (CEIL) LIEC Holdings SA, Switzerland Mr. S. B. Raheja

B. Where significant influence exists

Associates	CSE Solar Sunpark Maharashtra Private Limited (CSSMPL) CSE Solar Sunpark Tamil Nadu Private Limited (CSSTPL) Greenyana Solar Private Limited (GSPL) (upto December 29, 2021)
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C. Others

1. Key Management Personnel	Mr. Bharat D. Shah, Director Mr. R. B. Raheja, Director Mr. G Chatterjee, Whole Time Director (upto April 30, 2021) Mr. Subir Chakraborty, Whole Time Director Mr. Sudhir Chand, Director (upto July 22, 2022) Ms. Mona N. Desai, Director Mr. Surin S. Kapadia, Director Mr. Sridhar Gorthi, Director (w.e.f. July 29, 2022) Mr. A K Mukherjee, Whole Time Director Mr. Arun Mittal, Whole Time Director Mr. Avik Kr. Roy, Whole Time Director (w.e.f. May 1, 2021) Mr. Jitendra Kumar, Company Secretary
2. Name of the Companies / firms / in which individuals with direct / indirect control over the company have a significant influence	Shalini Construction Company Private Limited (Shalini Construction) Matsyagandha Investments and Finance Private Limited (Matsyagandha) <i>[formerly known as Peninsula Estates Private Limited (Peninsula Estates)]</i> Raheja QBE General Insurance Company Limited (Raheja QBE)
3. Employees Trusts where there is significant influence:	The Chloride Officer's Provident Fund (COPF) The Chloride Employees' Gratuity Fund (CEGF) The Chloride Executive Gratuity Fund (CExGF) The Chloride Pension Fund (CPF)

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure: (Contd.)

ii) Details of transactions entered into with the related parties:

Particulars	Subsidiaries	Enterprise/ Individuals having direct or indirect control	Entities in which individuals with direct/indirect control over the Company have a significant influence or is a member of Key Managerial Personnel	Associate Company	Key Management Personnel	Employees Trust	(₹ in Crores)	
							Transaction Value	Total
Purchases of goods/services								
CML	4,487.20 (3,334.51)	-	-	-	-	-	4,487.20 (3,334.51)	
ABML	4.64 (1.11)	-	-	-	-	-	4.64 (1.11)	
EEPL	10.75 (0.50)	-	-	-	-	-	10.75 (0.50)	
Total	4,502.59 (3,336.12)	-	-	-	-	-	4,502.59 (3,336.12)	
Purchase of Electricity								
CSSMPL	-	-	-	-	-	-	17.28 (11.27)	17.28 (11.27)
CSSTPL	-	-	-	-	-	-	18.69 (16.84)	18.69 (16.84)
Total	-	-	-	-	-	-	35.97 (28.11)	35.97 (28.11)
Sale of goods								
CBSEEA	32.15 (28.69)	-	-	-	-	-	32.15 (28.69)	
ESPEX	80.95 (91.13)	-	-	-	-	-	80.95 (91.13)	
CML	1,331.36 (914.51)	-	-	-	-	-	1,331.36 (914.51)	
ABML	5.06 (6.81)	-	-	-	-	-	5.06 (6.81)	
EEPL	0.02 (0.01)	-	-	-	-	-	0.02 (0.01)	
Total	1,449.54 (1,041.15)	-	-	-	-	-	1,449.54 (1,041.15)	

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure: (Contd.)

Particulars	Subsidiaries	Enterprise/ Individuals having direct or indirect control	Entities in which individuals with direct/indirect control over the Company have a significant influence or is a member of Key Managerial Personnel	(₹ in Crores)			
				Associate Company	Key Management Personnel	Employees Trust	Total
		Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value	Transaction Value
Services rendered							
EESL		0.32	-	-	-	-	0.32
EEPL		0.01	-	-	-	-	0.01
Total		0.33	-	-	-	-	0.33
Sale of Assets							
EESL		45.13	-	-	-	-	45.13
EEPL		-	(0.09)	-	-	-	-
Total		45.13	(0.09)	-	-	-	(0.09)
Rent and Maintenance Costs							
CIL		0.58 (0.65)	-	-	-	-	0.58 (0.65)
Shalini Construction		-	0.79 (0.77)	-	-	-	0.79 (0.77)
Matsyagandha		-	0.20 (0.19)	-	-	-	0.20 (0.19)
Total		0.58 (0.65)	0.99 (0.96)	-	-	-	1.57 (1.61)
Employee Welfare Expenses							
ELI		-	(1.23)	-	-	-	(1.23)
Investments during the year							
CML		57.00 (13.00)	-	-	-	-	57.00 (13.00)
EEPL		25.00 (85.00)	-	-	-	-	25.00 (85.00)

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure: (Contd.)

Particulars	Subsidiaries	Enterprise/ Individuals having direct or indirect control	Entities in which individuals with direct/indirect control over the Company have a significant influence or is a member of Key Managerial Personnel	Associate Company	Key Management Personnel	Employees Trust	Total	
							Transaction Value	Transaction Value
EESL		715.00 (0.01)	-	-	-	-	-	715.00 (0.01)
CSSMPL		(5.16)	-	-	-	-	-	(5.16)
CSSTPL		-	-	-	-	-	-	-
Total		797.00 (2.24)						797.00 (2.24)
Dividend Income								
ESPEx		1.01 (1.00)	-	-	-	-	-	1.01 (1.00)
CML		-	-	-	-	-	-	-
CIL		(10.50) 3.75 (0.41)	-	-	-	-	-	(10.50) 3.75 (0.41)
Total		4.76						4.76
Technical Assistance Expenses								
CEIL		-	0.15 (0.12)	-	-	-	-	0.15 (0.12)
Marketing Expenses								
ABML		0.51 (0.49)	-	-	-	-	-	0.51 (0.49)
CBSEA		-	-	-	-	-	-	-
ESPEx		-	-	-	-	-	-	-
Total		2.24						2.24
								(1.91)
								(1.91)

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure: (Contd.)

Particulars	Subsidiaries	Enterprise/ Individuals having direct or indirect control	Entities in which individuals with direct/indirect control over the Company have a significant influence or is a member of Key Managerial Personnel	Associate Company	Key Management Personnel	Employees Trust	Total	(₹ in Crores)	
								Transaction Value	Transaction Value
Lease Rental									
EEPL		3.31	-	-	-	-	-		3.31
		(3.34)	-	-	-	-	-		(3.34)
Repayment of borrowings **									
CIL		3.00	-	-	-	-	-		3.00
		-	-	-	-	-	-		-
Interest paid **									
CIL		0.16	-	-	-	-	-		0.16
		(0.21)	-	-	-	-	-		(0.21)
Reimbursement of Expenses received									
EESL		150.13	-	-	-	-	-		150.13
		(25.73)	-	-	-	-	-		(25.73)
Contributions to employees benefit plans									
COPF		-	-	-	-	-	-		26.69
		-	-	-	-	-	-		(24.94)
Remuneration *									
Short term employee benefits (including commission and siting fees)		-	-	-	-	-	-		17.09
Post retirement benefits		-	-	-	-	(15.48)	-		(15.48)
Total		-	-	-	-	-	-		18.77
		-	-	-	-	-	-		(17.03)

* Does not include postemployment benefit based on actuarial valuation as this is done for the Company as a whole.

Transaction amount disclosed above are inclusive of tax, wherever applicable.

Figures for the previous year are in brackets.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure: (Contd.)

- iii) Details of amounts due to or due from related parties as at March 31, 2023 and March 31, 2022 are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022	(₹ in Crores)
Trade Payables			
CML	50.20	63.81	
EEPL	-	0.38	
Trade Receivables			
CBSEA	7.09	9.20	
CML	121.22	131.10	
EEPL	-	0.01	
ESPEX	43.15	44.02	
ABML	1.22	2.40	
Advances recoverable			
EEPL	4.44	-	
ABML	0.66	-	
Dividend Receivable			
ESPEX	0.51	0.50	
ABML	0.98	0.98	
Technical Assistance Income Receivables			
ABML	0.51	0.49	
Reimbursement of expenses recoverable			
EESL	-	25.73	
Short-term Borrowings			
CIL	-	3.00	
Marketing Expenses Payables			
CBSEA	0.49	-	
ESPEX	0.05	0.12	
Electricity Charges Payables			
CSSMPL	2.09	1.07	
CSSTPL	1.84	1.71	
Contributions to employees benefit plans payables			
COPF	2.25	2.05	
Amounts due to Key Managerial Personnel			
Remuneration to Directors (Short term employee benefits)	11.34	10.59	

Notes : (1) Interim dividend for the year 2021-22 amounting to ₹ 78.18 crs was paid during the previous year to Chloride Eastern Limited, UK.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

For the year ended March 31, 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (PY: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

41 Related Party Disclosure: (Contd.)

The Company has provided guarantee in relation to loan sanctioned to its wholly-owned subsidiary, Exide Energy Solutions Limited. Disclosure in accordance with Section 186(4) of the Companies Act, 2013, for the aforesaid guarantee is as follows:

Name of the Company	Date of undertaking	Purpose	31-Mar-23	31-Mar-22
Exide Energy Solutions Ltd	10-Feb-23	Credit facilities to be availed	₹ 2000 Crs	NIL

42 Segment Reporting

The Company has identified two operating segments viz, Automotive and Industrial. As per Ind AS - 108, due to similar nature of products, production process, customer types, etc., the two operating segments have been aggregated as single operating segment of "storage batteries and allied products" during the year. The analysis of geographical segments is based on the areas in which customers of the Company are located.

Geographical Segments

The Company primarily operates in India and therefore the analysis of geographical segment is demarcated into its Indian and Overseas operations as under:

Particulars	(₹ in Crores)		
	India	Overseas	Total
Revenue from operations	13,422.78	1,169.15	14,591.93
Non-current assets other than financial assets and Income tax assets	3,011.97	-	3,011.97

Particulars	(₹ in Crores)		
	India	Overseas	Total
Revenue from operations	11,232.48	1,177.65	12,410.13
Non-current assets other than financial assets and Income tax assets	3,173.06	-	3,173.06

The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

43 Financial Instruments - Fair Values and Risk Management

A. Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values of assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

43 Financial Instruments - Fair Values and Risk Management (Contd.)

B. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy as at 31 March 2023:

Particulars	Note	FVTPL	Carrying amount			Fair value			Total
			Other financial assets - amortised cost*	FVOCI	Other financial liabilities*	Total carrying amount	Level 1	Level 2	
Financial assets measured at fair value									
Investments - in mutual funds	10	553.12	-	-	-	553.12	-	553.12	-
Investments - in equity instruments	4	-	0.01	4,477.81	-	4,477.82	4,351.25	125.36	1.21
Financial assets not measured at fair value		553.12	0.01	4,477.81		5,030.94			553.12
Trade receivables	5 & 11	-	1,274.46	-	-	1,274.46			
Cash and cash equivalents (a)	12	-	68.12	-	-	68.12			
Bank Balances other than (a) above	13	-	6.36	-	-	6.36			
Other financial assets	7 & 15	-	62.19	-	-	62.19			
Financial liabilities not measured at fair value			1,411.13		-	1,411.13			
Trade payables	19 & 24	-	-	-	-	1,536.00	1,536.00		
Other financial liabilities	20, 23 & 25	-	-	-	-	369.57	369.57		
Lease liabilities	-	-	-	-	-	277.62	277.62		
								2,183.19	2,183.19

* The carrying amount of the Company's financial assets and financial liabilities are reasonable approximation of their fair value.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

43 Financial instruments - Fair values and risk management (Contd.)

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy as at 31 March 2022.

Particulars	Note	FVTPL	Other financial assets - amortised cost*	Carrying amount			Fair value		
				FVOCI	Other financial liabilities*	Total carrying amount	Level 1	Level 2	Level 3
Financial assets measured at fair value									
Investments - in mutual funds	10	702.79	-	-	-	-	702.79	-	702.79
Investments - in equity instruments	4	-	0.01	4,819.29	-	4,819.30	4,692.99	124.75	1.56
		702.79	0.01	4,819.29	-	5,522.09			4,819.30
Financial assets not measured at fair value									
Trade receivables	5 & 11	-	1,194.54	-	-	1,194.54			
Cash and cash equivalents (a)	12	-	153.62	-	-	153.62			
Bank Balances other than (a) above	13	-	7.81	-	-	7.81			
Loans	6 & 14	-	0.01	-	-	0.01			
Other financial assets	7 & 15	-	87.37	-	-	87.37			
		-	1,443.35	-	-	1,443.35			
Financial liabilities not measured at fair value									
Borrowings	23	-	-	-	10.06	10.06	-	10.06	-
Trade payables	19 & 24	-	-	-	1,626.83	1,626.83			
Other financial liabilities	20, 23 & 25	-	-	-	279.15	279.15			
Lease liabilities		-	-	-	279.69	279.69			
		-	-	-	2,195.73	2,195.73			

* The carrying amount of the Company's financial assets and financial liabilities are reasonable approximation of their fair value.

The fair value of investments in unquoted mutual funds and units of venture capital funds is determined by reference to quotes from the financial institutions i.e. Net asset value (NAV) for investments in mutual funds/units of venture capital funds as declared by such financial institutions.

The fair value of equity securities designated as fair value through other comprehensive income is determined using Level 3 inputs like discounted cash flows, net asset value approach. Significant unobservable inputs comprise long term growth rates, market conditions of the specific industry etc. However, the changes in the fair values due to changes in unobservable inputs will not be material to the financial statements.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

44 Financial Risk Management Objectives and Policies

The Company's financial liabilities comprise capital creditors and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents and investment.

The Company has a Risk Management Committee that ensures that risks are identified, measured and managed in accordance with Risk Management Policy of the Company. The Board of Directors also review these risks and related risk management policy.

The market risks and credit risks are further explained below:

I) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include investments, trade payables, trade receivables, etc.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities. Such foreign currency exposures are not hedged by the Company. The Company has a treasury department which monitors the foreign exchange fluctuations on the continuous basis and advises the management of any material adverse effect on the Company.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

	Changes in rate %	Foreign currency receivable/ (payable) (net)	Effect on profit (before tax)	(₹ in Crores)
March 31, 2023	5%	189.49	9.47	
	-5%		(9.47)	
March 31, 2022	5%	227.95	11.40	
	-5%		(11.40)	

(ii) Securities price risk

The Company's listed and non-listed securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the securities price risk through diversification and by placing limits on individual and total securities. Reports on the investment portfolio are submitted to the Company's management on a regular basis. The Company's Board of Directors reviews and approves all investment decisions.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

44 Financial Risk Management Objectives and Policies (Contd..)

Securities price sensitivity

The following table shows the effect of price changes in securities measured at FVTPL

Particulars	Changes in price / NAV(%)	Investment	Effect on profit (before tax)	(₹ in Crores)
March 31, 2023	5%	553.12	27.66	
	-5%		(27.66)	
March 31, 2022	5%	702.79	35.14	
	-5%		(35.14)	

The following table shows the effect of price changes in quoted securities measured at FVOCI

Particulars	Changes in price / NAV (%)	Investment	Effect on profit (before tax)	(₹ in Crores)
March 31, 2023	5%	4,351.25	217.56	
	-5%		(217.56)	
March 31, 2022	5%	4,692.99	234.65	
	-5%		(234.65)	

(iii) Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activity is manufacturing of batteries and therefore requires supply of lead. Due to significant volatility in the lead price, the Company enters into purchase contract with vendors wherein the prices are linked to the quoted London Metal Exchange rates. Similarly, the Company's selling price of batteries to OEM/institutional customers is linked to such rates. Further, the Company also uses recycled lead which is not directly exposed to LME price movement, thereby reduces the risk of lead price volatility to some extent.

II) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables). The maximum exposure to credit risk is equal to the carrying value of financial assets.

Trade receivables

A significant part of the Company's sales are under the 'cash and carry' model which entails no credit risk. For others, an impairment analysis is performed at each reporting date on an individual basis for all the customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data of credit losses. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in Note 5 and 11 as the Company does not hold collateral as security. The Company has evaluated the concentration of risk with respect to trade receivables as low, as its customers are from several industries.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

44 Financial Risk Management Objectives and Policies (Contd.)

The Company's exposure to credit risk for trade receivables by geographic region is as follows:

Particulars	Carrying Amount	
	March 31, 2023	March 31, 2022
India	1,023.24	888.55
Outside India	251.22	305.99
	1,274.46	1,194.54

The Company's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the counterparty etc. Loss allowances and impairment is recognised, where considered appropriate by responsible management.

The movement of the allowance for impairment in trade receivables is as follows:

Particulars	Expected credit loss	
	March 31, 2023	March 31, 2022
Opening Balance	9.97	20.22
Add: Provisions	3.45	3.23
Less: Utilisation	-	5.48
Less: Reversals	-	8.00
Closing Balance	13.42	9.97

III) Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Company maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31 March 2023 and 31 March 2022. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis.

The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated, over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and mutual funds with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet date.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

44 Financial Risk Management Objectives and Policies (Contd.)

March 31, 2023

(₹ in Crores)

Particulars	Contractual cash flows 1 year or less	More than 1 year	Total Carrying Amount
Liabilities			
Trade payables	1,525.94	10.06	1,536.00
Other financial liabilities	366.47	3.10	369.57
	1,892.41	13.16	1,905.57

The maturity analysis of the Company's lease liabilities based on contractually agreed undiscounted cash flows is given in Note 46.

March 31, 2022

(₹ in Crores)

Particulars	Contractual cash flows 1 year or less	More than 1 year	Total Carrying Amount
Liabilities			
Short-term Borrowings	10.06	-	10.06
Trade payables	1,618.96	7.87	1,626.83
Other financial liabilities	276.23	2.92	279.15
	1,905.25	10.79	1,916.04

45 Capital Management

The Company's objective when managing capital (defined as net debt and equity) is to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefit for other stakeholders, while protecting and strengthening the balance sheet through the appropriate balance of debt and equity funding. The Company manages its capital structure and makes adjustments to it, in light of changes to economic conditions and strategic objectives of the Company.

46 Leases

A. Leases as lessor

The Company leases out its investment property and some machinery. The Company has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets. Note 3 sets out information about the operating leases of investment property.

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be paid after the reporting date.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

46 Leases (Contd.)

Period	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Less than one year	-	2.83
One to two years	-	2.83
Two to three years	-	2.83
Three to four years	-	2.83
Four to five years	-	2.83
More than five years	-	2.83
	16.98	

The above lease of assets has been terminated during the year and therefore, no liability for future contractual cash flows exists.

B. Leases as lessee

i. Short-term / Low-value leases

The Company leases warehouses, office premises and guest houses which are considered to be short-term leases. The Company has elected not to recognise right-of-use assets and lease liabilities for these leases.

The Company leases office and IT equipment which are of low-value. The Company has elected not to recognise right-of-use assets and lease liabilities for the same.

Expenses pertaining to the above shot-term and low-value leases recognised in the Statement of Profit and Loss is as follows:

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Expenses relating to short-term leases	50.49	47.64
Expenses relating to leases of low-value assets excluding short-term leases of low value	0.86	0.87
	51.35	48.51
Total cash outflow for leases	81.86	78.18

Lease payments for short-term leases and leases of low-value assets not included in the measurement of the lease liability are classified as cash flows from operating activities.

- ii. Right-of-use and lease liabilities recognised in the financial statements represents the Company's lease of solar power plant facilities for obtaining solar power in its factories. The lease is for a period of 25 years. The consideration for use of solar power plant is variable based on the electricity units generated by the plants and consumed by the Company. Lease liability has been recognised for the minimum guaranteed payment, as set out in the respective power purchase agreements. The future cash outflows to which the lessee is potentially

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

46 Leases (Contd.)

exposed that are not reflected in the measurement of lease liabilities pertaining to variable payments for such power purchase agreements are not expected to be significant.

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Particulars	March 31, 2023	March 31, 2022
Less than one year	30.55	30.39
Between one year and five years	119.08	118.49
More than 5 years	448.45	469.39
	598.08	618.27

iii. There are no future cash outflows for leases not yet commenced to which the lessee is committed and potentially exposed.

iv. Reconciliation of liabilities from financing activities

Particulars	March 31, 2023	March 31, 2022
Opening Balance	289.75	302.28
Lease liability recognised during the year	4.42	2.98
Interest expenses recognised during the year	29.53	39.42
Interest paid	(5.51)	(14.94)
Repayment of borrowings	(10.06)	(6.69)
Lease payments reflected in the Statement of Cash Flow	(30.51)	(33.30)
Closing Balance	277.62	289.75

47 Details of differences between quarterly returns of current assets filed with banks in comparison with the books of accounts

Quarters FY21/22	Particulars of Securities Provided	Amount as per Books of Accounts	Amount as reported in the quarterly return/statement *	Amount of Difference **
June 2021	Trade Receivables	839.13	856.03	(16.90)
	Other Assets	263.09	260.29	2.80
	Trade Payables	1,200.82	1,085.15	115.67
September 2021	Trade Receivables	959.68	960.02	(0.34)
	Other Assets	312.68	309.64	3.04
	Trade Payables	1,773.19	1,630.98	142.21
December 2021	Trade Receivables	932.72	987.85	(55.13)
	Other Assets	319.11	316.03	3.08
	Trade Payables	1,778.76	1,731.92	46.84

* The quarterly return/statement has been submitted to Axis Bank, HDFC Bank, HSBC Bank, ICICI Bank, IndusInd Bank, State Bank of India, Standard Chartered Bank and Yes Bank. For the financial year 2021-22, these have been subsequently rectified.

