

September 26, 2022

National Stock Exchange of India Limited
“Exchange Plaza”
Bandra – Kurla Complex
Bandra East
Mumbai - 400 051
NSE Symbol: AMARAJABAT

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001
BSE SCRIP CODE: 500008

Dear Sir / Madam,

Sub: Outcome of meeting of the Board of Directors of Amara Raja Batteries Limited held on September 26, 2022 - Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”) read with SEBI Circular bearing reference number CIR/CFD/CMD/4/2015 dated September 9, 2015, as amended from time to time, we hereby submit the outcome of the meeting of the Board of Directors (“**Board**”) of Amara Raja Batteries Limited held on September 26, 2022.

The Board, based on the recommendations of the Audit Committee and the Committee of Independent Directors, has considered and approved a Scheme of Arrangement amongst Mangal Industries Limited (“**MIL**” or the “**Demerged Company**”) and Amara Raja Batteries Limited (“**ARBL**” or the “**Company**” or the “**Resulting Company**”) and their respective shareholders and creditors (the “**Scheme**”) under Sections 230 to 232 of the Companies Act, 2013 read with other applicable provisions and the rules, regulations, circulars and notifications issued thereunder (including any statutory modification or re-enactment thereof). (Resulting Company and Demerged Company collectively referred to as “**Companies**”).

The Scheme, *inter-alia*, provides for demerger of **Plastic Component for Battery Business** (“**Demerged Undertaking**”) (*as defined in the Scheme*) from the Demerged Company to the Resulting Company (“**Demerger**”). The Scheme is subject to the fulfilment of certain conditions including receipt of approval of shareholders (majority of public shareholders) and creditors of the Company, approval of other regulatory authorities as may be required, including those of the National Stock Exchange of India Limited, BSE Limited, Securities and Exchange Board of India (“**SEBI**”) and the Hon’ble jurisdictional National Company Law Tribunal (“**NCLT**”) and any other authority as may be applicable. Further, the Company has entered into an Implementation Agreement dated 26th September 2022 with MIL and its shareholder *inter alia* outlining transaction support, relevant representations, warranties and indemnities etc. pertaining to the Demerged Undertaking.

Please find enclosed **Annexure 1** containing details as per Regulation 30 of the Listing Regulations read with Circular CIR/CFD/CMD/4/2015 dated September 9, 2015. The Press Release (including Investor Presentation) dated September 26, 2022, is also enclosed herewith as **Annexure 2**.

The Scheme along with the required documents, as approved by the Board would also be available on the website of the Company i.e. <https://www.amararajabatteries.com/Investors/>.

We request you to take the same on record.

Thanking You

For Amara Raja Batteries Limited

Vikas Sabharwal
Company Secretary

Encl:- As stated above

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD/4/2015 dated September 9, 2015

Sr. No.	Particulars	Details									
a)	Name of the entity (ies) forming part of the demerger, details in brief such as size, turnover etc.	<p>Resulting Company - Amara Raja Batteries Limited ("ARBL") (listed on BSE Limited and National Stock Exchange of India Limited)</p> <p>Demerged Company - Mangal Industries Limited ("MIL") (unlisted)</p> <p>The brief financials for the period ending March 31, 2022, is as under:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>ARBL (Standalone)</th> <th>MIL (Standalone)*</th> </tr> </thead> <tbody> <tr> <td>Turnover – Revenue from Operations (in INR Cr)</td> <td>8,695.82</td> <td>1,450.33</td> </tr> <tr> <td>Net Worth (in INR Cr)</td> <td>4,555.17</td> <td>475.21</td> </tr> </tbody> </table> <p>*Financial Details of MIL provided above is for the entity as a whole</p>	Particulars	ARBL (Standalone)	MIL (Standalone)*	Turnover – Revenue from Operations (in INR Cr)	8,695.82	1,450.33	Net Worth (in INR Cr)	4,555.17	475.21
Particulars	ARBL (Standalone)	MIL (Standalone)*									
Turnover – Revenue from Operations (in INR Cr)	8,695.82	1,450.33									
Net Worth (in INR Cr)	4,555.17	475.21									
b)	Brief details of Division to be Demerged	Plastic Component for Battery Business comprising of manufacturing of plastic components for batteries such as containers, jars, covers, small plastic parts, handles etc.									
c)	Turnover of the demerged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year / based on financials of the last financial year;	<p>Not Applicable since this is a case of demerger from an unlisted company into a listed company.</p> <p>The turnover of the Plastic Component for Battery Business ("Demerged Undertaking") of the Demerged Company as on March 31, 2022, was INR 569.4 Cr which constitutes ~ 39% of the total turnover of the Demerged Company in the immediately preceding financial year / based on financials of the last financial year (year ended March 31, 2022).</p>									
d)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	While the transaction shall be considered as a related party transaction under Listing Regulations, in terms of General Circular No. 30/2014 dated July 17, 2014, issued by the Ministry of Corporate Affairs, any transaction arising out of compromises, arrangements and amalgamations under the Companies Act, 2013 ("Act"), does not attract the requirements of seeking separate approval under section 188 of the Act.									