** Discrepancies are mainly due to provisions/accruals and reclassifications with trade receivables not considered while submitting details to banks.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

48 Analytical Ratios

Particulars	Reference	March 31, 2023	March 31, 2022	% Variance	Reason for change if change more than 25%
A. Current Ratio	(a/b)	2.03	1.95	4.19%	
Current Assets (a)					
Current Liabilities (b)					
B. Return on Equity Ratio	(a/b)	8.29%	53.59%	-84.53%	Variance is mainly on account of profit from sale of stake in Exide Life Insurance Company Limited in the previous year
Profit for the year (a)					
Average shareholder's equity (b)	b = (c+d)/2				
Opening Total equity (c)					
Closing Total equity (d)					
C. Inventory turnover ratio	(a/b)	4.44	4.23	4.86%	
Cost of goods sold (a)					
Average Inventory (b)	b = (c+d)/2				
Opening inventory (c)					
Closing inventory (d)					
D. Trade Receivables turnover ratio	(a/b)	11.79	11.85	-0.50%	
Revenue (a)					
Average Trade Receivables (b)	b = (c+d)/2				
Opening Trade Receivables (c)					
Closing Trade Receivables (d)					
E. Trade payables turnover ratio	(a/b)	6.84	5.33	28.37%	Increase is due to significant business growth and increased cash flows
Total Purchases (Net) (a)					
Average Trade Payables (b)	b = (c+d)/2				
Opening Trade Payables (c)					
Closing Trade Payables (d)					
F. Net capital turnover ratio	(a/b)	5.63	5.36	5.05%	
Revenue (a)					
Working Capital (b)	(c-d)				
Current Assets (c)					
Current Liabilities (d)					
G. Net profit ratio	(a/b)	0.06	0.38	-83.58%	Variance is mainly on account of profit from sale of stake in Exide Life Insurance Company Limited in the previous year
Profit for the year after taxes (a)					
Revenue (b)					

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

48 Analytical Ratios (Contd.)

Particulars	Reference	March 31, 2023	March 31, 2022	% Variance	Reason for change if change more than 25%
H. Return on Capital employed	(a/b)	11.22%	11.79%	-4.85%	
Earnings Before Interest, Tax and Exceptional Item (a)					
Average Capital Employed (b)	b = (c+d)/2				
Opening Capital Employed (c)					
Closing Capital Employed (d)	d = e+f+g-h				
Net Worth (e)					
Total debt and lease liabilities (f)					
Deferred Tax Liability (g)					
Deferred Tax Asset (h)					
I. Debt-Equity Ratio	(a/b)	2.48%	2.73%	-9.41%	Variance is mainly on account of profit from sale of stake in Exide Life Insurance Company Limited in the previous year
Total Debt representing lease liabilities (a)					
Shareholder's Equity (b)					
J. Debt Service Coverage Ratio	(a/f)	38.48	106.99	-64.04%	Variance is mainly on account of profit from sale of stake in Exide Life Insurance Company Limited in the previous year
Earnings available for debt Service (a)	a = b+c+d+e				
Net Profit after Taxes (b)					
Non cash expenses (c)					
Finance cost (d)					
Profit / loss on sale of property, plant & equipments (e)					
Debt Service (f)	f = g+h+i				
Interest Payments (g)					
Lease Payments (h)					
Principal Repayments (i)					
K. Return on investment *	(a/b)	5.46%	3.41%	60.28%	Variance is mainly on account of market volatility
Net Gain on Investments (a)					
Average cost of Investments based on time weighing factor (b)					

* For the above disclosure, the Company has considered return on current investments only, as non-current investments are held for long-term strategic purpose and not hence not considered for evaluating return on investment.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

49 List of Subsidiaries and Associates of the Company

The Company has following subsidiaries and associates which are accounted at cost in these standalone financial statements of the Company:

Name	Principal place of business	% of ownership interest as on March 31, 2023
Subsidiaries		
Chloride International Limited (CIL)	India	100.00
Chloride Batteries S. E. Asia Pte. Limited (CBSEA) & its wholly owned subsidiary (Exide Batteries Pvt. Ltd.)	Singapore	100.00
Espex Batteries Limited (ESPEX)	UK	100.00
Associated Battery Manufacturers (Ceylon) Limited (ABML)	Srilanka	61.50
Chloride Metals Limited (CML)	India	100.00
Exide Energy Private Limited (EEPL) <i>[formerly known as Exide Leclanche Energy Private Limited (ELEPL)]</i>	India	100.00
Exide Energy Solutions Limited (EESL)	India	100.00
Associates		
CSE Solar Sunpark Maharashtra Private Limited	India	27.20
CSE Solar Sunpark Tamilnadu Private Limited	India	27.20

50 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the funding party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

51 Scheme of Amalgamation

Amalgamation of Chloride Power Systems & Solutions Limited (CPSSL) with Exide Industries Limited (EIL):

The National Company Law Tribunal at Kolkata Bench has, vide order dated February 17, 2023 read with subsequent corrigendum order dated February 22, 2023, sanctioned a Scheme of Arrangement ("the Scheme") with respect to merger of Chloride Power Systems & Solutions Limited (CPSSL) (wholly owned subsidiary of the Company) with the Company w.e.f. the appointed date i.e. April 01, 2022. The aforesaid order was filed with the Registrar of Companies, Kolkata on March 29, 2023. In accordance with the requirements of Para 9(iii) of Appendix C of IND AS 103, the audited standalone financial results of the Company in respect of prior periods have been restated.

Notes to the Standalone Financial Statements

for the year ended 31 March 2023

51 Scheme of Amalgamation (Contd.)

Impact on the Standalone Balance Sheet and Standalone Statement of Profit and Loss:

The impact of amalgamation on the Balance Sheet and Statement of Profit and Loss due to the above amalgamations are summarised as below:

Impact on the Standalone Balance Sheet:

Particulars	(₹ in Crores)
	March 31, 2022
Increase in Total Assets	28.15
Increase in Total Liabilities	20.67
	7.48

Impact on the Standalone Statement of Profit and Loss:

Particulars	(₹ in Crores)
	March 31, 2022
Increase in Total Income	28.56
Increase in Profit before tax for the year	1.28
Increase in Profit after tax for the year	0.80

- 52** The Board of Directors of the Company in their meeting held on September 3, 2021, and the members of the Company, in the Extraordinary General Meeting held on September 29, 2021, had approved divestment of entire equity shareholding held by the Company in Exide Life Insurance Company Limited (ELIC), a material wholly-owned subsidiary of the Company, in favour of HDFC Life Insurance Company Limited (HLIC), subject to necessary approvals from relevant regulatory/governmental authorities.

The Board of Directors of HLIC, in its meeting held on September 3, 2021, and the members of the HLIC, in the Extraordinary General Meeting held on September 29, 2021, had accorded their approval for acquisition of entire equity shareholding of ELIC, subject to requisite regulatory approvals.

Post receipt of such requisite regulatory approvals, the aforesaid transaction was completed on January 1, 2022, and the Company divested its entire equity shareholding in ELIC in favour of HLIC on that date for the agreed consideration. Resulting net gain on disposal of investments in ELIC has been disclosed as exceptional item in these standalone financial statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-
Jayanta Mukhopadhyay
Partner
Membership No. 055757

Mumbai, May 08, 2023

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-
Jitendra Kumar
Company Secretary & President
Legal & Corporate Affairs
ACS No.: 11159

Mumbai, May 08, 2023

Sd/-
A.K.Mukherjee
Director- Finance & CFO
DIN: 00131626

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864



Consolidated Financial Statements



Independent Auditors' Report

To the Members of **Exide Industries Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Exide Industries Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates, which comprise the consolidated balance sheet as at 31 March 2023, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and associates as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates as at 31 March 2023, of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

Provision for warranties

See Note 30 to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
<p>The Group provides warranty for sale of its products. The calculation of costs (of repairing and replacing the product which is ascertained to be faulty) in respect of future warranty claims requires application of estimation techniques.</p> <p>The provision for warranty is computed based on sales volume and historical information about product failures (and consequential repairs and returns), adjusted for the key developments occurring during the year which may affect the liability.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others, to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> Assessed the appropriateness of accounting policy for provision of warranties as per relevant accounting standard; Tested the design, implementation and operating effectiveness of key controls associated with the process of computation of the provision for warranties;

The key audit matter

The estimation of warranty provision involves management judgments and estimates as described above. The amount and the disclosures are significant to the standalone financial statements and hence, we determined this matter to be a key audit matter.

How the matter was addressed in our audit

- Evaluated the warranty provision model. This included, *inter alia*, evaluation of the reasonableness of the relevant assumptions, testing of completeness and accuracy of underlying data (including cost of repairs and returns) and verifying the mathematical accuracy;
- Performed retrospective review of the management estimate by comparing costs incurred during the current financial year to the previously recognised corresponding provision. We also considered the existence of any indicators of significant product defect occurring during the year that would significantly affect the estimates of the year end warranty provision.

Incentives under customer loyalty programmes

See Note 28 and 29(b) to consolidated financial statements

The key audit matter

The Group gives incentives to its dealers through customer loyalty programmes.

Due to the multitude of schemes and a large variety of contractual terms across the various markets of the Group, the calculation of these incentives is considered to be complex. The amount of such incentive is also significant.

In view of the above, we determined this matter to be a key audit matter.

How the matter was addressed in our audit

In view of the significance of the matter, we applied the following audit procedures in this area, among others, to obtain sufficient appropriate audit evidence:

- Evaluated the appropriateness of the Group's accounting policy relating to the incentives provided under the customer loyalty programme;
- Tested the design, implementation and operating effectiveness of the Group's controls over computation of incentives and accrual of the corresponding liability;
- Performed substantive testing over incentives recorded and paid during the year. We selected samples of incentive payouts made during the year and verified the computation from the underlying data and terms and conditions of the applicable incentive scheme;
- Performed retrospective review of the management's estimate by comparing utilisation of incentives with previously recognised corresponding liability. We also considered the developments during the year that would significantly affect the measurement of the year end incentive liability.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the work done/audit reports of other auditors, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which

have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing

our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the

planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

- a. We did not audit the financial statements of 5 subsidiaries, whose financial statements reflect total assets (before consolidation adjustments) of ₹ 1,178.20 crores as at 31 March 2023, total revenues (before consolidation adjustments) of ₹ 4,330.95 crores and net cash inflows (before consolidation adjustments) amounting to ₹ 2.97 crores for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (and other comprehensive income) of ₹ 0.28 crore for the year ended 31 March 2023, in respect of 2 associates, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, and associates is based solely on the reports of the other auditors.
- b. Certain of these subsidiaries located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their

respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the reports of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and associates as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate companies incorporated in India, none of the directors of the Group companies and its associate companies incorporated in India is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies and associate companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and associates, as noted in the "Other Matters" paragraph:
 - a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2023 on the consolidated financial position of the Group, its associates. Refer Note 42 to the consolidated financial statements.

- b. The Group, its associates did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2023.
- c. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies and associate companies incorporated in India during the year ended 31 March 2023.
- d. (i) The management of the Holding Company and its subsidiary companies, associate companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies and associate companies that, to the best of its knowledge and belief, as disclosed in the Note 53 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary companies, and associate companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary companies, and associate companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The management of the Holding Company and its subsidiary companies, associate companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies and associate companies that, to the best of its knowledge and belief, as disclosed in the Note 53 to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary companies, and associate companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- e. (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- f. As stated in Note 19 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend. The interim dividend declared and paid by a subsidiary company during the year and until the date of this audit report is in accordance with Section 123 of the Act.
- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Holding Company or any of such subsidiary companies, and associate companies only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies and associate companies incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies and associate companies incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies and associate companies incorporated in India is not in excess of the limit laid down under Section 197 of the Act. The

Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Place: Mumbai

Date: 08 May 2023

Membership No.: 055757

ICAI UDIN:23055757BGYIHG9193

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Exide Industries Limited for the year ended 31 March 2023

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(xxi) In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have unfavourable remarks, qualification or adverse remarks given by the respective auditors in their reports under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Holding Company/ Subsidiary Associate	Clause number of the CARO report which is unfavourable or qualified or adverse
1.	Exide Industries Limited	L31402WB1947PLC014919	Holding Company	(i)(c)
2.	Exide Energy Private Limited	U74999WB2018PTC259348	Subsidiary Company	(ii)(b) and (xvii)
3.	Exide Energy Solutions Limited	U31100WB202 2PLC252459	Subsidiary Company	(xvii)

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sd/-
Jayanta Mukhopadhyay
Partner

Place : Mumbai
Date : 08 May 2023

Membership No.: 055757
ICAI UDIN:23055757BGYIHG9193

Annexure B to the Independent Auditor's Report on the consolidated financial statements of Exide Industries Limited for the year ended 31 March 2023

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of Exide Industries Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2023, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies and its associate companies, as of that date.

In our opinion and based on the consideration of report of the other auditors on internal financial controls with reference to financial statements of subsidiary companies and associate companies, as were audited by the other auditors, the Holding Company and such companies incorporated in India which are its subsidiary companies and its associate companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including

adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies and associate companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud

may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to 2 subsidiary companies and 2 associate companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of above matters.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Place : Mumbai

Membership No.: 055757

Date : 08 May 2023

ICAI UDIN:23055757BQYIHG9193

Consolidated Balance Sheet

as at 31 March 2023

Particulars	Note	March 31, 2023	(₹ in Crores)
			March 31, 2022
I) ASSETS			
1) NON CURRENT ASSETS			
a) Property, plant and equipment	2(a)	3,582.06	3,240.18
b) Capital work-in-progress	2(a)	335.38	322.42
c) Goodwill	4	45.82	46.77
d) Other intangible assets	3(a)	56.94	74.28
e) Intangible assets under development	3(b)	189.67	18.52
f) Investment in associates	5(a)	24.84	24.56
g) Financial assets			
(i) Investments	5(b)	4,477.82	4,822.34
(ii) Trade receivables	6	0.32	0.05
(iii) Loans	7	0.07	0.09
(iv) Other financial assets	8	23.19	25.59
h) Current tax assets (net)		41.20	37.90
i) Deferred tax assets (net)	25	115.98	65.38
j) Other non-current assets	9	183.40	111.28
		9,076.69	8,789.36
2) CURRENT ASSETS			
a) Inventories	10	3,436.40	2,855.29
b) Financial assets			
(i) Investments	11	603.25	711.54
(ii) Trade receivables	12	1,229.55	1,097.85
(iii) Cash and cash equivalents	13	131.78	189.11
(iv) Bank balances other than (iii) above	14	8.53	9.88
(v) Loans	15	0.26	0.28
(vi) Other financial assets	16	58.07	53.14
c) Other current assets	17	223.15	204.16
		5,690.99	5,121.25
TOTAL ASSETS		14,767.68	13,910.61
II) EQUITY AND LIABILITIES			
1) EQUITY			
a) Equity share capital	18	85.00	85.00
b) Other equity	19	11,047.28	10,498.74
Equity attributable to owners of the Company		11,132.28	10,583.74
2) NON-CONTROLLING INTEREST	20	9.02	40.21
TOTAL EQUITY		11,141.30	10,623.95
3) LIABILITIES			
A) NON-CURRENT LIABILITIES			
a) Financial liabilities			
(i) Borrowings	21	141.29	82.36
(ii) Lease liabilities		299.11	301.27
(iii) Trade payables	22		
Total outstanding dues of micro and small enterprises		-	-
Total outstanding dues of creditors other than micro and small enterprises		10.06	7.87
(iv) Other financial liabilities	23	76.43	7.52
b) Other non-current liabilities	29a	2.17	-
c) Provisions	24	65.20	61.60
d) Deferred tax liabilities (net)	25	7.73	8.20
		601.99	468.82
B) CURRENT LIABILITIES			
a) Financial liabilities			
(i) Borrowings	26	138.09	126.87
(ii) Lease liabilities		9.90	9.01
(iii) Trade payables	27		
Total outstanding dues of micro and small enterprises		262.99	247.96
Total outstanding dues of creditors other than micro and small enterprises		1,592.62	1,598.37
(iv) Other financial liabilities	28	395.57	303.53
b) Other current liabilities	29b	335.47	263.46
c) Provisions	30	288.21	268.64
d) Current tax liabilities (net)		1.54	-
		3,024.39	2,817.84
TOTAL EQUITY AND LIABILITIES		14,767.68	13,910.61
Significant accounting policies	1		

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-
Jayanta Mukhopadhyay
Partner
Membership No. 055757

Mumbai, May 08, 2023

For and on behalf of Board of Directors of **Exide Industries Limited**
CIN No.: L31402WB1947PLC014919

Sd/-
Jitendra Kumar
Company Secretary & President
Legal & Corporate Affairs
ACS No.: 11159

Mumbai, May 08, 2023

Sd/-
A.K.Mukherjee
Director- Finance & CFO
DIN: 00131626

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Consolidated Statement of Profit and Loss

for the year ended 31 March 2023

Particulars	Note	2022-23	2021-22
CONTINUING OPERATIONS			
I) INCOME:			
Revenue from operations	31	15,078.16	12,789.22
Other income	32	124.74	62.07
Total income (I)		15,202.90	12,851.29
II) EXPENSES:			
Cost of materials consumed	33	10,585.52	8,882.49
Purchase of stock-in-trade		77.77	63.92
Changes in inventories of finished goods, work-in-progress and stock-in-trade	34	(310.00)	(269.63)
Employee benefit expenses	35	1,002.62	906.36
Other expenses	38	2,133.72	1,806.15
Total expenses (II)		13,489.63	11,389.29
III) Earnings before interest, tax, depreciation and amortisation expenses (I-II)		1,713.27	1,462.00
Finance costs	36	73.84	60.93
Depreciation and amortisation expenses	37	502.12	439.52
IV) Interest, depreciation and amortisation expenses		575.96	500.45
V) Share of profit/(loss) of equity accounted investees, net of tax		0.28	(0.94)
VI) Profit before tax from continuing operations (III-IV+V)		1,137.59	960.61
VII) Tax expenses:	25		
Current tax [net of reversal of provision for earlier years ₹ 0.18 crs (PY: net of provision for earlier years: ₹ 11.57 crs)]		327.99	265.86
Deferred tax		(13.17)	0.44
VIII) Profit from Continuing Operations (VI-VII)		314.82	266.30
DISCONTINUED OPERATIONS			
IX) Loss from Discontinued Operations before tax	54	-	4,437.09
X) Tax expenses of Discontinued Operations	54	-	774.56
XI) Loss from Discontinued Operations (after tax) (IX-X)		-	3,662.53
XII) Profit for the year (VIII+XI)		822.77	4,356.84
XIII) Other Comprehensive Income (OCI)			
(i) Other comprehensive income not to be reclassified subsequently to profit or loss:			
a) Re-measurement gain/(loss) on defined benefit plans		1.77	(0.18)
Income tax effect		(0.39)	(0.54)
b) Fair value changes on equity instrument through OCI		(331.51)	(762.49)
Income tax effect		38.40	97.92
(ii) Other comprehensive income to be reclassified subsequently to profit or loss:			
a) Fair value changes on debt instrument through OCI		-	(73.22)
Income tax effect		-	-
b) Exchange difference on translation of foreign operations		7.88	0.25
Income tax effect		-	-
Other comprehensive income/(loss) for the year		(283.85)	(738.26)
XIV) Total comprehensive income for the year (XII+XIII)		538.92	3,618.58
Profit/(loss) for the year attributable to:			
Owners of the company		822.70	4,366.93
Non-controlling interests		0.07	(10.09)
Other comprehensive income/(loss) attributable to:			
Owners of the company		(283.85)	(738.26)
Non-controlling interests		-	-
Total comprehensive income/(loss) attributable to:			
Owners of the company		538.85	3,628.67
Non-controlling interests		0.07	(10.09)
Earnings per share - Basic and Diluted (Nominal value ₹ 1 per share (PY: ₹ 1 per share)	39		
- for continuing operations		9.68	8.29
- for discontinued operations		-	43.09
- for continuing and discontinued operations		9.68	51.38
Significant accounting policies	1		

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

For and on behalf of Board of Directors of **Exide Industries Limited**
CIN No.: L31402WB1947PLC014919

Sd/-
Jayanta Mukhopadhyay

Partner

Membership No. 055757

Sd/-
Jitendra Kumar
Company Secretary & President
Legal & Corporate Affairs
ACS No.: 11159

Sd/-
A.K.Mukherjee
Director- Finance & CFO
DIN: 00131626

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Mumbai, May 08, 2023

Mumbai, May 08, 2023

Consolidated Statement of Cash Flows

for the year ended 31 March 2023

Particulars	(₹ in Crores)	
	2022-23	2021-22
CONTINUING OPERATIONS		
(A) CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit before tax	1,137.59	960.61
Adjustment for :		
Depreciation and amortisation	502.12	439.52
Gain on disposal of investment	(38.20)	(23.61)
(Profit)/loss on property, plant and equipment sold / discarded (net)	(6.48)	0.02
Income from investment including dividend and interest	(16.37)	(8.31)
Gain on fair valuation of investment	(10.47)	(7.68)
Finance costs	73.84	60.93
Provision for expected credit loss on trade receivables	(0.51)	(13.42)
Income from deferred government grant	(0.21)	-
Share of (profit)/loss of Equity Accounted Investees, net of tax	(0.28)	0.94
	503.44	448.39
Operating cash flow before working capital changes	1,641.03	1,409.00
(Increase) in trade receivables	(131.46)	(159.18)
(Increase) in inventories	(581.11)	(218.43)
(Increase) in other financial assets, loans and other assets	(74.78)	(33.06)
Increase in other financial liabilities, other liabilities and provisions	244.70	(542.65)
Cash generated from operations	1,098.38	1,010.12
Direct taxes paid (net of refunds and interest thereon)	(330.14)	(246.12)
Net cash from operating activities	768.24	764.00
(B) CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase and construction of property, plant and equipment (including intangible assets)	(995.85)	(665.89)
Proceeds from sale of property, plant and equipment	8.24	1.65
Acquisition of interest in associates	-	(7.39)
Disposal of interest in associates	-	5.25
Net movement in bank deposits	(0.10)	(0.09)
Government grant received	2.55	-
Purchase of investment	(2,601.00)	(2,038.34)
Proceeds from sale of investment	2,770.97	2,268.72
Investment income (including dividends and interest)	16.37	1.57
Net cash used in investing activities	(798.82)	(434.52)
(C) CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from borrowings	175.61	134.08
Repayment of borrowings	(101.62)	(44.69)
Transaction with non-controlling interest	(21.57)	-
Dividends paid	-	(170.00)
Payment towards lease liabilities	(34.83)	(33.69)
Interest paid	(47.69)	(35.32)
Net cash used in financing activities	(30.10)	(149.62)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(60.68)	179.86

Consolidated Statement of Cash Flows (Contd.)

for the year ended 31 March 2023

(₹ in Crores)

Particulars	2022-23	2021-22
DISCONTINUED OPERATIONS		
(D) CASH FLOW FROM OPERATING ACTIVITIES	-	(702.75)
(E) CASH FLOW FROM INVESTING ACTIVITIES	-	500.85
(F) CASH FLOW FROM FINANCING ACTIVITIES	-	(22.70)
Net Increase/(decrease) in cash and cash equivalents (D+E+F)	-	(224.60)
Net Increase/(decrease) in cash and cash equivalents of Continuing and Discontinued Operations	(60.68)	(44.74)
Cash and cash equivalents - opening balance	189.11	342.43
Cash and cash equivalents - closing balance	128.43	297.69
Effect of exchange rate changes	3.35	(12.11)
Cash and cash equivalents pertaining to disposal of discontinued operations	-	96.47
Cash and cash equivalents - closing balance (as disclosed in Note 13)	131.78	189.11

The aforesaid Consolidated Statement of Cash Flows has been prepared under the indirect method as set out in IND AS 7- Statement of Cash Flows.

Refer note 51 for reconciliation of liabilities from financing activities.

Significant accounting policies: Note 1

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Membership No. 055757

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-

Jitendra Kumar

Company Secretary & President

Legal & Corporate Affairs

ACS No.: 11159

Sd/-

A.K.Mukherjee

Director- Finance & CFO

DIN: 00131626

Sd/-

Subir Chakraborty

Managing Director & CEO

DIN: 00130864

Mumbai, May 08, 2023

Mumbai, May 08, 2023

Consolidated Statement of Changes in Equity

for the year ended 31 March 2023

A) Equity Share Capital

Particulars												
	Number	Amount ₹ (in Crores)	Number	Amount ₹ (in Crores)	Number	Amount ₹ (in Crores)	Number	Amount ₹ (in Crores)	Number	Amount ₹ (in Crores)	Number	Amount ₹ (in Crores)
Equity Shares of ₹ 1 each issued, subscribed and fully paid	-	85,00,00,000	-	85,00	-	-	-	-	-	-	-	-
Balance as at April 1, 2021	-	85,00,00,000	-	85,00	-	-	-	-	-	-	-	-
Changes in equity share capital during the year	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2022	2.89	737.88	0.80	6,017.55	0.13	211.68	216.34	7,187.27	46.22	7,233.49		
Changes in equity share capital during the year	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2023	2.89	737.88	0.80	6,017.55	0.13	211.68	216.34	7,187.27	(10.09)	694.31		
Equity Shares of ₹ 1 each issued, subscribed and fully paid	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2023	2.89	737.88	0.80	6,017.55	0.13	211.68	216.34	7,187.27	(10.09)	694.31		
Attributable to the owners of the company												
Reserves and Surplus												
Capital reserve			Securities Premium		Capital Redemption Reserve		Retained earnings		Investments in equity shares/ units at fair value		Attributable to the owners of the Company	
Balance as at April 1, 2021	2.89	737.88	0.80	6,017.55	0.13	211.68	216.34	7,187.27	46.22	7,233.49		
Profit from continuing operations for the year 2021-22	-	-	-	-	-	-	-	-	-	-	-	-
Profit from Discontinued Operations for the year 2021-22	-	-	-	-	-	-	-	-	-	-	-	-
Adjustment for increase in share of EIL in EEPL	-	-	-	-	-	-	-	-	-	-	-	-
Re-measurement gains/(losses) on defined benefit plans, net of tax	-	-	-	-	-	-	-	-	-	-	-	-
Net (loss)/gain on investment in equity shares/units accounted at Fair Value, net of tax	-	-	-	-	-	-	-	-	-	-	-	-
Net (loss)/gain on investment in debt securities accounted at Fair Value, net of tax	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated gain recognised in OCI transferred to retained earnings/ profit & loss on disposal of discontinued operations	-	-	-	-	-	-	-	-	-	-	-	-
Exchange difference on translation of foreign operations	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at April 1, 2022	2.89	737.88	0.80	10,717.85	0.38	(791.06)	-	10,668.74	40.21	10,708.95		
Adjustments												
Payment of Interim dividend for the year 2021-22 (₹ 2 per share)	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2022	2.89	737.88	0.80	10,547.85	0.38	(791.06)	-	10,498.74	40.21	10,538.95		
Profit for the year 2022-23	-	-	-	-	-	-	-	-	-	-	-	-
Re-measurement gains/(losses) on defined benefit plans, net of tax	-	-	-	-	-	-	-	-	-	-	-	-
Net (loss)/gain on investment in equity shares/units accounted at Fair Value, net of tax	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to Capital Redemption Reserve	-	-	-	-	-	-	-	-	-	-	-	-
Buy back of Minority shareholding of EEPL	3.95	-	25.52	(25.52)	-	-	-	-	-	-	-	-
Exchange difference on translation of foreign operations	-	-	-	-	5.73	-	-	-	-	-	-	-
Balance as at March 31, 2023	6.84	737.88	26.32	11,352.14	8.26	(1,084.17)	-	11,047.28	9.02	11,056.30		

Consolidated Statement of Changes in Equity (Contd.)

for the year ended 31 March 2023

Description of the components of the other equity

Capital reserve

Capital Reserves created on consolidation and also represents gain on share buy back by EEPL.

Securities premium

Premium received on equity shares issued are recognised in the securities premium.

Capital redemption reserve

The Group has created the reserve on account of buy back of shares from minority shareholders of a Component.

Retained earnings

Retained earnings are profits that the Company has earned till date, less dividends or other distributions paid to the shareholders. It also includes remeasurement gain/loss of defined benefit plans.

Foreign currency translation reserve (FCTR)

Exchange differences on translating the financial statements of foreign operations.

Other comprehensive income (OCI)

Changes in fair value of equity and debt instruments designated at FVOCI are recorded in other comprehensive income.

Significant accounting policies: note 1

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Membership No. 055757

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-

Jitendra Kumar

Company Secretary & President

Legal & Corporate Affairs

ACS No.: 11159

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A.K.Mukherjee

Director- Finance & CFO

DIN: 00131626

Sd/-

Subir Chakraborty

Managing Director & CEO

DIN: 00130864

Mumbai, May 08, 2023

Mumbai, May 08, 2023

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

Corporate Information

The Consolidated financial statements comprise financial statements of Exide Industries Limited (the Holding company) and its subsidiaries (collectively, the Group) and its associates as at and for the year ended 31 March 2023. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act, 2013. Its shares are listed on three recognised stock exchanges in India. The registered office of the company is located at Exide House, 59E Chowringhee Road, Kolkata, 700020. The Holding Company is primarily engaged in the manufacturing of Storage Batteries and allied products in India.

Basis of preparation

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The consolidated financial statements were authorised for issue by the Holding Company's Board of Directors on 08 May 2023.

These consolidated financial statements are presented in Indian Rupees (INR), which is also the Group's functional currency. All amounts have been rounded-off to the nearest crore, unless otherwise indicated.

The consolidated financial statements have been prepared on the historical cost basis except for:

- Certain financial assets and liabilities, which are measured at fair value.
- Net defined employee benefit asset / (liability), which are measured at Fair Value of plan assets less present value of defined benefit obligations.

1. Significant Accounting Policies

a. Property, plant and equipment

Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

Refer Note 2(a) to the Consolidated Financial Statements

b. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

The estimated useful lives of items of property, plant and equipment are as follows:

Particular	Useful economic life
Buildings	28.5 / 58.5 years
Plant and machinery (including electrical installation)	10/15 years
Moulds	8.5 years
Furniture and fittings	10 years
Office equipment	5 years
Vehicles	6 years
Computers	3 to 6 years

Based on technical assessment done by experts and management's estimate,

- (i) the useful life of factory buildings, other buildings, moulds and vehicles are different than those indicated in Schedule II to the Companies Act, 2013,
- (ii) residual value of plant & machinery including electrical installation, moulds and computers has been considered to be 2% of the cost. For buildings, office equipment, furniture & fittings and vehicles, residual value has been estimated at 5% of the cost.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rate basis i.e. from (upto) the date on which asset is ready for use (disposed of).

Refer Note 37 to the Consolidated Financial Statements

c. Goodwill, Other Intangible assets and Amortisation

Goodwill is stated at cost less impairment losses, where applicable. Impairment loss, if any, to the extent the carrying amount exceed the recoverable amount is charged off to the Statement of Profit

and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes

Other acquired intangible assets are initially measured at cost and subsequently at cost less accumulated amortisation and accumulated impairment loss, if any. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognised in profit or loss as incurred.

Research costs are expensed as incurred.

Development expenditure is capitalized as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in the Statement of profit and loss as incurred.

The amortisation of an intangible asset with a finite useful life begins when the asset is available for use - i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Amortisation of intangible assets that is to be used in conjunction with other assets commences, once the asset group as a whole is ready to commence operations. Such Intangible assets are recorded as "intangible assets under development" till the time they are not available for use.

Subsequent to the initial recognition, the intangible asset is measured at cost, less any accumulated amortisation and accumulated impairment losses.

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method and is included in depreciation and amortisation in the Statement of Profit and Loss.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

The estimated useful lives are as follows:

Particular	Useful economic life
Computer Software / Trademark/ Technical Knowhow	5 years

Amortisation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Refer Note 3, 4 and 37 to the Consolidated Financial Statements

d. Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

e. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

(i) Raw materials and Components, Stores, Spares parts, loose tools etc: These are valued at weighted average cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

(ii) Finished goods and work in progress: These are valued at lower of cost and net realisable value. Cost includes an appropriate share of production overheads based on the normal operating capacity.

(iii) Stock-in-trade: These are valued at lower of cost and net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs to completion and the estimated costs necessary to sell them.

Refer Note 10 to the Consolidated Financial Statements.

f. Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Refer Notes 24 and 30 to the Consolidated Financial Statements.

g. Employee benefits

(i) Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

(ii) Post-retirement benefits

Post-retirement benefits to employees can either be through defined contribution plans or defined benefit plans.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund and pension schemes.

The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Group operates the following defined benefit plans:

- (a) Defined benefit gratuity plan, which requires contributions to be made to a separately administered fund and
- (b) Post-retirement medical benefit plan which is unfunded.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Group determines the net interest expense (income) on the net defined benefit

liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Pension liability is split into a defined benefit portion and a defined contribution portion. The part of the liability towards pension plan upto 31st March 2003 for employees as on that date is in the nature of defined benefit plan. From 1st April 2003, the pension remains as a defined contribution liability. The Defined benefit portion is provided for on the basis of an actuarial valuation done at the end of each financial year. The contributions towards defined contribution are charged to Statement of Profit and Loss of the year when the employee renders the service.

The current and non-current bifurcation is done as per Actuarial report.

(iii) Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

an annual independent actuarial valuation using the projected unit credit method. Re-measurements gains or losses are recognised in profit or loss in the period in which they arise.

Refer Notes 24, 29b, 35 and 41 to the Consolidated Financial Statements.

h. Foreign Currency

Transactions in foreign currencies are translated into the functional currency of the Group at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the statement of profit and loss.

i. Revenue Recognition

The Group's non-insurance segment earns revenue primarily from sale of batteries and HUPS.

Sale of products and rendering of services

At contract inception, Group assess the goods or services promised in a contract with a customer and identify as a performance obligation each promise to transfer to the customer. Revenue is recognised upon transfer of control of promised products or services to customers in an amount of the transaction price that is allocated to that performance obligation and that reflects the consideration which the Group expects to receive in exchange for those products or services.

The Group considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer net of returns, excluding amounts collected on behalf of

third parties (for example, taxes) and excluding discounts and incentives, as specified in the contract with customer.

With respect to sale of products and rendering of certain services revenue is recognised at a point in time when the performance obligation is satisfied and the customer obtains the control of goods or services. There is no significant financing components involved on contract with customers. Invoices are usually payable within the credit period as agreed with respective customers.

Revenue from certain services are generated over a period of time, during which services are rendered based on contractual milestones. Revenue recognition takes place when a milestone is completed.

The Group recognises revenue only when it is probable that it will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Customer Loyalty programme

The Group has a customer loyalty programme for selected customers. The Group grants credit points to those customers as part of a sales transaction which allows them to accumulate and redeem those credit points.

The Group allocates a portion of the consideration received to loyalty points. This allocation is based on the relative stand-alone selling prices. The amount allocated to the loyalty programme is deferred, and is recognised as revenue when loyalty points are redeemed or the likelihood of the customer redeeming the loyalty points becomes remote.

The deferred revenue is included in contract liability.

Warranty

The Group provides only assurance types warranty in conjunction with sale of product and hence same is not considered as separate performance obligation.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

Refer Note 28, 29b, 30, 31 and 38 to the Consolidated Financial Statements.

j. Income Taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current-tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax is recognised on temporary differences between the tax bases and accounting bases of assets and liabilities at the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax

Liabilities and assets, and they relate to income taxes levied by the same tax authority on the same. Taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a Net basis or their tax assets and liabilities will be realised simultaneously.

For items recognised in OCI or equity, deferred / current tax is also recognised in OCI or equity.

Refer Notes 25 to the Consolidated Financial Statements.

k. Leases

The Group as a lessee

The Group assesses whether a contract contains a lease as per the requirements of Ind AS 116 "Leases" at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

The Group recognizes a right-of-use asset ("ROU") and a lease liability at the lease commencement date, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the incremental borrowing rate of the Group. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

The Group as a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

For operating leases, rental income is recognized on a straight basis over the term of the relevant lease.

Refer Note 2(a), 36, 37 and 49 to the Consolidated financial statements.

I. Earnings per share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net

profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Refer Note 39 to the Consolidated Financial Statements.

m. Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Refer Note 42 to the Consolidated Financial Statements.

n. Financial instruments

Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at amortised cost; Fair value through other comprehensive income (FVOCI) – equity investment; or FVTPL. Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

A financial asset is measured at amortised cost if it meets both the conditions and is not designated as at FVTPL: (i) The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The subsequent measurement of gains and losses of various categories of financial instruments are as follows: (i) Financial assets at amortised cost: these assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

(ii) Equity investments at FVOCI: these assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

(iii) Financial assets at FVTPL: these assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

Financial assets: The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities: The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the

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for the year ended 31 March 2023

amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Impairment

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Refer Note 5(a), 5(b), 6, 7, 8, 11, 12, 13, 14, 15, 16, 21, 22, 23, 26, 27, 28, 32, 46 and 47 to the Consolidated Financial Statements.

o. Impairment of non-financial assets

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are combined together into cash-generating units (CGUs). Each CGU represents the smallest Group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

p. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to revenue, it is recognised in the statement of profit and loss on a systematic basis over the periods to which they relate. When the grant relates to an asset, it is treated as deferred income and recognised in the statement of profit and loss on a systematic basis over the useful life of the asset.

Refer Note 16 and 29(a) to the Consolidated Financial Statements.

q. Recognition of dividend income, interest income or expense

Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established.

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or

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receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Refer Note 32 and 36 to the Consolidated Financial Statements.

r. Operating Segment

The Group's operating business are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which customers of the Group are located.

Refer Note 45 to the Consolidated Financial Statements.

s. Discontinued operations

A discontinued operation is a component of the Group's business, the operations and cash flows of which can be clearly distinguished from those of the rest of the Group and which represents a separate major line of business or geographical area of operations and

- is a part of a single co-ordinated plan to dispose of a separate major line of business or geographic area of operations; or
- is a subsidiary acquired exclusively with a view to re-sale

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier.

When an operation is classified as a discontinued operation, the comparative statement of profit and loss is re-presented as if the operation had been discontinued from the start of the comparative period.

t. Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

u. Earnings before interest, tax, depreciation and amortisation (EBITDA)

The Group presents EBITDA in the statement of profit or loss; this is not specifically required by Ind AS 1. The term EBITDA are not defined in Ind AS. Ind AS compliant schedule III allows companies to present Line items, sub-line items and sub-totals shall be presented as an addition or substitution on the face of the financial statement when such presentation is relevant to an understanding of the Group's financial position or performance or to cater to industry/sector-specific disclosure requirements or when required for compliance with the amendments to the Companies Act or under the Indian Accounting Standard.

Measurement of EBITDA

Accordingly, the Group has elected to present earnings before interest, tax, depreciation and amortisation (EBITDA) as a separate line item on the face of statement of profit or loss. The Group measures EBITDA on the basis of profit / (loss) from continuing operations. In its measurement, the Group does not include depreciation and amortisation expense, finance cost and tax expenses.

1.1 Significant accounting policies related to life insurance business (discontinued operations w.e.f 1 January 2022)

The accounting policies related to life insurance business only pertains to discontinued operations presented in the comparative financial information for the year ended 31 March 2022.

a. Product classification

Insurance and investment contracts are classified as being either with or without discretionary participation feature (DPF). DPF is a contractual right to receive, as a supplement to guaranteed

benefits, additional benefits that meet the following conditions:

- Likely to be a significant portion of the total contractual benefits
- The amount or timing of which is contractually at the discretion of the issuer

That are contractually based on:

- The performance of a specified pool of contracts or a specified type of contract
- Realized and/or unrealized investment returns on a specified pool of assets held by the issuer
- The profit or loss of the Group, fund or other entity that issues the contract

b. Life insurance contract liabilities

Life insurance liabilities are recognized when contracts are entered into and premiums are charged. These liabilities are measured using the gross premium method. The liability is determined as the sum of the discounted value of the expected future benefits, claims handling and policy administration expenses, policyholder options and guarantees and investment income from assets backing such liabilities, which are directly related to the contract, less the discounted value of the expected premiums that would be required to meet the future cash outflows based on the actuarial valuation assumptions used.

c. Investment contract liabilities

Investment contracts are classified between contracts with and without DPF. The accounting policies for investment contract liabilities with DPF are the same as those for life insurance contract liabilities. Investment contract liabilities without DPF are recognized when contracts are entered into and premiums are charged. These liabilities are initially recognized at fair value, this being the transaction price excluding any transaction costs directly attributable to the issue of the contract. Subsequent to initial recognition, the investment contract liabilities are measured at fair value through profit or loss.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

Deposits and withdrawals are recorded directly as an adjustment to the liability in the Balance sheet and are not recognized as gross premium in the Statement of profit and loss.

Fair values are determined at each reporting date and fair value adjustments are recognized in the Statement of profit and loss in "Gross change in contract liabilities".

Non-unitized contracts are subsequently also carried at fair value. The liability is derecognized when the contract expires, discharged or cancelled. For a contract that can be cancelled by the policyholder, the fair value of the contract cannot be less than the surrender value.

When contracts contain both a financial risk component and a significant insurance risk component and the cash flows from the two components are distinct and can be measured reliably, the underlying amounts are unbundled. Any premiums relating to the insurance risk component are accounted for on the same basis as insurance contracts and the remaining element is accounted for as a deposit through the Balance sheet as described above.

d. Reinsurance assets

Reinsurance assets represent balances due from reinsurance companies. Amounts recoverable from reinsurers are estimated in a manner consistent with the outstanding claims provision or settled claims associated with the reinsurer's policies and are in accordance with the related reinsurance contract.

Reinsurance assets are reviewed for impairment at each reporting date, or more frequently, when an indication of impairment arises during the reporting period.

e. Liability adequacy test

The Group performs adequacy testing on its insurance liabilities to ensure that the carrying amounts (net of related deferred acquisition costs) and, where relevant, present value of acquired in-force business is sufficient to cover current estimates of future cash flows. Any deficiency is immediately charged to the Statement of profit and loss.

f. Revenue recognition

Revenue includes revenue from insurance contracts that are covered in the scope of Ind AS 104, 'Insurance Contracts'. Any amount (excluding the fee) received with respect to contracts classified as investment contracts form part of investment contract liability in the Balance sheet. Therefore, all amounts received or receivable from insurance and investment contracts do not fall within the purview of Ind AS 115, 'Revenue from contracts with customers'. Further, the fee charged to the investment contract policyholders for policy administration, investment management, surrenders etc. is covered under the scope of Ind AS 115 and is recognised as revenue over time, as and when the performance obligations are satisfied. In all the cases, this revenue is recognised in the same period in which the fee is charged to the policyholders and therefore, no revenue is deferred. Consequently, the Group does not have any contract asset or contract liability with respect to unsatisfied performance obligations as at the Balance sheet date.

i. Premium Income

Premium for non-linked policies is recognized as income when due. Premium on lapsed policies is recognized as income when such policies are reinstated.

Products having regular premium paying plans with limited premium payment term and/or pre-determined policy term are treated as regular business with due classification of premium into first year and renewal. Premium income on products other than aforesaid is classified as single premium.

Top up premiums paid by unit linked Policyholders' are considered as single premium and recognized as income when the associated units are created.

Premium income pertaining to investment contracts are accounted as investment liabilities.

ii. Investment contract fee

Investment contract policyholders are charged fees for policy administration, investment management, surrenders or other contract

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

services. The fees may be for fixed amounts or vary with the amounts being managed, and will generally be charged as an adjustment to the policyholder's balance. Fees related to investment management services are recognised as revenue over time, as performance obligations are satisfied. In most cases this revenue is recognised in the same period in which the fees are charged to the policyholder.

Fees that are related to services to be provided in future periods are deferred and recognised when the performance obligation is fulfilled. Variable consideration, such as performance fees and commission subject to claw back arrangements, is not recognised as revenue until it is reasonably certain that no significant reversal of amounts recognised would occur. Initiation and other 'front-end' fees (fees that are assessed against the policyholder balance as consideration for origination of the contract) are charged on some non-participating investment and investment fund management contracts.

Where the investment contract is recorded at amortised cost, these fees are deferred and recognised over the expected term of the policy by an adjustment to the effective yield. Where the investment contract is measured at fair value, the front-end fees that relate to the provision of investment management services are deferred and recognised as the services are provided.

iii. Income from investments

Interest/dividend income on investments is recognized on accrual basis. Amortization of discount/ premium relating to debt securities is recognized over the remaining maturity period on effective interest basis.

Dividend income is recognized when the right to receive dividend is established. Bonus entitlements are recognized as investments on the 'ex- bonus date'.

iv. Reinsurance Premium

Cost of reinsurance ceded is accounted at the time of recognition of premium income

in accordance with the treaty or in principle arrangement/agreement with the reinsurers.

v. Income from linked policies

For linked business, premium income is recognized as income when the associated units are created. Income from unit linked funds which include policy administration charges, mortality charges, etc. and are recovered in accordance with terms and conditions of policy and is recognized when due. Fund management charges are adjusted in the unit price computed on each business date.

vi. Interest on policy loans

Interest on loans against policies is recognized on effective interest basis.

vii. Amortization of premium /discount on securities Income/Cost

Premium or discount on acquisition, as the case may be, in respect of debt securities / fixed income securities, pertaining to non-linked investments is amortized on effective interest rate basis over the expected life of the financial instrument.

viii. Realized Gain/ (Loss) on Debt Securities for Linked Business

Realized gain/(loss) on debt securities for linked business is the difference between the sale consideration net of expenses and the book cost, which is computed on weighted average basis, as on the date of sale.

ix. Realized Gain/ (Loss) on Debt Securities for Non-Linked Business

Realized gain/(loss) on debt securities for other than linked business is the difference between the sale consideration net of expenses and the amortized cost, which is computed on a weighted average basis, as on the date of sale.

x. Realized Gain/ (Loss) on sale of Equity Shares/ Equity ETF/ Mutual Fund

Realized gain/ (Loss) on sale of equity shares/ equity ETF/ mutual fund units is the

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

difference between the sale consideration net of expenses and the book cost computed on weighted average basis as on the date of sale (mutual fund sale considerations would be based on the latest available NAV).

xii. Unrealized Gain/ (Loss) for Linked Business

Unrealized gains and losses for Linked Business are recognized in the Statement of profit and loss.

xii. Fees and Charges

Fees and charges including policy reinstatement fee (if any) are recognised as follows:

- a) relating to Insurance contracts - on receipt basis
- b) relating to Investment contracts - over time, as the services are provided.

Initial and other front-end fees received for rendering future investment management services relating to investment contracts without DPF, are deferred and recognised as revenue when the related services are rendered.

g. Benefits paid (including claims)

Benefits paid comprise policy benefit amount and bonus declared to policyholders. Death and surrender claims are accounted for on receipt of intimation based on the terms of policy. Maturity benefits, survival benefits and declared bonuses are accounted for on the respective due dates. Withdrawals and benefits under linked policies are accounted in the respective schemes when the associated units are cancelled.

Repudiated claims disputed before judicial authorities are provided for based on management prudence and considering the fact and evidences available in respect of such claims. Reinsurance recoveries on claims are accounted for, in the same period as the related claims.

Amounts paid under investment contracts other than those with a discretionary participating

feature are recorded as reductions of the investment contract liabilities. Amounts received under investment contracts, are not recorded through Statement of profit and loss, except for fee income and investment income attributable to those contracts, but are accounted for directly through the Balance sheet as an adjustment to investment contract liabilities.

h. Actuarial liability valuation

The estimation of liability for life policies is determined by the Appointed Actuary in accordance with accepted actuarial practice, requirements of Insurance Act 1938, amended by the Insurance Laws (Amendment) Act, 2015, IRDAI regulations and the actuarial practice standards issued by The Institute of Actuaries of India.

i. Acquisition and maintenance costs

Acquisition and maintenance costs are costs that vary with and are primarily related to the acquisition of new and renewal insurance contracts. Such costs are expensed in the year in which they are incurred.

j. Liability for Life Policies

The estimation of liability for life policies is determined by the Appointed Actuary in accordance with accepted actuarial practice, requirements of Insurance Act 1938, amended by the Insurance Laws (Amendment) Act, 2015, IRDAI regulations and the actuarial practice standards issued by The Institute of Actuaries of India.

The valuation exercise is done to protect the interests of the existing policyholders. For policies with profit, the reasonable expectations of policyholders (PRE) are also considered. The reserves should be adequate to provide for all the policyholders benefits in various future scenarios. Adequate use of Margin for Adverse Deviation (MAD) is made to ensure that policyholders' benefits are protected even in some plausible adverse scenarios.

Actuarial liability for life policies in force and for policies in respect of which premium has been discontinued but a liability exists, is determined using the gross premium method and in case of

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for the year ended 31 March 2023

group business (except for Credit Life Business and Reverse Mortgage Loan Enabled Annuity where gross premium method is used), the actuarial liabilities have been calculated on the basis of Unearned Premium Reserve method. Linked liabilities comprise unit liability representing the fund value of policies and non-unit liability for meeting insurance claims, expenses etc. The main governing guidelines considered for valuation are Insurance Act 1938, IRDA Act 1999, IRDAI (Actuarial Report and Abstract) Regulations 2016, IRDAI (Assets, Liabilities and Solvency Margin of Life Insurance Business) Regulations 2016, Actuarial Practice Standards and Guidance notes issued by Institute of Actuaries of India, Circulars issued by IRDAI from time to time.

k. Loans against policies

Loans against policies are valued at the aggregate of book values (net of repayments) plus capitalized interest and are subject to impairment, if any. Loans are classified as short term in case the maturity is less than 12 months. Loans other than short term are classified as long term.

I. Transfer of investments between Shareholders and Policyholders

Transfer of investments from Shareholders' fund to the Policyholders' fund to meet the deficit in the Policyholders' account is made at amortized / book cost or market price, whichever is lower. The transfer of investments between unit linked funds is done at the prevailing market price.

Any contribution made by the shareholder to the policyholders' account is irreversible in nature and shall not be recouped to the shareholders at any point of time in future.

No transfer of investments is carried out between non-linked Policyholders' funds.

m. Funds for future appropriation

Linked business

Amounts estimated by Appointed Actuary as Funds for Future Appropriation – Linked are required to be set aside in the Balance sheet and are not available for distribution to shareholders until the expiry of the revival period.

Participating business

At each balance sheet date, the management with the approval of the Board decides to distribute the surplus among policyholders, shareholders and funds for appropriation at a future date. Surplus arising in the participating business after allowing for current year cost of bonus to policyholder is held as funds for future appropriation, which includes the surplus not appropriated during the year either to the policyholders or to the shareholders.

n. Discretionary Participation Features (DPF)

A DPF gives holders of these contracts the right to receive, as a supplement to guaranteed benefits, significant additional benefits which are based on the performance of the assets held within the DPF portfolio. The amount or timing of the additional benefits is contractually at the discretion of the Group. Under the terms of the contracts, surpluses in the DPF funds to be distributed to policyholders and shareholders on a 90/10 basis. The Group has the discretion over the amount and timing of the distribution of these surpluses to policyholders. All DPF liabilities including unallocated surpluses at the end of the reporting period are held within insurance or investment contract liabilities, as appropriate.

1.2 Standards Issued but not yet Effective

Ministry of Corporate Affairs (MCA), on March 31, 2023, through the Companies (Indian Accounting Standards (Ind AS)) Amendment Rules, 2023 amended certain existing Ind ASs on miscellaneous issues with effect from 1st April 2023. Following are few key amendments relevant to the Company:

- Ind AS 1 – Presentation of Financial Statements & Ind AS 34 – Interim Financial Reporting – Material accounting policy information (including focus on how an entity applied the requirements of Ind AS) shall be disclosed instead of significant accounting policies as part of financial statements.
- Ind AS 107 – Financial Instruments: Disclosures – Information about the measurement basis for financial instruments shall be disclosed as part of material accounting policy information.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

- Ind AS 8 – Accounting policies, changes in accounting estimate and errors-Clarification on what constitutes an accounting estimate provided.
- Ind AS 12 – Income Taxes – This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences.

The Company does not expect the effect of this on the financial statements to be material, based on preliminary evaluation.

1.3 Principles of consolidation

The consolidated financial statements which relate to Exide Industries Ltd. (EIL), its subsidiary companies and associate companies, have been prepared on the following basis –

- i. The financial statements of the company and its subsidiaries are consolidated by combining like items of assets, liabilities, income and expenditure, after fully eliminating intra group balances, intra group transactions and any unrealised profit/ loss included therein. Deferred tax has been created on temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions as per Ind AS12: Income Taxes.
- ii. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies. The financial statements of all entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent company, i.e., year ended on 31 March.
- iii. The excess / shortfall of cost to the company of its investments in the subsidiary companies is recognized in the financial statements as goodwill / capital reserve, as the case may be.

iv. When the Group loses the control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting resulting gain or loss is recognised in profit or loss.

v. With respect to subsidiaries domiciled out of India, assets and liabilities of such entities, together with goodwill and fair value adjustments assumed on acquisition thereof, are translated to Indian Rupees at exchange rates prevailing at the reporting period end. Income and expense items are translated at the average exchange rates prevailing during the period; when exchange rates fluctuate significantly the rates prevailing on the transaction date are used instead.

Differences arising on such translation are accumulated in foreign currency translation reserve and attributed to non-controlling interests proportionately.

vi. The Group's interests in equity accounted investees comprise interest in associates. An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

Unrealised gains on transactions between the group and its associates are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees are changed where necessary to ensure consistency with the policies adopted by the group.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

vii. The subsidiary and associate companies considered in the financial statements are as follows:

Name	Country of Incorporation	% of ownership interest as on March 31, 2023	% of ownership interest as on March 31, 2022
Chloride International Limited (CIL)	India	100	100
Chloride Metals Ltd. (CML)	India	100	100
Exide Energy Private Limited (EEPL)	India	100	84.90
Chloride Batteries S.E. Asia Pte Ltd. (CBSEA) & its wholly owned subsidiary (Exide Batteries Pvt. Ltd.)	Singapore	100	100
Espex Batteries Limited (ESPEX)	UK	100	100
Associated Battery Manufacturers (Ceylon) Ltd. (ABML)	Srilanka	61.50	61.50
Exide Energy Solutions Limited (EESL) (w.e.f 24 March 2022)	India	100	100
CSE Solar Sunpark Maharashtra Private Limited (CSSMPL)	India	27.20	27.20
CSE Solar Sunpark Tamilnadu Private Limited (CSSTPL)	India	27.20	27.20
Exide Life Insurance Co. Ltd. (Subsidiary till 31 December 2021)	India	Nil	Nil
Greenyana Solar Private Limited (GSPL) (Associate till 29 December 2021)	India	Nil	Nil

viii. Non-controlling interest

Non – controlling interest (NCI) are measured at their proportionate share of the acquiree's net identifiable assets as at the date of acquisition. Changes in Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

(a) Property, Plant and Equipment

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

2 (a) Property, Plant and Equipment (Contd.)

Particulars	Owned Assets						(₹ in Crores)
	Freehold land	Buildings	Plant and equipment (including electrical installation)	Moulds	Office Equipment	Furniture & fixtures	
Disposals / deductions of assets pertaining to discontinued operations	-	11.87	-	-	7.31	4.54	22.11
Exchange differences for the year 2021-22	-	(0.15)	(4.75)	(0.25)	-	(0.23)	(0.06)
Balance as at March 31, 2022	140.88	1,611.01	203.55	16.96	8.02	4.20	2,025.56
Depreciation for the year 2022-23	-	31.17	372.77	43.80	3.17	1.52	7.71
Disposals / deductions for the year 2022-23	-	1.13	5.59	0.18	0.26	0.19	1.15
Exchange differences for the year 2022-23	-	1.13	0.32	-	-	0.18	0.12
Balance as at March 31, 2023	-	172.05	1,978.51	247.17	19.87	9.53	2,479.05
Carrying Amount (net)						4.90	47.03
Balance as at March 31, 2022	66.07	611.44	1,846.64	214.73	10.69	8.83	5.81
Balance as at March 31, 2023	54.62	678.64	1,872.76	212.92	8.87	9.29	5.67
							2,782.84
							2,863.71

i. Buildings Includes ₹ 0.10 crs (PY: ₹ 0.10 crs) being the cost of shares in respective Co-operative Housing Societies.

ii. Buildings includes leasehold improvements ₹ 6.02 crs (PY: ₹ 3.63 crs).

iii. As at March 31, 2023, property, plant and equipment with a carrying amount of ₹ 269.25 crs (PY: ₹ 283.03 crs) are subject to charge to secured borrowings from banks. Refer note 21 and 26.

iv. Movement of capital work-in-progress:

Particulars	Opening Balance	Addition During the year	Capitalised / Adjustments *	Effect of Foreign Exchange	Closing Balance
					(₹ in Crores)
2022-23 #	322.42	561.35	548.38	(0.01)	335.38
2021-22 #	379.47	689.18	746.17	(0.06)	322.42

* includes amount derecognised pertaining to discontinued operations of ₹ 0.83 crs in 2021-22

CWIP includes borrowing cost capitalised aggregating to ₹ 3.50 crs (PY: ₹ 2.63 crs) at the rate of 7.44% (PY: 6%)

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

2 (a) Property, Plant and Equipment (Contd.)

v. Capital work-in-progress aging schedule

As at March 31, 2023

Particulars	Amount in Capital work-in progress for a period of				(₹ in Crores)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	296.02	17.30	4.63	17.43	335.38
Total	296.02	17.30	4.63	17.43	335.38

As at March 31, 2022

Particulars	Amount in Capital work-in progress for a period of				(₹ in Crores)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	284.82	18.80	4.78	14.02	322.42
Total	284.82	18.80	4.78	14.02	322.42

vi. CWIP completion schedule for capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

Projects in capital work in progress as at 31 March 2023 whose completion is overdue or has exceeded its cost compared to its original plan as at the year end is given below:

As at March 31, 2023

Particulars	To be completed in				(₹ in Crores)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
New Greenfield project at Supa	129.21	-	-	-	129.21
110KVA project	14.53	-	-	-	14.53
Other various projects	0.09	-	-	-	0.09
Total	143.83	-	-	-	143.83

As at March 31, 2022

Particulars	To be completed in				(₹ in Crores)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
110KVA project	-	14.53	-	-	14.53
Total	-	14.53	-	-	14.53

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

2 (a) Property, Plant and Equipment (Contd.)

- vii. There are no projects in capital work in progress which has been temporarily suspended as at March 31, 2022 and March 31, 2023.

Particulars	Leased Assets					(₹ in Crores)
	Leasehold Land *	Buildings	Plant & equipments	Information Technology Equipment	Vehicles	
Gross carrying amount						
Balance as at April 1, 2021	157.44	116.52	293.30	4.17	5.49	576.92
Additions for the year 2021-22	16.74	16.48	26.54	0.15	0.71	60.62
Disposals / deductions pertaining to continuing operations for the year 2021-22	0.58	-	-	-	-	0.58
Disposals / deductions of assets pertaining to discontinued operations	-	133.00	-	4.32	2.28	139.60
Exchange differences for the year 2021-22	0.12	-	-	-	0.10	0.22
Balance as at March 31, 2022	173.72	-	319.84	-	4.02	497.58
Additions for the year 2022-23	259.90	-	4.42	-	2.99	267.31
Disposals / deductions for the year 2022-23	(11.43)	-	-	-	-	(11.43)
Exchange differences for the year 2022-23	0.60	-	-	-	0.69	1.29
Balance as at March 31, 2023	445.65	-	324.26	-	7.70	777.61
Accumulated depreciation						
Balance as at April 1, 2021	10.88	48.39	10.92	2.00	2.19	74.38
Depreciation pertaining to continuing operations for the year 2021-22	3.39	-	12.68	-	1.51	17.58
Depreciation pertaining to discontinued operations for the year 2021-22	-	16.32	-	0.75	0.40	17.47
Disposals / deductions pertaining to continuing operations for the year 2021-22	0.09	-	-	-	-	0.09
Disposals / deductions of assets pertaining to discontinued operations	-	64.71	-	2.75	1.72	69.18
Exchange differences for the year 2021-22	0.04	-	-	-	0.04	0.08
Balance as at March 31, 2022	14.22	-	23.60	-	2.42	40.24
Depreciation for the year 2022-23	3.58	-	13.41	-	1.40	18.39
Exchange differences for the year 2022-23	0.24	-	-	-	0.39	0.63
Balance as at March 31, 2023	18.04	-	37.01	-	4.21	59.26
Carrying amount (net)						
Balance as at March 31, 2022	159.50	-	296.24	-	1.60	457.34
Balance as at March 31, 2023	427.61	-	287.25	-	3.49	718.35

* includes land taken on lease by EESL aggregating to ₹ 255.69 crs with an option to purchase the land subject to fulfillment of few conditions as stated in the sale cum lease deed.

As at March 31, 2023, property, plant and equipment with a carrying amount of ₹ 116.02 crs (PY: ₹ 114.38 crs) are subject to charge to secured borrowings from banks. Refer note 21 and 26.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

3 (a) Other Intangible Assets

Particulars	Trade Mark	Technical Knowhow	Computer Software	(₹ in Crores) Total
Cost or deemed cost (Gross carrying amount)				
Balance as at April 1, 2021	3.12	-	120.28	123.40
Additions for the year 2021-22	-	39.07	17.32	56.39
Disposals / deductions of assets pertaining to discontinued operations	-	-	35.34	35.34
Exchange differences for the year 2021-22	-	-	(0.15)	(0.15)
Balance as at March 31, 2022	3.12	39.07	102.11	144.30
Additions for the year 2022-23	-	0.13	3.44	3.57
Balance as at March 31, 2023	3.12	39.20	105.55	147.87
Accumulated amortisation				
Balance as at April 1, 2021	3.12	-	73.62	76.74
Amortisation pertaining to continuing operations for the year 2021-22	-	2.46	13.60	16.06
Amortisation pertaining to discontinued operations	-	-	4.10	4.10
Disposals / deductions of assets pertaining to discontinued operations	-	-	26.75	26.75
Exchange differences for the year 2021-22	-	-	(0.13)	(0.13)
Balance as at March 31, 2022	3.12	2.46	64.44	70.02
Amortisation for the year 2022-23	-	7.66	13.25	20.91
Balance as at March 31, 2023	3.12	10.12	77.69	90.93
Carrying amount (net)				
Balance as at March 31, 2022	-	36.61	37.67	74.28
Balance as at March 31, 2023	-	29.08	27.86	56.94

3 (b) Intangible Assets Under Development

- i. Aging of intangible assets under development (IAUD) is as follows:

As at March 31, 2023

(₹ in Crores)

Particulars	Amount in intangible asset under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	189.16	0.51	-	-	189.67
Total	189.16	0.51	-	-	189.67

As at March 31, 2022

(₹ in Crores)

Particulars	Amount in intangible asset under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	12.06	5.83	0.63	-	18.52
Total	12.06	5.83	0.63	-	18.52

- ii. There is no IAUD as at 31 March 2023 and 31 March 2022 whose completion is overdue or has exceeded its cost compared to its original plan.
- iii. There are no projects in intangible assets under development which has been temporarily suspended as at the year end.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

4 Goodwill

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Gross carrying amount		
Opening balance	50.66	585.79
Deduction on account of discontinued operations during the year	-	535.13
Closing Balance	50.66	50.66
Accumulated impairment losses		
Opening balance	(3.89)	(3.89)
Impairment for the year 2022-23	(0.95)	-
Closing balance	(4.84)	(3.89)
Carrying amount (net)	45.82	46.77

The Goodwill represents goodwill arising out of consolidation for various subsidiaries.

The Goodwill is tested for impairment annually. During the year 2022-23, goodwill amounting to ₹ 0.95 crs was impaired. There was no impairment in 2021-22.

5 (a) Investment in Associates

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
CSE Solar Sunpark Maharashtra Private Limited of ₹ 10 each [17,28,465 shares (PY: 17,28,465 shares)]	12.50	12.23
CSE Solar Sunpark Tamilnadu Private Limited of ₹ 10 each [14,30,138 shares (PY: 14,30,138 shares)]	12.34	12.33
	24.84	24.56

Aggregate carrying value of investments of individually immaterial associate is ₹ 24.84 crs (PY: ₹ 24.56 crs) net of share of loss/OCI of ₹ 0.66 crs (PY: ₹ 0.94 crs).

(b) Other Non-Current Investments

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Investments at amortised cost (unquoted)		
Government securities		
Government securities (lodged as security deposits with various authorities)	0.01	0.01
Investments in bond	-	3.04
Investments at FVOCI (unquoted)		
Investment In debentures / bonds ^	-	-
Units (unquoted)		
Faering Capital India Evolving Fund of ₹ 1,000 each [5,05,334 units (PY: 5,34,426 units)]	125.36	124.75
Equity shares (unquoted)		
Haldia Integrated Development Agency Ltd of ₹ 10 each [5,00,000 shares (PY: 5,00,000 shares)]	1.20	1.55

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

5 (b) Other Non-Current Investments (Contd.)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Equity shares (quoted)		
LIC Housing Finance Limited of ₹ 2 each [1,000 shares (PY: 1,000 shares)]	0.03	0.03
Hathway Cable and Datacom Limited of ₹ 2 each [54,62,830 shares (PY: 54,62,830 shares)]	7.07	9.42
HDFC Life Insurance Company Limited of ₹ 10 each [8,70,22,222 shares (PY: 8,70,22,222 shares)]	4,344.15	4,683.54
	4,477.82	4,822.34
(i) Aggregate book value of unquoted investments	126.57	129.34
(ii) Aggregate of quoted investments and market value thereof	4,351.25	4,693.00
(iii) Refer Note 46 for information about fair value measurement and Note 47 for credit risk and market risk of investment		
(iv) Investments at fair value through OCI (fully paid) reflect investment in quoted and unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose.		
(v) Dividend income from Faering Capital India Evolving Fund and HDFC Life Insurance Company Ltd aggregates to ₹ 15.06 crs (PY: ₹ 0.23 crs)		

^ Figures being less than ₹ 50,000 in each case has not been disclosed

6 Non-Current Trade Receivables (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Unsecured, Considered good		
Trade receivables, considered good - unsecured	0.32	0.05
	0.32	0.05

Refer note 12 for aging of trade receivables.

7 Non-Current Loans (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Unsecured, Considered good		
Loans to employees	0.07	0.09
	0.07	0.09

8 Other Non-Current Financial Assets (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
(i) Unsecured, considered good		
a) Security Deposits	23.19	25.59
	23.19	25.59

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

9 Other Non-Current Assets

Particulars		(₹ in Crores)
	March 31, 2023	March 31, 2022
(i) Unsecured, considered good		
a) Capital advances	43.50	24.69
b) Prepaid expenses	31.68	23.73
c) Balances and deposit with Government Authorities	108.07	62.86
d) Prepaid Gratuity	0.15	-
(ii) Unsecured, considered doubtful		
a) Balances and deposit with Government Authorities	4.33	15.10
	187.73	126.38
Less: Provision for doubtful advances	4.33	15.10
	183.40	111.28

10 Inventories

Particulars		(₹ in Crores)
	March 31, 2023	March 31, 2022
(At lower of cost and net realisable value)		
a) Stores and spares	73.13	71.35
b) Raw materials [Including in transit ₹ 268.39 crs (PY: ₹ 250.59 crs)]	1,099.57	830.24
c) Work-in-progress	790.30	802.11
d) Finished goods	1,385.67	1,079.08
e) Stock-in-trade	87.73	72.51
	3,436.40	2,855.29

- I. The cost of inventories recognised as an expense includes ₹ 9.92 crs (PY: ₹ 10.16 crs) in respect of write downs of inventory.
- II. Carrying amount of inventories pledged as borrowings ₹ 136.54 crs (PY: ₹ 345.78 crs). Refer note 21 and 26.

11 Other Investments

Particulars		(₹ in Crores)
	March 31, 2023	March 31, 2022
Investments at FVTPL		
Units of mutual funds (unquoted)	603.25	711.54
	603.25	711.54
(i) Aggregate amount of unquoted investments	603.25	711.54
(ii) Refer Note 46 for information about fair value measurement and Note 47 for credit risk and market risk of investment.		

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

12 Trade Receivables (unsecured) (at amortised cost)

Particulars	March 31, 2023	March 31, 2022
Trade receivables, considered good - unsecured	1,242.85	1,106.32
Trade receivables, which have significant increase in credit risk	0.16	1.91
Trade receivables, credit impaired	2.72	6.31
	1,245.73	1,114.54
Less: Loss allowance	16.18	16.69
	1,229.55	1,097.85

Carrying amount of trade receivables pledged against borrowings are ₹ 72.58 crs (PY: ₹ 142.50 crs). Refer note 21 and 26.

The Company's exposure to credit and currencies risks, and loss allowances related to trade receivables are disclosed in note 47.

Trade Receivables aging schedule as at 31 March 2023

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	772.82	429.27	20.36	4.68	4.24	9.84	1,241.21
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	1.39	0.57	-	-	-	-	1.96
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	0.39	0.39
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	0.07	0.09
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	2.33
Total	-	774.21	429.84	20.36	4.68	4.31	12.65	1,246.05

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

12 Trade Receivables (unsecured) (at amortised cost) (Contd.)

Trade Receivables aging schedule as at 31 March 2022

(₹ in Crores)

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	673.53	387.64	9.74	8.59	5.63	20.53	1,105.66
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	0.03	1.88	1.91
(iv) Disputed Trade Receivables – considered good	-	-	-	0.03	0.07	0.07	0.54	0.71
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	6.31	6.31
Total	-	673.53	387.64	9.77	8.66	5.73	29.26	1,114.59

13 Cash and Cash Equivalents

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
a) Balances with banks on		
Current account	111.65	56.72
Deposits	15.67	0.04
b) Cheques, drafts in hand	4.21	132.17
c) Cash in hand	0.25	0.18
	131.78	189.11

14 Other Bank Balances

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
a) Unclaimed dividend account	6.36	7.81
b) Deposits **	2.17	2.07
	8.53	9.88

** Lien with bank against bank guarantee of ₹ 1.19 crs (PY: ₹ 1.09 crs) and customs authority of ₹ 0.98 crs (PY: ₹ 0.98 crs).

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

15 Current Loans (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Unsecured, considered good		
Loans to employees	0.26	0.28
	0.26	0.28

16 Other Current Financial Assets (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Unsecured, considered good		
a) Rebates and discounts receivables	29.92	28.01
b) Other receivables	8.08	4.29
c) Security Deposits	19.76	20.80
d) Income accrued on deposits	0.05	0.04
e) Accrued Government Grant	0.26	-
	58.07	53.14

17 Other Current Assets

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Unsecured, considered good		
a) Advances to suppliers	17.48	23.22
b) Other receivables and advances *	89.03	76.74
c) Balances and deposit with Government Authorities	95.38	89.18
d) Prepaid expenses	21.26	15.02
	223.15	204.16

* includes export incentive receivables aggregating to ₹ 56.33 crs (PY: ₹ 48.61 crs)

18 Share Capital

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
a) Authorised		
1,00,00,00,000 (PY: 1,00,00,00,000) equity shares of ₹ 1 each	100.00	100.00
	100.00	100.00
b) Issued, subscribed & fully paid-up		
85,00,00,000 (PY: 85,00,00,000) equity shares of ₹ 1 each	85.00	85.00
	85.00	85.00
c) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year	Number of Shares	
Balance at the beginning and at the end of the year	85,00,00,000	85,00,00,000

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

18 Share Capital (Contd.)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
d) Terms / rights attached to equity shares		
The Holding company has only one class of equity shares having a par value of ₹1 per share. Each holder of equity shares is entitled to one vote per share.		
In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the Holding company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.		
e) Shares held by holding company		
Name of Shareholder	Number of Shares	
Chloride Eastern Limited, UK (considered to be Holding company by virtue of de-facto control) 45.99% (PY: 45.99%)	39,09,54,666	39,09,54,666
f) Details of shareholders holding more than 5% shares in Company		
Name of Shareholder	Number of Shares	
Chloride Eastern Limited, UK holding 45.99 % (PY: 45.99 %)	39,09,54,666	39,09,54,666
Life Insurance Corporation of India 4.29% (PY: 5.50%)	3,64,64,892	4,67,17,388
As per records, including its register of shareholders / members and other declaration received from shareholders, the above shareholding represents legal ownership of shares.		
g) Shares held by promoters at the end of the year		
Chloride Eastern Limited 45.99% (PY: 45.99%)	39,09,54,666	39,09,54,666
There has been no change in the promoter's shareholding during the current and previous year		

19 Other Equity

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
a) Securities premium	737.88	737.88
Premium received on equity shares issued are recognised in the securities premium		
b) Retained earnings	11,352.14	10,547.85
Retained earnings are profits that the Company has earned till date, less dividends or other distributions paid to the shareholders. It also includes remeasurement gain/loss of defined benefit plans.		
c) Foreign currency translation reserve (FCTR)	8.26	0.38
Exchange differences on translating the financial statements of foreign operations		
d) Capital redemption reserve	26.32	0.80
The Group has created the reserve on account of buy back of shares from minority shareholders of a Component.		
e) Capital reserve	6.84	2.89
Capital Reserves created on consolidation and also represents gain on share buy back by EEPL.		

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

19 Other Equity (Contd.)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
f) Items of other comprehensive income		
- Fair value of equity instruments through OCI	(1,084.17)	(791.06)
Changes in fair value of equity instruments recorded in other comprehensive income		
	11,047.27	10,498.74

After the reporting dates the dividend on equity shares of ₹ 2 per share were proposed by the directors subject to the approval at the annual general meeting; the dividends have not been recognised as liabilities. Total cash outflow on account of the aforesaid proposed dividend would be ₹ 170 Crs.

20 Non-Controlling Interest

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Balance as at the commencement of the reporting year	40.21	46.22
Add: Share of profit/(loss) attributable to non-controlling interest	0.07	(10.09)
Add: Changes in ownership interest that do not result in loss of control-acquisition of NCI (refer note below)	(31.26)	4.08
Balance as at the end of the reporting year	9.02	40.21

Note:

In the current year, EEPL has bought back entire minority shareholding and has thereby become a 100% subsidiary of EIL (parent company) w.e.f 20th October, 2022.

In the previous year, the Group has acquired an additional 4.75% equity interest in Exide Energy Pvt Limited (EEPL) [*formerly known as Exide Leclanche Energy Pvt Ltd (ELEPL)*] through subscription of fresh issue of equity shares by the subsidiary for a consideration of ₹ 85 crs. Accordingly, an amount of ₹ 4.08 crs has been adjusted against non-controlling interest representing change in ownership interest of the Group in the subsidiary.

21 Non-Current Borrowings (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Non-current portion		
Term loan from bank (secured)	135.94	76.74
Bank loans (unsecured)	5.35	5.62
	141.29	82.36
Current maturities		
Term loan from banks (secured)	37.20	20.91
Less : Amount disclosed under the head "current borrowings" (refer note 26)	37.20	20.91
	-	-

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

21 Non-Current Borrowings (at amortised cost) (Contd.)

Term loan:

- (i) The below loans are secured by hypothecation plant & machinery, land & building, inventories and trade receivables of ABML The loan from DFCC Bank PLC amounting to ₹ 26.56 crs (PY: ₹ 30.41 crs) carries an interest rate of 8.5% p.a.(PY 8.5% p.a) and repayable in 84 months. The loan from HSBC Ltd amounting to ₹ 1.10 crs (PY: ₹ 4.11 crs) carries an interest rate of LIBOR + 3% p.a. (PY: LIBOR + 3%) and repayable in 36 months.
- (ii) Includes ₹ 5.35 crs (PY: ₹ 5.62 crs) unsecured loan of Espex.
- (iii) Includes ₹ 36.96 crs (PY: ₹ 49.47 crs) of CML from Axis Bank, for which exclusive charge (security interest) on the entire movable assets (excluding current assets) and immovable assets of Haldia Unit. Further mortgage of all leasehold land situated at Mouza-Basudevpur and Kashbere. The interest rate is to be reset at 12 months intervals. Interest rate is calculated at 12 month MCLR, presently at 7.44% (PY: 6% p.a.) payable at monthly intervals. The loan is repayable in 12 quarterly installments after moratorium period of 2 years from the date of first disbursement. Repayment to start from beginning of quarter i.e last day of the moratorium period of ₹ 4.17 crs each quarter from Aug'22 to May'24, ₹ 4.16 crs each quarter from Aug'24 to Feb'25 and ₹ 3.63 crs in May'25 quarter
- (iv) Includes ₹ 74.99 crs (PY: ₹ 13.66 crs) of CML from HDFC Bank, for which exclusive charge is on the fixed assets of Supa plant. The interest rate is linked to prevailing 3 month T Bill + Fixed Spread determined on loan disbursal date. Reset of interest will happen 3 months @ prevailing 3 month T bill + fixed spread determined on loan disbursal date. The loan is repayable in 6 years after moratorium period of 1 years from the date of first disbursement. After moratorium, 2nd year repayment will be ₹ 11 crs to be paid in 4 quarterly installments and thereafter ₹ 16 crs repayments of balance amount to be made in 16 equal quarterly installments
- (v) Includes ₹ 18.53 crs (PY: NIL) of EEPL from Axis Bank, for which First charge is on the entire movable assets of the company, both present & future and Second pari-passu on entire current assets of the company, both Present and Future with other bankers under multiple banking arrangements. The loans is repayable in quarterly instalments with the last installment falling due in March 2029 and carries interest rates of 1YR MCLR payable at monthly intervals
- (vi) Includes ₹ 15 crs (PY: NIL) of EEPL from ICICI Bank, for which exclusive First charge is on the entire movable assets of the company, both present & future and Second pari-passu on entire current assets of the company, both Present and Future with other bankers under multiple banking arrangements. The loans is repayable in quarterly instalments with the last installment falling due in June 2026 and carries interest rates of 1YR MCLR + 0.35%.

22 Non-Current Trade Payables (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Trade payable for goods & services		
Total outstanding dues of micro and small enterprises (refer note no. 43)	-	-
Total outstanding dues of creditors other than micro and small enterprises	10.06	7.87
	10.06	7.87

Refer note no. 27 for aging of trade payables.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

23 Other Non-Current Financial Liabilities (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Payables for capital goods	67.63	3.40
Other payables	8.80	4.12
	76.43	7.52

24 Non Current Provisions

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Provision for employee benefits (refer note 41)		
Post retirement medical benefits	4.98	4.77
Gratuity	13.40	10.87
Compensated absences	43.00	42.56
Others		
Provision for site restoration liabilities	3.82	3.40
	65.20	61.60
Provisions for site restoration		
A provision is recognised for site restoration liabilities on leasehold lands taken by the Group:		
Opening balance	3.40	2.67
Add: Interest accrued on the provision during the year	0.42	0.73
Closing balance	3.82	3.40

25 Deferred Tax Liability / (asset) (net)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
a) Deferred tax assets	225.26	182.68
b) Deferred tax liability	117.01	125.50
	108.25	57.18

Movement in deferred tax (liabilities) / assets balances:

2022-23	April 01, 2022	Movement through Statement of Profit and Loss	Movement through Other Comprehensive Income	Deferred tax pertaining to disposal of discontinued operations	Effect of foreign exchange	(₹ in Crores)	
						March 31, 2023	March 31, 2022
Deferred tax liability:							
Arising out of temporary difference in depreciable assets	(121.48)	7.43	-	-	(0.50)	(114.55)	
Expenses claimed as deduction as per Income Tax Act, 1961 but not booked in current year	(4.02)	1.17	-	-	-	(2.85)	

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

25 Deferred Tax Liability / (asset) (net) (Contd.)

(₹ in Crores)

2022-23	April 01, 2022	Movement through Statement of Profit and Loss	Movement through Other Comprehensive Income	Deferred tax pertaining to disposal of discontinued operations	Effect of foreign exchange	March 31, 2023
Deferred tax assets:						
On expenses allowable against taxable income in future years	32.68	3.97	-	-	-	36.65
On lease liabilities (net of right-of-use assets)	3.23	(0.66)	-	-	-	2.57
Deferred Government grant	-	0.61	-	-	-	0.61
On unabsorbed depreciation and business loss	12.11	0.65	-	-	-	12.76
Unrealised loss on fair valuation of investment	134.66	-	38.40	-	-	173.06
	57.18	13.17	38.40	-	(0.50)	108.25

(₹ in Crores)

2021-22	April 01, 2021	Movement through Statement of Profit and Loss	Movement through Other Comprehensive Income	Deferred tax pertaining to disposal of discontinued operations	Effect of foreign exchange	March 31, 2022
Deferred tax liability:						
Arising out of temporary difference in depreciable assets	(127.51)	5.37	-	-	0.66	(121.48)
Expenses claimed as deduction as per Income Tax Act, 1961 but not booked in current year	(1.71)	(2.31)	-	-	-	(4.02)
Deferred tax assets:						
On expenses allowable against taxable income in future years	42.52	(9.31)	-	-	(0.53)	32.68
On lease liabilities (net of right-of-use assets)	1.81	1.42	-	-	-	3.23
On unabsorbed depreciation and business loss	10.34	4.33	-	(2.40)	(0.16)	12.11
Unrealised loss on fair valuation of investment *	1.39	35.35	97.92	-	-	134.66
	(73.16)	34.85	97.92	(2.40)	(0.03)	57.18

*Includes ₹ 35.29 crs as deferred tax assets created during the year pertaining to gain on disposal of discontinued operations of ELI.

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for the year ended 31 March 2023

25 Deferred Tax Liability / (asset) (net) (Contd.)

Reconciliation of statutory rate of tax and effective rate of tax:

Particulars	March 31, 2023		March 31, 2022	
	Rate	(₹ in Crores)	Rate	(₹ in Crores)
At India's statutory income tax rate of 25.17% (PY: 25.17%)	25.17%	286.31	25.17%	1,358.49
Adjustments:				
Non-deductible expenses for tax purposes	1.36%	15.50	0.18%	9.97
Various allowances claimed under Income Tax Act, 1961	-0.67%	(7.60)	-0.04%	(1.95)
Allowances to be claimed in future for which no deferred tax is recognised	0.52%	5.96	-	-
Indexation benefit on sale of capital asset as per Income tax Act	-	-	-5.64%	(304.21)
Impact of lower tax rate on certain items	-	-	-0.75%	(40.43)
Current year losses for which no deferred tax asset is recognised	1.02%	11.55	0.32%	17.41
Impact of differential tax rate of Indian/Foreign jurisdiction	-0.16%	(1.74)	0.01%	0.60
Others including tax impact of earlier years	0.43%	4.84	0.02%	0.98
Total tax expense	27.67%	314.82	19.28%	1,040.86

Breakup of tax expense is as follows:

	March 31, 2023	March 31, 2022
Current tax		
Current period	328.17	277.43
Prior period	(0.18)	(11.57)
Deferred tax		
Origination and reversal of temporary differences	(13.17)	0.44
Tax expenses pertaining to discontinuing operations		
- Current Tax	-	809.85
- Deferred Tax	-	(35.29)
Total tax expenses	314.82	1,040.86

Income tax pertaining to items recognised in Other Comprehensive Income is as follows:

For the year 2022-23:

SI No	Nature of item	Before tax	Tax (expense) /benefit	Net of tax
			(₹ in Crores)	
a	Re-Measurement gains/(losses) on defined benefit plans	1.77	(0.39)	1.38
b	Gain / (loss) of fair value of investment	(331.51)	38.40	(293.11)
		(329.74)	38.01	(291.73)

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

25 Deferred Tax Liability / (asset) (net) (Contd.)

For the year 2021-22:

SI No	Nature of item	(₹ in Crores)		
		Before tax	Tax (expense) /benefit	Net of tax
a	Re-Measurement gains/(losses) on defined benefit plans	(0.18)	(0.54)	(0.72)
b	Gain / (loss) of fair value of investment	(835.71)	97.92	(737.79)
		(835.89)	97.38	(738.51)

- i) EEPL has not recognised deferred tax asset of ₹ 34.04 crs (PY: ₹ 22.49 crs) on unabsorbed business losses, unabsorbed depreciation and other temporary differences due to lack of convincing evidence that sufficient taxable profit will be available against which the unused tax losses can be utilised by the Company. The unabsorbed business loss can be carried forward only for a period of 8 years from the year they arise. The losses are being carried forward from FY 2018-19. Unabsorbed depreciation does not get expired.
- ii) EESL has not recognised deferred tax assets as at 31 March 2023 pertaining to allowance to be claimed in future aggregating to ₹ 11.41 crs
- iii) Certain subsidiaries of the group have undistributed earnings of ₹ 99.89 crs (PY: ₹ 93.65 crs) which, if paid out as dividends, would be subject to tax in the hands of the recipient. An assessable temporary difference exists, but no deferred tax liability has been recognised as the parent entity is able to control the timing of distributions from these subsidiaries and is not expected to distribute these profits in the foreseeable future.

26 Current Borrowings (at amortised cost)

Particulars	(₹ in Crores)	
	March 31, 2023	March 31, 2022
Current maturities of long term debt	37.20	20.91
Cash credits / working capital demand loan (secured)	58.07	91.54
Import loan from banks (secured)	42.32	13.97
From Banks (Unsecured)		
Bank loan (unsecured)	0.50	0.45
	138.09	126.87

Cash credits / working capital demand loan

- i. Includes ₹ 4.45 crs (PY: ₹ 1.28 crs) of ABML secured by hypothecation of inventory and trade receivables. Repayable on demand.
- ii. Includes Nil (PY: ₹ 50.45 crs) of CML, secured by first pari passu charge on entire stocks and book debts of the Company (both present and future). The loan carries an interest rate of 4.60% p.a. (PY: 4.60% p.a.) and repayable on demand.
- iii. Includes WCDL aggregating to ₹ 50 crs (PY: ₹ 10.98 crs) of EEPL from Axis Bank, secured by way of first pari passu charge on entire stock and book debts of the Company (both present and future) with other WC bankers under multiple banking arrangements and second pari passu charge over movable fixed assets of the company with other WC bankers under multiple banking arrangement. The loans carries an interest rates of 3M MCLR + 0.20% and repayable on demand.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

26 Current Borrowings (at amortised cost) (Contd.)

- iv. Includes Nil (PY: ₹ 12.96 crs) of EEPL from ICICI Bank, secured by way of first pari passu charge over current assets of the company and second pari passu charge over movable fixed assets of the company. The loans carries an interest rates of I-MCLR-6M + 1.35% and repayable on demand.
- v. Includes cash credit aggregating to ₹ 3.62 crs (PY: ₹ 8.81 crs) of EEPL from Axis Bank, secured by way of first pari passu charge on entire stock and book debts of the Company (both present and future) with other WC bankers under multiple banking arrangements and second pari passu charge over movable fixed assets of the company under multiple banking arrangement. The loans is repayable on demand and carries interest rates of 3M MCLR + 0.20%.
- vi. Includes ₹ 0.50 crs (PY: 0.45 crs) unsecured loan of Espex

Import Loan of ₹ 42.32 crs (PY: ₹ 13.97 crs) from DFCC Bank PLC, HSBC and HNB Secured by hypothecation of the plant & machinery, land & building, inventories and trade receivables of ABML.

27 Trade Payables (at amortised cost)

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
a) Trade payable for goods & services		
Total outstanding dues of Micro and small enterprises (refer note no. 43)	262.99	247.96
Total outstanding dues of creditors other than Micro and small enterprises	1,045.61	995.73
b) Acceptances	547.01	602.64
	1,855.61	1,846.33

Refer note 47 for information about liquidity risk and market risk related to trade payables.

Trade payables and acceptances are non-interest bearing and are normally settled on 30 day terms.

For terms and conditions with related parties, refer to Note 44

Trade Payables aging schedule as at 31 March 2023

(₹ in Crores)

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	262.75	0.24	-	-	-	262.99
(ii) Others	-	1,293.31	89.98	2.59	0.34	0.43	1,386.65
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	0.01	0.01
Add:- Accrued liabilities		- 1,556.06	90.22	2.59	0.34	0.44	1,649.65
							216.02
							1,865.67

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

27 Trade Payables (at amortised cost) (Contd.)

Trade Payables aging schedule as at 31 March 2022

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment				(₹ in Crores)
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	246.79	0.86	-	-	-	247.65
(ii) Others	-	1,284.20	109.48	3.96	0.43	0.44	1,398.51
(iii) Disputed dues – MSME	-	-	-	0.05	0.20	0.06	0.31
(iv) Disputed dues - Others	-	-	-	-	0.26	-	0.26
	-	1,530.99	110.34	4.01	0.89	0.50	1,646.73
Add:- Accrued liabilities							207.47
							1,854.20

28 Other Current Financial Liabilities (At amortised cost)

Particulars	March 31, 2023	March 31, 2022	(₹ in Crores)
(a) Unclaimed dividends (to be credited to Investor Education and Protection Fund as and when due)	6.36	7.81	
(b) Other payables -			
For selling and distribution costs	243.05	99.27	
For capital goods	61.55	99.83	
For other expenses [includes employee payables] #	84.61	96.62	
	395.57	303.53	

other liabilities includes employee related liabilities aggregating to ₹ 75.75 crs (PY: ₹ 78.48 Crs)

- i. There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 as at 31 March 2023 and 31 March 2022.
- ii. Other payables for selling and distribution costs represents outstanding liabilities for incentives and trade schemes, etc.

29 (a) Other Non-Current Liabilities

Particulars	March 31, 2023	March 31, 2022	(₹ in Crores)
Deferred Government Grant	2.17	-	
	2.17	-	

29 (b) Other Current Liabilities

Particulars	March 31, 2023	March 31, 2022	(₹ in Crores)
a) Taxes and duties payable	154.09	193.24	
b) Advances from customers	156.27	35.41	
c) Deferred revenue *	24.94	34.81	
d) Deferred Government Grant	0.17	-	
	335.47	263.46	

*Deferred revenue relates to loyalty credit points granted to the customers as part of sales transactions and has been estimated with reference to the fair value of the products for which they could be redeemed.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

30 Current Provisions

Particulars	March 31, 2023	March 31, 2022
a) Provision for employee benefits (refer note 41)		
Post retirement medical benefits	0.38	0.37
Compensated absences	4.50	3.47
Gratuity	0.14	0.07
b) Others		
Provision for warranty claims	229.63	211.17
Provision for litigations and tax disputes	53.56	53.56
	288.21	268.64
Provisions for warranties		
A provision is recognised for expected warranty claims on products sold, based on past experience of the level of repairs and returns. The table below gives information about movement in warranty provision:		
Opening balance	211.17	217.42
Add: Provision created during the year	302.28	217.36
Less: Utilised against warranty claims during the year	283.42	223.60
Effect of foreign exchange	(0.40)	(0.01)
Closing balance	229.63	211.17
Provisions for litigations and tax disputes		
The Group has estimated the provisions for pending litigation, claims and demands relating to indirect taxes based on its assessment of probability for these demands crystallising against the Group in due course:		
Opening balance	53.56	53.56
Add: Provision reversal during the year	-	-
Closing balance	53.56	53.56

31 Revenue from Operations

Particulars	2022-23	2021-22
Sale of products	14,980.73	12,712.75
Other operating income		
Export incentive	42.22	28.74
Sale of scrap	31.22	25.41
Income from service / installation	23.99	22.32
	15,078.16	12,789.22

Sales are net of price adjustments settled during the year by the Company and discounts, trade incentives, GST, etc.

Revenue disaggregation is as follows:

Disaggregation of revenue based on industry vertical and customers profile

Particulars	2022-23	2021-22
Institutional sales	4,406.21	3,477.29
Non-institutional sales	10,629.73	9,283.19
	15,035.94	12,760.48

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

31 Revenue from Operations (Contd.)

Disaggregation based on geography

Particulars	(₹ in Crores)	
	2022-23	2021-22
India	13,618.41	11,335.95
Outside India	1,417.53	1,424.53
	15,035.94	12,760.48

Geographic location is based on the location of customers.

Information about major customers:

No single customer represents 10% or more of the Company's total revenue during the year ended March 31, 2023 and March 31, 2022.

Changes in deferred revenue are as follows:

Particulars	(₹ in Crores)	
	2022-23	2021-22
Balance at the beginning of the year	34.81	34.20
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	(19.53)	(27.44)
Other adjustments - settlement through credit notes	(15.28)	(6.76)
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	24.94	34.81
Balance at the end of the year	24.94	34.81

Reconciliation of revenue recognised with the contracted price is as follows:

Particulars	(₹ in Crores)	
	2022-23	2021-22
Contracted revenue	15,804.44	13,266.52
Reduction towards variable consideration components	(768.50)	(506.04)
Revenue recognised	15,035.94	12,760.48

The reduction towards variable consideration comprises of discounts, incentive etc.

Contract balances

Particulars	(₹ in Crores)	
	2022-23	2021-22
Trade receivables	1,229.87	1,097.90
Contract liabilities	24.94	34.81
	1,204.93	1,063.09

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

32 Other Income

Particulars	2022-23	2021-22
Interest Income on :		
Bank deposits	0.28	0.34
Income tax refunds	-	6.74
Financial assets carried at amortised cost	1.03	1.00
Dividend Income on		
Investment designated at FVOCI	15.06	0.23
Changes in fair value of investments designated at FVTPL	10.47	7.68
Gain on sale of investments (net)	38.20	23.61
Other non-operating income		
Net foreign exchange gain	44.98	16.08
Profit on sale of property, plant and equipments (net)	6.48	-
Others	8.24	6.39
	124.74	62.07

33 Cost of Materials Consumed

Particulars	2022-23	2021-22
Opening stock	830.24	893.00
Add: Purchases	10,854.85	8,819.73
	11,685.09	9,712.73
Less: Closing Stock	1,099.57	830.24
	10,585.52	8,882.49

Cost of material consumed includes net proceeds from scrap batteries

34 Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

(₹ in Crores)

Particulars	2022-23	2021-22
Opening Stock		
Work-in-progress	802.11	792.71
Finished goods	1,079.08	828.54
Stock-in-trade	72.51	62.82
	1,953.70	1,684.07
Closing Stock		
Work-in-progress	790.30	802.11
Finished goods	1,385.67	1,079.08
Stock-in-trade	87.73	72.51
	2,263.70	1,953.70
Net changes in inventories of finished goods, work-in-progress and stock-in-trade	(310.00)	(269.63)

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

35 Employee Benefit Expenses

Particulars	(₹ in Crores)	
	2022-23	2021-22
Salaries, wages and bonus	868.96	780.38
Contribution to provident and other funds (Refer Note 41)	50.75	47.66
Staff welfare expenses	82.91	78.32
	1,002.62	906.36

36 Finance Costs

Particulars	(₹ in Crores)	
	2022-23	2021-22
Interest expenses on borrowings	47.67	35.32
Interest on lease liabilities	26.15	25.61
Other borrowings cost	0.02	-
	73.84	60.93

37 Depreciation and Amortisation

Particulars	(₹ in Crores)	
	2022-23	2021-22
Depreciation of property, plant and equipments	461.87	405.88
Amortisation of intangible assets	20.91	16.06
Impairment of Goodwill	0.95	-
Depreciation of right-of-use asset	18.39	17.58
	502.12	439.52

38 Other Expenses

Particulars	(₹ in Crores)	
	2022-23	2021-22
Stores and spare parts consumed	118.76	95.76
Power and fuel	549.15	424.17
Battery charging / battery assembly expenses	11.75	71.77
Repairs and maintenance		
Buildings	12.90	9.93
Plant & machinery	40.79	30.29
Others	6.26	5.13
Software expenses	50.56	51.19
Rent and hire charges	56.18	51.10
Rates and taxes	7.87	6.54
Insurance	16.66	13.52
Commission	2.13	1.98
Royalty and technical aid fees	52.43	46.78
Warranty expenses	302.28	217.36
Publicity and sales promotion	47.66	48.89
Freight and forwarding (net)	477.17	377.44
After sales services	70.09	75.87

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

38 Other Expenses (Contd.)

(₹ in Crores)

Particulars	2022-23	2021-22
Clearing and forwarding expenses	53.03	43.16
Travelling and conveyance	45.39	26.54
Bank charges	4.86	3.43
Communication costs	4.41	4.50
Donations	-	0.01
Loss on of property, plant and equipments (net) sold/discharged (net)	-	0.02
Miscellaneous expenses (refer note 38.1)	203.39	200.77
	2,133.72	1,806.15

38.1 Miscellaneous Expenses

(₹ in Crores)

Particulars	2022-23	2021-22
Motor vehicle running expenses	8.94	8.12
Consultancy and services outsourced	107.48	113.07
Security service charges	13.41	12.39
General expenses	7.07	8.30
Legal expenses	5.47	2.74
Printing and stationery	5.40	5.24
Total quality management expenses	0.20	0.20
Corporate social responsibility expenses	20.69	21.43
Pollution control expenses	18.05	13.19
Testing charges	1.80	1.55
Liquidated damages	3.05	1.45
Battery erection / installation costs	11.83	13.09
	203.39	200.77

39 Earnings Per Share (EPS)

(₹ in Crores)

Particulars	2022-23	2021-22
Details for calculation of basic and diluted earning per share:		
Profit for the year attributable to owners of the Company for continued operations	822.70	704.40
Profit for the year attributable to owners of the Company for discontinued operations	-	3,662.53
Profit for the year attributable to owners of the Company for continued and discontinued operations	822.70	4,366.93
Weighted average number of equity share (Numbers)	85,00,00,000	85,00,00,000
Earnings per share for continuing operations Basic and Diluted	9.68	8.29
Earnings per share for discontinued operations - Basic and Diluted	-	43.09
Earnings per share for continued and discontinued operations - Basic and Diluted	9.68	51.38

Notes to the Consolidated Financial Statements

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40 Significant Accounting Judgements, Estimates and Assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions, as described below, that affect the reported amounts and the disclosures. The Group based its assumptions and estimates on parameters available when the financial statements were prepared and are reviewed at each Balance Sheet date. Uncertainty about these assumptions and estimates could result in outcomes that may require a material adjustment to the reported amounts and disclosures. Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the financial statements is as follows:

(a) Estimation of uncertainty due to COVID-19 pandemic

The Group has considered the possible risk that may result from the pandemic relating to COVID-19 for all the components on the carrying amounts of assets including inventories, receivables, investments and other financial and non-financial assets. As per the assessment carried out by the management based on the internal and external information available upto the date of approval of these consolidated financial statements, the Group does not foresee any uncertainty related to recoverability or liquidation of the aforesaid assets and also about the ability of the non-financial assets to generate future economic benefits. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The impact of the global health pandemic may be different from that estimated as at the date of approval of these consolidated financial statements and the Group will continue to closely monitor any material changes to future economic conditions.

(b) Employee benefit plans

The cost of the employment benefit plans and their present value are determined using actuarial valuations which involves making various assumptions that may differ from actual developments in the future. For further details refer note 41.

(c) Fair value measurement of investments

The fair value of unquoted investments are determined using valuation methods which involves making various assumptions that may differ from actual developments in the future. For further details refer Note 46. Further the management makes various estimates with respect to impairment of investments. Refer note 47 for further details.

(d) Customer loyalty programme

Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts and incentives. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

The Group estimates the fair value of points/awards accrued under the incentive schemes based on application of budgeted incentive payout rate or based on the fair value of the products against which such points/awards could be redeemed. Refer note 28 and 29(b) for further details.

(e) Warranty Provisioning

The Group estimates the provision for warranty based on past trend of actual issues of batteries under warranty. As at 31 March 2023, the estimated liability towards warranty aggregated to ₹ 229.63 crs (PY: ₹ 211.17 crs). For further details refer note 30.

The provision towards warranty is not discounted as the management, based on past trend, expects to use the provision within twelve months after the Balance Sheet date.

(f) Provision for litigations and tax disputes

The likelihood of outcome of litigations and tax disputes are estimated by the management based on past experiences, legal advice, other public information, etc. For further details, refer note 30.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

41 Gratuity and other Post employment Benefit Plans

The Group provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees of Group. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Group. Gratuity is funded through a Group managed trust. Trustees administer contributions made to the Trusts and contributions are invested in a scheme with the Life Insurance Corporation of India.

The Group operates defined benefit pension plan for certain categories of employees. For one of the components, the gratuity plan is unfunded. These plans are managed through a group managed trust.

The Group also operates post retirement medical benefit plan, a defined benefit plan which is unfunded.

Other retirement benefit plans include contribution to provident fund and pension fund (for certain categories of employees).

The trustees of the trust fund are responsible for the overall governance of the plan and to act in accordance with the provisions of the trust deed and rules in the best interests of the plan participants. Each year, the Board of Trustees reviews the level of funding in the respective plans. Such a review includes the asset-liability matching strategy and investment risk management policy. The Board of Trustees decides its contribution based on the results of this annual review.

(₹ in Crores)

Particulars	2022-23			2021-22		
	Gratuity (Funded)	Pension (Funded)	PRMB (Unfunded)	Gratuity (Funded)	Pension (Funded)	PRMB (Unfunded)
I. Expenses recognised in the Statement of Profit & Loss						
1. Current Service Cost	10.68	-	0.13	10.51	-	0.03
2. Interest Cost	8.47	0.22	0.35	8.83	0.25	0.33
3. Expected Return on plan assets	(8.05)	(0.28)	-	(8.31)	(0.26)	-
4. Total	11.10	(0.06)	0.48	11.03	(0.01)	0.36
Expenses recognised in OCI						
6. Actuarial (Gains) / Losses	(1.65)	(0.15)	0.03	0.75	(0.63)	0.06
7. Total Expense	9.45	(0.21)	0.51	11.78	(0.64)	0.42
II. Net Asset / (Liability) recognised in the Balance Sheet						
1. Present Value of Defined Benefit Obligation	137.63	3.20	5.36	129.63	3.17	5.14
2. Fair Value of Plan Assets	124.24	4.32	-	118.69	4.08	-
3. Net Asset / (Liability)	(13.39)	1.12	(5.36)	(10.94)	0.91	(5.14)
III. Change in Obligation during the year						
1. Present Value of Defined Benefit Obligation at the beginning of the year	129.63	3.17	5.14	144.00	3.96	4.96
2. Current service cost, past service cost and plan amendments	10.68	-	0.13	10.51	-	0.03
3. Interest Cost	8.47	0.22	0.35	8.83	0.25	0.33
4. Benefits Paid	(10.01)	(0.05)	(0.29)	(11.61)	(0.43)	(0.24)
5. Actuarial (gains) / losses						
Arising from changes in experience	2.11	(0.05)	0.17	(1.91)	(0.60)	-
Arising from changes in demographic assumptions	-	-	-	-	-	0.15
Arising from changes in financial assumptions	(3.25)	(0.09)	(0.14)	0.46	(0.01)	(0.09)
Total	(1.14)	(0.14)	0.03	(1.45)	(0.61)	0.06

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

41 Gratuity and other Post employment Benefit Plans (Contd.)

(₹ in Crores)

Particulars	2022-23			2021-22		
	Gratuity (Funded)	Pension (Funded)	PRMB (Unfunded)	Gratuity (Funded)	Pension (Funded)	PRMB (Unfunded)
6. Less: Liability pertaining to discontinued operations	-	-	-	(20.65)	-	-
7. Plan assets at the end of the year	137.63	3.20	5.36	129.63	3.17	5.14
IV. Change in the Fair Value of Plan Assets during the year						
1. Plan assets at the beginning of the year	118.69	4.08	-	127.88	3.79	-
2. Expected return on plan assets	8.05	0.28	-	8.31	0.26	-
3. Contribution by employer	6.89	-	-	9.57	0.44	-
4. Actual Benefits Paid	(9.90)	(0.05)	-	(11.52)	(0.43)	-
5. Actuarial Gains / (Losses)	0.51	0.01	-	(2.20)	0.02	-
6. Less: Plan assets pertaining to discontinued operations	-	-	-	(13.35)	-	-
7. Plan assets at the end of the year	124.24	4.32	-	118.69	4.08	-
8. Actual return on plan assets	8.56	0.29	-	6.11	0.28	-
V. The major categories of plan assets as a percentage of the fair value of total plan assets						
Investments with insurer (except for few components which are unfunded)	100%	100%	-	100%	100%	-
VI. Maturity profile of the defined benefit obligation						
Weighted average duration of the defined benefit obligation	7-12 years	3 years	9 years	7-12 years	3 years	9 years
Expected benefit payments for the year ending						
Not later than 1 year	10.18	0.96	0.38	6.76	0.66	0.37
Later than 1 year and not later than 5 years	52.86	2.17	1.97	50.15	2.40	1.79
More than 5 years	89.57	0.57	2.52	81.57	0.69	2.40

VII Actuarial Assumptions

- | | |
|-------------------------------|--|
| 1 Discount Rate | 7% - 7.3% p.a (March 31, 2022: 5.43% - 7% p.a.) |
| 2 Mortality pre retirement | Indian Assured Lives Mortality (2006-08) (modified) Ult. |
| 3 Expected increase in salary | |
| - executive staff | 10 % p.a (March 31, 2022: 10% p.a.) |
| - other management staff | 5 - 8 % p.a (March 31, 2022: 5 - 8% p.a.) |
| - non-management staff | 5 % p.a (March 31, 2022: 5% p.a.) |

VIII In 2022-23 the Group expects to contribute ₹ 13.50 crs (2021-22: ₹ 8.09 crs) to gratuity and ₹ NIL (2021-22: NIL) to Pension.

IX Healthcare cost trend rates have no effect on the amounts recognised in the statement of profit and loss, since the benefit is in the form of a fixed amount as per the various grades, which is not subject to change.

X The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

41 Gratuity and other Post employment Benefit Plans (Contd.)

XI The Group's Contribution to Provident and Other Funds includes ₹ 39.23 crs (2021-22: ₹ 36.28 crs) paid towards defined contribution plans.

XII Net asset / (liability) recognised in the Balance Sheet and experience actuarial (gain) / loss on plan assets and liabilities:

Particulars	(₹ in Crores)	
	2022-23	2021-22
1. Gratuity		
Defined benefit obligation	137.63	129.63
Plan assets	124.24	118.69
Surplus / (deficit)	(13.39)	(10.94)
Experience (gain) / loss adjustments on plan liabilities	2.11	(1.91)
Experience gain / (loss) adjustments on plan assets	0.51	(2.20)
2. Pension		
Defined benefit obligation	3.20	3.17
Plan assets	4.32	4.08
Surplus / (deficit)	1.12	0.91
Experience (gain) / loss adjustments on plan liabilities	(0.05)	(0.60)
Experience gain / (loss) adjustments on plan assets	0.01	0.02
3. Post Retirement Medical Benefit		
Defined benefit obligation	5.36	5.14
Experience (gain) / loss adjustments on plan liabilities	0.17	-

XIII The basis of various assumptions used in actuarial valuations and their quantitative sensitivity analysis is as shown below:

Particulars	March 31, 2023		March 31, 2022	
Assumptions	Discount rate (a)		Discount rate (a)	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on Retiral Benefit	(10.48)	10.28	(10.31)	11.80
Assumptions	Future salary increases (b)		Future salary increases (b)	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on Retiral Benefit	10.85	(9.84)	10.76	(9.70)

(a) Based on interest rates of government bonds

(b) Based on managements estimate

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

42 Commitments and Contingencies

Particulars	₹ in Crores	
	March 31, 2023	March 31, 2022
(i) Capital and other commitments		
Commitment for acquisition of fixed assets	695.27	543.21
Commitment for investment	20.70	20.70
	715.97	563.91
(ii) Contingent liabilities		
Guarantees excluding financial guarantees		
Outstanding bank guarantees / indemnity bonds	75.76	81.05
Claims against the Group not acknowledged as debt		
Goods and service tax demands	4.25	4.25
Sales tax demands	7.54	7.77
Excise duty demands	4.82	4.82
Service tax demands	-	-
Income tax demands	3.87	3.79
Claim from a landlord, an appeal whereby is pending in Hon'ble Bombay High Court	Not Ascertainable	Not Ascertainable
	96.24	101.68

The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its standalone financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its standalone financial statements. The Group does not expect the impact to be material.

43 Details of dues to micro and small enterprises as defined under the Micro, Small And Medium Enterprises Development Act, 2006 (MSMED Act)

Particulars	₹ in Crores	
	2022-23	2021-22
Principal and interest amount remaining unpaid		
- Principal	262.99	247.96
- Interest	-	-
The amount of interest paid by the Company in terms of Section 16 of the MSMED Act alongwith the amount of the payment made to the supplier beyond the appointed date during the year.	-	-
The amount of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	0.14	0.14

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

44 Related Party Disclosure:

i) Particulars of related parties :

A. Where control exists

Enterprise / Individuals having a direct or indirect control over the Group

Chloride Eastern Limited, UK. (CEL)

Chloride Eastern Industries Pte Limited, Singapore (CEIL)

LIEC Holdings SA, Switzerland

Mr. S. B. Raheja

B. Where significant influence exists

Associates

CSE Solar Sunpark Maharashtra Private Limited (CSSMPL)

CSE Solar Sunpark Tamil Nadu Private Limited (CSSTPL)

Greenyana Solar Private Limited (GSPL) (till December 29, 2021)

C. Others

1 Key Management Personnel

Mr. Bharat D. Shah, Director

Mr. R. B. Raheja, Director

Mr. G Chatterjee, Whole Time Director (upto April 30, 2021)

Mr. Subir Chakraborty, Whole Time Director

Mr. Sudhir Chand, Director (upto July 22, 2022)

Ms. Mona N. Desai, Director

Mr. Surin S. Kapadia, Director

Mr. Sridhar Gorthi, Director (w.e.f. July 29, 2022)

Mr. A K Mukherjee, Whole Time Director

Mr. Arun Mittal, Whole Time Director

Mr. Avik Kr. Roy, Whole Time Director (w.e.f. May 1, 2021)

Mr. Jitendra Kumar, Company Secretary

*Mr. Kshitij Jain, Managing Director & Chief Executive Officer (ELI)

*Mr. Vijay Agarwal, Director (ELI)

*Mr. Rajendra Prasad, Chief Financial Officer (ELI) (February 11, 2021 to June 9, 2021)

*Mr. Sandip Goenka, Chief Financial Officer (ELI) (w.e.f. June 22, 2021)

*Mr. Atanu Sen, Director (ELI)

*Mr. Vinayak Aggarwal, Director (ELI)

*Mr. Ankit Singhal, Company Secretary & CCO (ELI)

*Mr. Rangarajan B N, Appointed Actuary & CRO (ELI)

Shalini Construction Company Private Limited (Shalini Construction)

Matsyagandha Investments and Finance Private Limited (Matsyagandha)

[formerly known as Peninsula Estates Private Limited (Peninsula Estates)]

Raheja QBE General Insurance Company Limited (Raheja QBE)

**Asianet Satellite Communication Private Limited

**Prism Johnson Ltd (earlier Prism Cement Ltd.)

**Juhu Beach Resort Limited

**Sonata Software Limited

**Outlook Publishing (India) Private Limited

**Hathway Investment Private Limited

2 Name of the Companies / firms / in which individuals with direct / indirect control over the company have a significant influence

The Chloride Officers' Provident Fund (COPF)

** Exide Life Insurance Employee Group Gratuity cum Life Assurance Scheme (Trust) (ELI-EGGLAS)

The Chloride Employees' Gratuity Fund (CEGF)

The Chloride Executive Gratuity Fund (CExGF)

The Chloride Pension Fund (CPF)

* Transaction with KMP of ELI considered till December 31, 2021, i.e. date of disposal of discontinued operations

** Transaction with related party of ELI considered till December 31, 2021, i.e. date of disposal of discontinued operations

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

44 Related Party Disclosure: (Contd..)

ii) Details of transactions entered into with the related parties :

Particulars	Enterprise/ Individuals having direct or indirect control	Enterprise/ Individuals on which there is significant influence	Key management personnel	(₹ in Crores)		
				Entities in which Individuals with direct/indirect control over the Group have significant influence or is a member of Key Managerial Personnel	Employees Trust	Total
	Transaction value	Transaction value	Transaction value	Transaction value	Transaction value	Transaction value
Technical Assistance Expenses						
- Chloride Eastern Industries Pte Ltd.	0.15	-	-	-	-	0.15
- Rajeja QBE	(0.12)	-	-	-	-	(0.12)
Life insurance premium received						
- Rajeja QBE	-	-	-	-	-	-
- Outlook Publishing (India) Private Limited	-	-	-	(0.01)	-	(0.01)
- Prism Johnson Limited	-	-	-	-	-	-
- Key Management Personnel	-	-	-	(0.03)	-	(0.03)
Benefits paid						
- ELI-EGGLAS	-	-	-	-	(4.68)	(4.68)
- Sonata Software Limited	-	-	-	-	-	-
- Prism Johnson Limited	-	-	-	-	-	-
- Key Management Personnel	-	-	(0.24)	-	-	(0.24)
Services provided						
- ELI-EGGLAS	-	-	-	-	-	-
Sale of investment						
- Rajeja QBE	-	-	-	-	(0.14)	(0.14)
				(5.57)	-	(5.57)

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

44 Related Party Disclosure: (Contd..)

Particulars	Enterprise/ Individuals having direct or indirect control	Enterprise/ Individuals on which there is significant influence	Key management personnel	Entities in which Individuals with direct/indirect control over the Group have significant influence or is a member of Key Managerial Personnel		Employees Trust	Total	(₹ in Crores)
				Transaction value	Transaction value			
Contributions to employees benefit plans								
- COPF	-	-	-	-	-	26.69	26.69	
Purchase of Electricity								
- CSSMPL	-	17.28	-	-	-	17.28	17.28	
- CSSTPL	-	(11.27)	-	-	-	(11.27)	(11.27)	
-	-	18.69	-	-	-	18.69	18.69	
-	-	(16.84)	-	-	-	(16.84)	(16.84)	
Rent and Maintenance Costs								
- Shalini Construction	-	-	-	0.79	-	0.79	0.79	
- Matsyagandha	-	-	-	(0.77)	-	(0.77)	(0.77)	
-	-	-	-	0.20	-	0.20	0.20	
-	-	-	-	(0.19)	-	(0.19)	(0.19)	
Investments during the year								
- CSSMPL	-	-	-	-	-	-	-	
-	(5.16)	-	-	-	-	-	(5.16)	
- CSSTPL	-	-	-	-	-	-	-	
-	(2.24)	-	-	-	-	-	(2.24)	
Remuneration *								
Short term employee benefits (including commission and sitting fees)	-	-	-	17.09	-	-	17.09	
Post retirement benefits	-	-	-	(39.13)	-	-	(39.13)	
-	-	-	-	1.68	-	-	1.68	
-	-	-	-	(1.55)	-	-	(1.55)	

*Does not include post-employment benefit based on actuarial valuation as this is done for the Company as a whole.

Transaction amount disclosed above are inclusive of tax, wherever applicable

Figures for the previous years are in brackets

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

44 Related Party Disclosure: (Contd..)

iii) Details of amounts due to or due from related parties as at March 31, 2023 and March 31, 2022 are as follows:

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Electricity Charges Payables		
- CSSMPL	2.09	1.07
- CSSTPL	1.84	1.71
Contribution to Employees Benefit Plans payable		
- COPF	2.25	2.05
Amounts due to Key Managerial Personnel Remuneration to Directors (Short term employee benefits)	11.34	10.59

Notes : (1) Interim dividend for the year 2022-23 amounting to NIL was paid during the year (Interim dividend for the year 2021-22 amounting to ₹ 78.18 crs was paid during the previous year) to Chloride Eastern Limited, UK.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2023, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (PY: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

45 Segment Reporting

The Group's business has two operating segments based on different products and services: 'Storage Batteries & allied products' and 'Solar Lantern & Homelights'. Storage batteries & allied products is the only reportable segments. Non reportable segment is shown as 'Others'. The Group had a reportable segment 'Life Insurance Business' which has been disposed off in the previous year and classified as "Discontinued Operations".

Operating Segments

March 31, 2023

(₹ in Crores)

Particulars	Storage batteries & allied products	Life Insurance business (discontinued operations)	Others	Total
Revenue from operations (Gross)	15,052.97	-	25.19	15,078.16
Segment results	1,086.62	-	0.07	1,086.69
Finance costs				(73.84)
Other income				124.74
Profit before tax				1,137.59
Tax expenses				(314.82)
Profit after tax				822.77
Depreciation and amortization	502.02	-	0.10	502.12

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

45 Segment Reporting (Contd.)

Particulars	Storage batteries & allied products	Life Insurance business (discontinued operations)	Others	(₹ in Crores)
				Total
Segment assets	9,306.06	-	12.40	9,318.46
Unallocated assets				5,449.22
Total assets				14,767.68
Segment liabilities	3,323.24	-	14.49	3,337.73
Unallocated liabilities				288.65
Total liabilities				3,626.38
Additions to non-current assets (other than financial instruments)	1,082.51	-	-	1,082.51

There are no material non-cash expenditure other than depreciation and amortisation incurred by the group.

March 31, 2022

Particulars	Storage batteries & allied products	Life Insurance business (discontinued operations)	Others	(₹ in Crores)
				Total
Revenue from operations (Gross)	12,770.74	3,450.67	18.48	16,239.89
Less: Revenue of discontinued operations	-	3,450.67	-	3,450.67
Revenue of continuing operations (Gross)	12,770.74	-	18.48	12,789.22
Segment results	960.63	(149.80)	(1.16)	809.67
Less: Result of discontinued operations	-	(149.80)	-	(149.80)
Result of continuing operations	960.63	-	(1.16)	959.47
Finance costs				(60.93)
Other income				62.07
Profit before tax from continuing operations				960.61
Tax expenses	-	-	-	(266.30)
Profit after tax from continuing operations				694.31
Depreciation and amortization	439.43	28.82	0.09	468.34
Less: Depreciation of discontinued operations	-	28.82	-	28.82
Depreciation of continuing operations	439.43	-	0.09	439.52

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

45 Segment Reporting (Contd.)

(₹ in Crores)

Particulars	Storage batteries & allied products	Life Insurance business (discontinued operations)	Others	Total
Segment assets	7,982.21	-	20.92	8,003.13
Unallocated assets				5,907.48
Total assets				13,910.61
Segment liabilities	3,058.76		10.47	3,069.23
Unallocated liabilities				217.43
Total liabilities				3,286.66
Additions to non-current assets (other than financial instruments)	848.87	-	-	848.87

There are no material non-cash expenditure other than depreciation and amortisation incurred by the group.

Geographical Segments

The Group primarily operates in India and therefore the analysis of geographical segment is demarcated into its Indian and Overseas operations as under;

March 31, 2023

(₹ in Crores)

Particulars	India	Overseas	Total
Revenue from operations (Gross)	13,618.41	1,459.75	15,078.16
Less: Revenue pertaining to discontinued operations	-	-	-
Revenue pertaining to continuing operations	13,618.41	1,459.75	15,078.16
Non-current assets other than financial assets and tax assets	4,344.17	49.10	4,393.27

March 31, 2022

(₹ in Crores)

Particulars	India	Overseas	Total
Revenue from operations (Gross)	14,786.62	1,453.27	16,239.89
Less: Revenue pertaining to discontinued operations	3,450.67	-	3,450.67
Revenue pertaining to continuing operations	11,335.95	1,453.27	12,789.22
Non-current assets other than financial assets and tax assets	3,770.43	43.02	3,813.45

The Group is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

46 Fair values

A. Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values of assets and liabilities. The Group has an established control framework with respect to the measurement of fair values. The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

46 Fair values (Contd.)

B. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy as at 31 March 2023:

Particulars	Note	FVTPL	Carrying amount			Fair value			Total
			Other financial assets - amortised cost	FVOCI	Other financial liabilities	Total carrying amount	Level 1	Level 2	
Financial assets - Investments									
Investments - in mutual funds	11	603.25	-	-	-	603.25	-	603.25	603.25
Investments - in equity instruments	5	-	0.01	4,477.81	-	4,477.82	4,351.25	125.36	4,477.82
		603.25	0.01	4,477.81	-	5,081.07			
Financial assets not measured at fair value *									
Trade receivables	6 & 12	-	1,229.87	-	-	1,229.87			
Cash and cash equivalents	13	-	131.78	-	-	131.78			
Other bank balances	14	-	8.53	-	-	8.53			
Loans	7 & 15	-	0.33	-	-	0.33			
Other financial assets	8 & 16	-	81.26	-	-	81.26			
		-	1,451.77	-	-	1,451.77			
Financial liabilities not measured at fair value									
Borrowings	21 & 26	-	-	-	279.38	279.38	-	279.38	279.38
Trade payables*	22 & 27	-	-	-	1,865.67	1,865.67	-		
Other financial liabilities *	23 & 28	-	-	-	472.00	472.00			
Lease liabilities *		-	-	-	309.01	309.01			
		-	-	-	2,926.06	2,926.06			

* The Group has not disclosed the fair values of these financial instruments because their carrying amounts are a reasonable approximation of fair value.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

46 Fair values (Contd.)

B. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy as at 31 March 2022:

Particulars	Note	FVTPL	Carrying amount			Fair value			(₹ in Crores)
			Other financial assets - amortised cost	FVOCI	Other financial liabilities	Total carrying amount	Level 1	Level 2	
Financial assets - Investments									
Investments - in mutual funds	11	711.54	-	-	-	711.54	-	711.54	-
Investments - in equity instruments	5	-	3.05	4,819.29	-	4,822.34	4,692.99	124.75	4.60
		711.54	3.05	4,819.29			5,533.88		4,822.34
Financial assets not measured at fair value *									
Trade receivables	6 & 12	-	1,097.90	-	-	1,097.90			
Cash and cash equivalents	13	-	189.11	-	-	189.11			
Other bank balances	14	-	9.88	-	-	9.88			
Loans	7 & 15	-	0.37	-	-	0.37			
Other financial assets	8 & 16	-	78.73	-	-	78.73			
			- 1,375.99				- 1,375.99		
Financial liabilities not measured at fair value									
Borrowings	21 & 26	-	-	-	-	209.23	209.23	-	209.23
Trade payables*	22 & 27	-	-	-	-	1,854.20	1,854.20	-	209.23
Other financial liabilities *	23 & 28	-	-	-	-	311.05	311.05		
Lease liabilities *		-	-	-	-	310.28	310.28		
							2,684.76	2,684.76	

* The Group has not disclosed the fair values of these financial instruments because their carrying amounts are a reasonable approximation of fair value.

The fair value of investments in unquoted mutual funds and units of venture capital funds (categorised under Level 2 fair value hierarchy) is determined by reference to quotes from the financial institutions i.e. Net asset value (NAV) for investments in mutual funds/units of venture capital funds as declared by such financial institutions.

The fair value of equity securities designated as Fair value through other comprehensive income is determined using Level 3 inputs like discounted cash flows, net asset value approach. Significant unobservable inputs comprise long term growth rates, market conditions of the specific industry, etc. However, the changes in the fair values due to changes in unobservable inputs will not be significant.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

47 Financial Risk Management Objectives and Policies

The Group's financial liabilities comprise short-term borrowings, capital creditors and trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's financial assets include trade and other receivables, cash and cash equivalents and deposits. The Group also holds investments.

The Group has a Risk Management Committee that ensures that risks are identified, measured and managed in accordance with Risk Management Policy of the Group. The Board of Directors also review these risks and related risk management policy.

The market risks, credit risks and liquidity risk are further explained below:

I) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and other price risk, such as commodity price risk and securities price risk. Financial instruments affected by market risk include investments, trade payables, trade receivables, etc.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities. Such foreign currency exposures are not hedged by the Group. The Group has a treasury department which monitors the foreign exchange fluctuations on the continuous basis and advises the management of any material adverse effect on the Group.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

			(₹ in Crores)
	Changes in exchange rate%	Foreign currency Receivable / (Payable) (net)	Effect on profit before tax
March 31, 2023	5%	204.07	10.20
	-5%		(10.20)
March 31, 2022	5%	236.01	11.80
	-5%		(11.80)

(ii) Securities price risk

The Group's listed and non-listed securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the securities price risk through diversification and by placing limits on individual and total securities. Reports on the investment portfolio are submitted to the Group's management on a regular basis. The Group's Board of Directors reviews and approves all investment decisions.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

47 Financial Risk Management Objectives and Policies (Contd.)

Securities price sensitivity

The following table shows the effect of price changes in securities measured at FVTPL

Particulars	Changes in price / NAV(%)	Investment	(₹ in Crores)
March 31, 2023	5%	603.25	30.16
	-5%		(30.16)
March 31, 2022	5%	711.54	35.58
	-5%		(35.58)

The following table shows the effect of price changes in quoted securities measured at FVOCI

Particulars	Changes in price / NAV (%)	Investment	(₹ in Crores)
March 31, 2023	5%	4,351.25	217.56
	-5%		(217.56)
March 31, 2022	5%	4,692.99	234.65
	-5%		(234.65)

(iii) Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activity is manufacturing of batteries and therefore requires supply of lead. Due to significant volatility in the lead price, the Company enters into purchase contract with vendors wherein the prices are linked to the quoted London Metal Exchange rates. Similarly, the Company's selling price of batteries to OEM/institutional customers is linked to such rates. Further, the Company also uses recycled lead which is not directly exposed to LME price movement, thereby reduces the risk of lead price volatility to some extent.

II) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities primarily trade receivables, except for life insurance business for which credit risk is disclosed separately. Credit risk on cash and cash equivalents, balances with bank and balance in investment is limited as funds are generally invested in mutual funds/ deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

Trade receivables

A significant part of the Group's sales are under the 'cash and carry' model which entails no credit risk. For others, an impairment analysis is performed at each reporting date on an individual basis for all the customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data of credit losses. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in Note 6 and 12 as the Group does not hold collateral as security. The Group has evaluated the concentration of risk with respect to trade receivables as low, as its customers are from several industries.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

47 Financial Risk Management Objectives and Policies (Contd.)

The Group's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the counterparty etc. Loss allowances and impairment is recognised, where considered appropriate by responsible management.

The movement of the allowance for impairment in trade receivables is as follows:

Particulars	(₹ in Crores)	
	Expected credit loss March 31, 2023	March 31, 2022
Opening balance	16.69	30.11
Add: Provisions	-	3.23
Less: Utilisation	-	5.48
Less: Reversals (including adjustment on account of disposal of discontinued operations in previous year)	0.51	11.17
Closing balance	16.18	16.69

III) Liquidity risk

Liquidity risk is the risk that the Group will face in meeting its obligations associated with its financial liabilities. The Group's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Group maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31 March 2023 and 31 March 2022. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis.

The Group regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated, over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and other highly marketable debt investments with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

The following table shows the maturity analysis of the Group's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet date.

March 31, 2023

Particulars	Contractual cash flows 1 year or less	More than 1 year	(₹ in Crores)
			Total Carrying Amount
Liabilities			
Borrowings	138.93	144.92	279.38
Trade and other payables	1,855.61	10.06	1,685.67
Other financial liabilities	395.57	98.60	472.00
	2,390.11	253.58	2,617.05

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

47 Financial Risk Management Objectives and Policies (Contd.)

March 31, 2022

(₹ in Crores)

Particulars	Contractual cash flows 1 year or less	More than 1 year	Total Carrying Amount
Liabilities			
Short-term Borrowings	126.87	82.36	209.23
Trade payables	1,846.33	7.87	1,854.20
Other financial liabilities	303.53	7.52	311.05
	2,276.73	97.75	2,374.48

The maturity analysis of the Company's lease liabilities based on contractually agreed undiscounted cash flows is given in note 49.

48 Capital Management

The Group's objective when managing capital (defined as net debt and equity) is to safeguard the Group's ability to continue as a going concern in order to provide returns to shareholders and benefit for other stakeholders, while protecting and strengthening the balance sheet through the appropriate balance of debt and equity funding. The Group manages its capital structure and makes adjustments to it, in light of changes to economic conditions and strategic objectives of the Group.

49 Leases

A. Leases as lessee

i. Short-term / Low-value leases

The Group leases warehouses, office premises, guest houses and equipments which are considered to be short-term leases. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

The Group also leases office and IT equipment including its peripheral, computer, modular furniture and fixtures which are of low-value. The Group has elected not to recognise right-of-use assets and lease liabilities for the same.

Expenses pertaining to the above short-term and low-value leases recognised in the Statement of Profit and Loss is as follows:

(₹ in Crores)

Particulars	March 31, 2023	March 31, 2022
Expenses relating to short-term leases	53.51	50.62
Expenses relating to leases of low-value assets excluding short-term leases of low value	3.53	1.34
	57.04	51.96
Total cash outflow for leases	91.87	85.65

Lease payments for short-term leases and leases of low-value assets not included in the measurement of the lease liability are classified as cash flows from operating activities.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

49 Leases (Contd.)

ii. Right-of-use and lease liabilities recognised in the financial statements represents the following:

- (a) The Group has leased solar power plant facilities for obtaining solar power in its factories. The lease is for a period of 25 years. The consideration for use of solar power plant is variable based on the electricity units generated by the plants and consumed by the Group. Lease liability has been recognised for the minimum guaranteed payment, as set out in the respective power purchase agreements. The future cash outflows to which the lessee is potentially exposed that are not reflected in the measurement of lease liabilities pertaining to variable payments for such power purchase agreements are not expected to be significant.
- (b) The Group's also leases in the nature of lease/leave and license agreements with different lessors / licensors for land, vehicles and plant and equipments. These are covered under the definition of leases under Ind AS 116 "Leases".

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Particulars	March 31, 2023	March 31, 2022
Less than one year	35.38	34.73
Between one year and five years	135.60	131.27
More than 5 years	475.75	501.79
	646.73	667.79

- iii. There are no future cash outflows for leases not yet commenced to which the lessee is committed and potentially exposed.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

50 Additional information in respect of net assets, profit / loss and other comprehensive income of each entity within the Group and their proportionate share of the totals

Name of the entity	As at March 31, 2023		2022-23		2022-23		Share in Total Comprehensive Income	
	As % of Consolidated net assets	Amount (₹ in Crores)	Share in Profit or Loss	As % of Consolidated Profit	Amount (₹ in Crores)	As % of Consolidated OCI		
Parent								
Exide Industries Limited (EIL)	100.61%	11,209.75	109.83%	903.63	102.85%	(291.98)	113.50%	
Indian Subsidiaries								
Chloride International Limited (CLL)	0.03%	3.42	0.07%	0.55	-	-	0.10%	
Chloride Metals Ltd. (CML)	2.24%	249.40	-0.52%	(4.26)	-0.01%	0.02	-0.78%	
Exide Energy Private Limited (EEPL)	1.71%	190.86	-5.29%	(43.52)	-0.08%	0.23	-8.03%	
Exide Energy Solutions Limited (EESL)	5.88%	655.20	-4.61%	(37.92)	-	-	-7.04%	
Foreign Subsidiaries								
Chloride Batteries S. E. Asia Pte Ltd. (CBSEA) & its wholly owned subsidiary (Exide Batteries Pvt. Ltd.)	0.55%	61.67	-0.02%	(0.16)	-	-	-0.03%	
Espex Batteries Limited (ESPEX)	0.17%	19.22	0.44%	3.59	-	-	0.67%	
Associated Battery Manufacturers (Ceylon) Ltd. (ABML)	0.05%	4.66	0.83%	6.83	-	-	1.27%	
Non-controlling interest in all subsidiaries	0.08%	9.02	0.01%	0.07	-	-	0.01%	
Adjustment arising out of consolidation	-11.32%	(1,261.90)	-0.74%	(6.04)	-2.76%	7.88	0.34%	
Total	100.00%	11,141.30	100.00%	822.77	100.00%	(283.85)	100.00%	
							538.92	

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

51 Reconciliation of Liabilities from Financing Activities

						(₹ in Crores)
Particulars	Year	Opening balance	Cash Changes	Non-cash changes	Closing balance	
a) Borrowings**	2022-23	209.23	73.99	(3.84)	279.38	
	2021-22	138.41	89.39	(18.57)	209.23	
b) Lease liability	2022-23	310.28	(34.83)	33.56	309.01	
	2021-22	370.30	(33.69)	(26.33)	310.28	

**Non-cash changes to borrowings represents foreign exchange fluctuations

Non-cash changes of lease liability constitutes of the following:

Particulars	March 31, 2023	March 31, 2022
Lease liabilities recognised during the year	7.41	26.70
Lease liabilities derecognised during the year (including liability pertaining to discontinued operations)	-	(78.54)
Interest expenses recognised during the year (includes ₹ 7.82 crs pertaining to discontinued operations in previous year)	26.15	25.61
Impact of Foreign Exchange	-	(0.10)
	33.56	(26.33)

52 Details of differences between quarterly returns of current assets filed with banks in comparison with the books of accounts

The below details pertains to Exide Energy Private Limited:

Quarters	Particulars of Securities Provided	Amount as per Books of Accounts	Amount as reported in the quarterly return/ statement ^	Amount of Difference #
March 2022	Trade Receivables	874.16	838.52	35.64
June 2022	Trade Receivables	1,967.58	1,728.18	239.40
December 2022	Trade Receivables	1,370.39	1,241.93	128.46

^ The quarterly return / statement has been submitted to Axis Bank and ICICI Bank

Material discrepancies are mainly due to reclassification of advances and related party balances not considered with trade receivables while submitting details to banks.

The below details pertains to Exide Industries Limited:

Quarters	Particulars of Securities Provided	Amount as per Books of Accounts	Amount as reported in the quarterly return/ statement *	Amount of Difference **
June 2021	Trade Receivables	839.13	856.03	(16.90)
	Other Assets	263.09	260.29	2.80
	Trade Payables	1,200.82	1,085.15	115.67
September 2021	Trade Receivables	959.68	960.02	(0.34)
	Other Assets	312.68	309.64	3.04
	Trade Payables	1,773.19	1,630.98	142.21

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

52 Details of differences between quarterly returns of current assets filed with banks in comparison with the books of accounts (Contd.)

Quarters	Particulars of Securities Provided	Amount as per Books of Accounts	Amount as reported in the quarterly return/ statement *	(₹ in Crores)	Amount of Difference **
December 2021	Trade Receivables	932.72	987.85		(55.13)
	Other Assets	319.11	316.03		3.08
	Trade Payables	1,778.76	1,731.92		46.84

* The quarterly return/statement has been submitted to Axis Bank, HDFC Bank, HSBC Bank, ICICI Bank, IndusInd Bank, State Bank of India, Standard Chartered Bank and Yes Bank. For the financial year 2021-22, these have been subsequently rectified.

** Material discrepancies are mainly due to provisions/accruals and reclassifications with trade receivables not considered while submitting details to banks.

53 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of its subsidiaries and associates which are companies incorporated in India to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Holding Company or any such subsidiaries and associates (Ultimate Beneficiaries). The Holding Company or any of its subsidiaries and associates which are companies incorporated in India have not received any fund from any party(s) (Funding Party) with the understanding that the Holding Company or any such subsidiaries and associates shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

54 Discontinued Operations

The Board of Directors of the Holding Company, in their meeting held on September 3, 2021, and the members of the Holding Company, in the Extraordinary General Meeting held on September 29, 2021, had approved divestment of entire equity shareholding held by the Holding Company in Exide Life Insurance Company Limited ("ELIC" or "component"), a material wholly owned subsidiary of the Holding Company, in favour of HDFC Life Insurance Company Limited (HLIC), subject to necessary approvals from relevant regulatory/governmental authorities.

The Board of Directors of HLIC, in its meeting held on September 3, 2021, and the members of the HLIC, in the Extraordinary General Meeting held on September 29, 2021, had accorded their approval for acquisition of entire equity shareholding of ELIC, subject to requisite regulatory approvals.

Post receipt of such requisite regulatory approvals, the aforesaid transaction was completed on January 1, 2022, and the Holding Company divested its entire equity shareholding in ELIC in favour of HLIC on that date for the agreed consideration.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

54 Discontinued Operations (Contd.)

In accordance with Ind AS 105 – “Non-Current Assets held for sale and Discontinued Operations”, the aforesaid component had been classified as a discontinued operation. The summary of results of discontinued operations are as follows:

a) Results of Discontinued Operations

Particulars	(₹ in Crores)
	2021-22
Revenue	3,456.67
Expenses	3,606.47
Profit / (loss) before tax from discontinued operations	(149.80)
Income tax of discontinued operations	-
Profit / (loss) after tax from discontinued operations	(149.80)
Gain on sale of discontinued operations	4,586.89
Income tax on sale of discontinued operations	(774.56)
Profit from discontinued operations, net of tax	3,662.53
Basic and Diluted EPS	43.09

b) Computation of gain on disposal of discontinued operations

Particulars	(₹ in Crores)
	2021-22
Cash consideration received	725.98
Consideration received in shares of HDFC Life Insurance Company Limited	5,652.53
Expenses	(5.17)
Net Consideration	6,373.34
Add: Debt instruments through OCI reclassified to Statement of Profit and Loss on disposal of discontinued operations	143.12
Less: Carrying value of Net Assets	1,394.44
Less: Goodwill	535.13
Gain on disposal	4,586.89

c) Effect of disposal on the financial position of the Group

Particulars	(₹ in Crores)
	2021-22
Property, Plant and Equipment, Capital work-in-progress, Other Intangible Assets and Intangible Assets under Development	88.82
Reinsurance Assets	361.73
Investments	18,546.36
Other Non-Current Assets	659.26
Deferred Tax Assets	2.40
Current Assets	
Investments	837.10
Trade Receivables	162.14
Cash and Cash Equivalents	96.47
Other Current Assets	450.67

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

54 Discontinued Operations (Contd.)

Particulars	₹ in Crores)
	2021-22
Non-Current Liabilities	
Insurance contract liabilities	(16,118.13)
Investment contract liabilities	(923.13)
Other Non-Current Liabilities	(612.54)
Current Liabilities	
Insurance contract liabilities	(1,482.92)
Investment contract liabilities	(48.40)
Trade and other payables	(464.66)
Other Non-Current Liabilities	(160.73)
Net Assets	1,394.44
Consideration received	720.81
Less: Cash and Cash Equivalents disposed off	96.47
Net Cash inflows from disposal of subsidiary	624.34

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm Registration Number: 101248W/W-100022

Sd/-

Jayanta Mukhopadhyay

Partner

Membership No. 055757

For and on behalf of Board of Directors of **Exide Industries Limited**

CIN No.: L31402WB1947PLC014919

Sd/-

Jitendra Kumar

Company Secretary & President

Legal & Corporate Affairs

ACS No.: 11159

Sd/-

A.K.Mukherjee

Director- Finance & CFO

DIN: 00131626

Sd/-

Subir Chakraborty

Managing Director & CEO

DIN: 00130864

Mumbai, May 08, 2023

Mumbai, May 08, 2023

FORM AOC-1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

(Information in respect of each subsidiary/associate to be presented with amounts in ₹ Crores)

1 Sl. No.	1	2	3	4	5	6	7
2 Name of the subsidiary							
3 Reporting period	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023	31.03.2023
4 Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	-	-	1 SGD = ₹ 61.80	1 SLR = ₹ 0.2505	1 GBP = ₹ 101.74	-	-
5 Share capital	59.63	0.45	60.17	1.59	1.04	168.55	286.01
6 Reserves & surplus	189.77	2.97	1.50	12.10	18.18	22.31	369.19
7 Total assets	843.92	3.81	90.96	141.66	97.33	306.76	731.55
8 Total Liabilities	594.52	0.39	29.29	127.97	78.11	115.90	76.35
9 Investments	-	-	-	-	-	0.10	50.03
10 Turnover / Income from Operations	3,918.77	0.77	99.10	194.68	118.40	112.05	-
11 Profit/(loss) before taxation	(5.58)	0.70	(0.16)	13.65	5.02	(47.73)	(37.72)
12 Provision for taxation	(1.32)	0.15	-	2.55	1.43	-	0.20
13 Profit after taxation	(4.26)	0.55	(0.16)	11.10	3.59	(47.73)	(37.92)
14 Proposed Dividend	-	-	-	-	-	-	-
15 % of shareholding	100	100	100	61.5	100	100	100

Additional Disclosure

1 Names of the subsidiaries which are yet to commence operations

EXIDE ENERGY SOLUTIONS LIMITED (incorporated on March 24, 2022)

2 Names of subsidiaries which have been liquidated or sold during the year.

CHLORIDE POWER SYSTEMS AND SOLUTIONS LIMITED (liquidated on March 29, 2023)

Part "B": Associates and Joint Ventures

Name of the associate	1 CSE SOLAR SUNPARK MAHARASHTRA PRIVATE LIMITED	2 CSE SOLAR SUNPARK TAMILNADU PRIVATE LIMITED
1 Latest audited Balance Sheet Date	31.03.2023	31.03.2023
2 Shares of Associate/Joint Ventures held by the company on the year end		
Number of Shares	1,728,465	1,430,138
Amount of Investment	12.39	13.11
Extent of Holding %	27.20	27.20
3 Description of how there is significant influence	Power Purchase Agreement and Share Subscription and Shareholders' Agreement	
4 Reason why the associate/joint venture is not consolidated	NA	
5 Networth attributable to Shareholding as per latest audited Balance Sheet	12.50	12.34
6 Profit / (Loss) for the year/period	0.99	0.03
i. Considered in Consolidation	0.27	0.01
ii. Not Considered in Consolidation	0.72	0.02
Additional Disclosure		
1 Names of the Associates and Joint Ventures which are yet to commence operations	NA	
2 Names of Associates and Joint Ventures which have been liquidated or sold during the year.	NA	

For and on behalf of Board of Directors of **Exide Industries Limited**

Sd/-
Jitendra Kumar
Company Secretary & President
Legal & Corporate Affairs
ACS No.: 11159

Sd/-
A.K.Mukherjee
Director- Finance & CFO
DIN: 00131626

Sd/-
Subir Chakraborty
Managing Director & CEO
DIN: 00130864

Mumbai, May 08, 2023

DIVIDEND DISTRIBUTION POLICY

The Dividend Distribution Policy of Exide Industries Limited ("the Company") endeavors to maintain a consistent approach towards dividend payment to its shareholders and regulate the process of dividend declaration and its payout by the Company in accordance with the applicable Sections of the Companies Act, 2013, the rules made there under, and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) and any other law as applicable for the time being in force.

In order to help investors to get a clearer picture on returns from their investments in the Company and also identify the stocks matching their investment objectives, the market regulator namely, the Securities and Exchange Board of India has made it mandatory for top 500 listed entities to have a dividend distribution policy.

Legal Framework

The Companies Act, 2013 lays down certain provisions for declaration of dividend (both interim and final), which are as follows:

- a. Section 51 permits companies to pay dividends pro-rata, in proportion to the amount paid-up on each share when all shares are not uniformly paid up.
- b. No dividend shall be declared or paid by the Company for any financial year except out of the profits of the Company for that year arrived at after providing for depreciation in accordance with Section 123 (2) of the Act or out of profits of the Company for any previous financial year/years arrived at after providing for depreciation in accordance with the provisions of above sub-Section and remaining undistributed or out of both or out of moneys provided for by the Central Government or State Government for payment of dividend in pursuance of a guarantee given by the concerned Government [Section 123(1)].
- c. Section 123(6) prohibits a company violating provisions as regards acceptance or repayment of deposits from declaring dividend on its equity shares, as long as such failure continues.
- d. No dividend shall be declared or paid by a company out of its reserves other than free reserves.

- e. In accordance with Section 134(3)(k), Board of directors must state in the Directors' Report the amount of dividend, if any, which it recommends to be paid to the shareholders.

The following are some major conditions of the Companies (Declaration and Payment of Dividend) Rules, 2014 (Rule 3) regarding declaration of dividend out of surplus in the absence of adequacy or absence of profits in any year:

- a. The rate of dividend declared shall not exceed the average of the rates at which dividend was declared by it in the three years immediately preceding that year.
- b. The total amount to be drawn from such accumulated profits shall not exceed 1/10th of the sum of its paid-up share capital and free reserves.
- c. The amount so drawn shall first be utilised to set off the losses incurred in the financial year in which dividend is declared before any dividend in respect of equity shares is declared.
- d. The balance of reserves after such withdrawal shall not fall below 15% of its paid up share capital as appearing in the latest audited financial statement.

Dividend Payment History

Since its incorporation in the year 1947, the Company has made profits in each single year and also has an unblemished track record of distributing dividends to its shareholders every single year. The dividend distributed by the Company consists of Interim dividend as well as Final Dividend. The Company has been distributing Interim dividend regularly since the financial year 2008-09 along with final dividend declared at the Annual General Meetings.

While the final dividend is recommended by Board of Directors at the beginning of a new financial year based on the financial performance of the immediately preceding financial year, the same is distributed amongst the shareholders after its confirmation at the annual general meeting. The Interim dividend is however declared by the Board of Directors based on the financial performance of the Company for part of the year along with few other criteria.

Dividend Distribution

Subject to various parameters mentioned hereinafter, it is the intention of the Board to maintain a reasonable dividend pay-out ratio. Such dividend will be paid annually within 30 days of the AGM declaring such dividend. However, the Board may at its discretion pay interim dividend or special dividends on any special occasion or may pay both interim and final dividend in the proportion as it may deem fit to the Board, in the best interest of the Company and its shareholders. While deliberating on the recommendation of dividend, the Board will seek to balance the benefit made available to the shareholders of the Company with the comparative advantages of retaining profits in the Company which would lead to greater value creation for all stakeholders.

The circumstances under which the shareholder may or may not expect dividend

The Company endeavors to continue payment of both interim and final dividends to its shareholders based on the financial and certain other criteria as mentioned herein below in the Policy. The Company may however choose not to declare / distribute dividend in future in case of following events:

- a) Absence or inadequacy of profits during any particular year;
- b) Buyback of equity shares; and
- c) To meet one or more criteria mentioned under the heading "Internal / External factors considered for declaration of dividend".

The financial parameters to be considered while declaring dividend

The financial parameters that may be considered while payment of dividend, including interim dividend are:

- a) revenues and net profits earned during the financial year/ part of the financial year;
- b) possible current and future cash flow requirements;
- c) liquidity needs including working capital requirements;
- d) any changes in accounting policy / guidelines that may have an adverse impact on the future profitability of the Company;
- e) tax implications if any, on distribution of dividends

- f) amount the Company wishes to transfer to General Reserves before declaration of dividend; and
- g) in case of interim dividend, the dividend track record of the Company for the previous financial years, future financial commitment of the Company including expansion plans, if any.

Internal and External factors considered for declaration of dividend

The major Internal factors to be considered before proposing dividend, interim or final includes the following:

- a) Amount of profit earned during the financial year or the performance of the Company during part of the financial year while considering the payment of final/ interim dividend;
- b) Requirement of ploughing back of profits including the plans for capital expenditure towards new projects, capacity expansion at the existing facilities, technological upgradation, renovation/modernisation of factories and establishments and allied infrastructure of the Company and major repairs and maintenance programme and expenditure on research and development;
- c) Cost of acquisition/ Proposed acquisition of technology from reputed organizations in India and abroad;
- d) Impact of crystallization of contingent liabilities, if any, and requirement of setting aside funds for future contingencies and unforeseen events;
- e) Likely change in business plan / model that might have an adverse impact on the profitability for a particular year;
- f) Strategic priorities and goal-setting including further planning and resource mobilization in order to attain the Objectives of the Company and leverage internal and external resources in the best possible manner for future business growth and value creation for the shareholders;
- g) Acquisition of brands/ businesses for future growth of the Company including market expansion and product expansion plans; and
- h) Any other factors having an impact on the future profitability of the Company as it may deem fit to the Board of Directors.

In addition to the above the following External Factors may also be taken into consideration while declaration of dividend, namely:

- a) Uncertain or recessionary economic and business conditions (both domestic and global);
- b) Introduction / change in any laws, policies, guidelines that is likely to have a substantial adverse impact on the company;
- c) The restrictions imposed by Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and any other law as applicable for the time being in force with regard to declaration of dividend; and
- d) Any force majeure condition.

Policy as to how retained earnings shall be utilised

The amount of retained earnings shall be invested by the Company for future plans of expansion, technological upgradation, renovation/modernization of factories and establishments of the Company, repairs/maintenance

programme or repayment of debts, if any, meeting increased working capital requirements in line with growth and market requirements. A separate policy may be formulated by the Company as and when considered appropriate by the Board of Directors of the Company.

Parameters that shall be adopted with regard to various classes of shares

The Company does not have various classes of shares excepting Equity Shares having uniform voting rights. In case the Company decides to issue in future shares with differential rights as to dividend necessary amendments to this policy would be carried out by the Board of Directors.

Amendment

In case of any amendment in the provisions of law, applicable Rules and Regulations the same shall automatically apply to the Company and the policy shall stand amended to that extent.

A dividend payout, in deviation of this policy shall be reported in the Annual Report of the Company.

Notes

Notes

Disclaimer

Some information in this report may contain forward-looking statements which include statements regarding the Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.



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