		<p>The consideration for the Scheme shall be discharged on an “arm’s length” basis. The equity shares to be allotted by the Resulting Company in consideration of the demerger are based on the registered valuers report dated September 26, 2022, issued jointly by Bansi S. Mehta Valuers LLP, Registered Valuer - Securities or Financial Assets (Registered Valuer Registration No. IBBI/RV-E/06/2022/172) and Niranjana Kumar, Registered Valuer - Securities or Financial Assets (Registered Valuer Registration No. IBBI/RV/06/2018/10137) describing, <i>inter alia</i>, the methodologies adopted by them in arriving at the recommended Share Entitlement Ratio (<i>as defined in the Scheme</i>) and setting out the detailed computation of Share Entitlement Ratio for the Scheme.</p> <p>Kotak Mahindra Capital Company Limited, an Independent SEBI registered Category-I Merchant Banker (SEBI Registration No. INM000008704) has provided its opinion on the fairness of Share Entitlement Ratio, as recommended in the Valuation Report.</p>
e)	Area of business of the entity (ies)	<p>ARBL is engaged in the business of manufacturing of energy storage products for both industrial and automotive applications.</p> <p>MIL is engaged in various businesses such as Plastic Component for Battery Business (as defined in the Scheme), manufacturing of auto components (including fasteners, plastics, copper inserts / connectors and others), metal fabrication, storage solution, lead bushes and trading of various products, etc.</p>
f)	Rationale for Demerger	<p>The Resulting Company, since its incorporation, has focussed on manufacturing of lead-acid based batteries and had strategically outsourced a few important back-end operations / functions. One such major back-end outsourced operations is manufacturing of plastic components for batteries, including that of plastic containers, jars, covers, small plastic parts, handles etc., to the Demerged Company.</p> <p>The Demerged Company is engaged in various businesses such as Plastic Component for Battery Business, manufacturing of auto components (including fasteners, plastics, copper inserts / connectors and others), metal fabrication, storage solution, lead bushes and trading of various products, etc. The entire output generated from the Plastic Component for Battery Business is currently sold to the Resulting Company.</p> <p>As the Resulting Company acquired substantial market share over a period of time in the lead acid-based battery business, the management of the Resulting Company has strategically decided to integrate the Plastic Component for Battery Business</p>

	<p>of the Demerged Company, with its core battery manufacturing operations.</p> <p>Accordingly, pursuant to the Scheme, the Plastic Component for Battery Business will be demerged into the Resulting Company and the Demerged Company would continue to run and operate the Retained Business. The Scheme is being proposed with a view to simplify the existing operations between the two companies in order to increase efficiencies.</p> <p>The implementation of this Scheme will result in the following benefits:</p> <p>The backward integration is expected to enhance the Resulting Company's control over the supply and inventory management of its raw materials. This would help with a unified approach on supply chain management and consequent synergies leading to optimization of resource utilisation, reduced operational, logistics, supervisory and overhead / utilities costs, reduce duplication of administrative efforts and better procurement policies and prices, for the Resulting Company.</p> <p>The Resulting Company is focussed on its sustainability initiatives and accordingly, is in the process of setting up battery recycling plant. Operations in this new plant are expected to generate plastic scrap which can be used to manufacture new battery containers and covers in the facilities of Demerged Undertaking, thereby stabilising the procurement process and adding further synergies in the combined business.</p> <p>The proposed demerger is expected to enhance the Resulting Company's margins and profitability, which would enhance value for all its stakeholders.</p> <p>The management of the Demerged Company intends to increase its focus on the Retained Business i.e., business of manufacturing of auto components (including fasteners, plastics, copper inserts / connectors and others), metal fabrication, storage solution, lead bushes and trading of various products etc. Increased focus would help in improving MIL's performance metrics leading to better value creation and growth of the Retained Business.</p> <p>In view of the aforesaid, the Board of Directors of the Demerged Company and the Resulting Company have considered it desirable and expedient to demerge the Demerged Undertaking of the Demerged Company and vest the same with the Resulting Company. Such demerger is expected to be in the best interest of both companies, their respective shareholders, creditors, employees and other stakeholders.</p>
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g)	Brief details of change in shareholding pattern (if any) of all entities	<p>Based on the shareholding pattern of the Company as on 16th September 2022, the pre and post Scheme shareholding pattern of the Company will be as follows:</p> <table border="1" data-bbox="654 342 1367 711"> <thead> <tr> <th rowspan="2">Category</th> <th colspan="2">Pre-Scheme</th> <th colspan="2">Post-Scheme</th> </tr> <tr> <th>No. of equity shares</th> <th>%</th> <th>No. of equity shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Promoter and Promoter Group</td> <td>4,79,32,452</td> <td>28.06</td> <td>6,01,45,316</td> <td>32.86</td> </tr> <tr> <td>Public</td> <td>12,28,80,048</td> <td>71.94</td> <td>12,28,80,048</td> <td>67.14</td> </tr> <tr> <td>Total</td> <td>17,08,12,500</td> <td>100.0</td> <td>18,30,25,364</td> <td>100.0</td> </tr> </tbody> </table> <p>There will be no change in the shareholding pattern of the Demerged Company.</p>	Category	Pre-Scheme		Post-Scheme		No. of equity shares	%	No. of equity shares	%	Promoter and Promoter Group	4,79,32,452	28.06	6,01,45,316	32.86	Public	12,28,80,048	71.94	12,28,80,048	67.14	Total	17,08,12,500	100.0	18,30,25,364	100.0
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Total	17,08,12,500	100.0	18,30,25,364	100.0																						
h)	In case of cash consideration – amount or otherwise share exchange ratio;	<p>There is no cash consideration involved in the Scheme.</p> <p>In consideration of the transfer and vesting of the Demerged Undertaking of Demerged Company with the Company pursuant to the Scheme, the Company shall issue and allot to each equity shareholder of the Demerged Company, whose name is recorded in the register of members as Member of the Demerged Company as on the Record Date (<i>as defined in the Scheme</i>) as per the following Share Entitlement Ratio:</p> <p><i>“65 (Sixty Five) equity shares of ARBL of INR 1/- each, fully paid-up for every 74 (Seventy Four) equity shares of MIL of INR 10/- each, fully paid-up” (“Share Entitlement Ratio”)</i></p>																								
i)	whether listing would be sought for the resulting entity.	<p>The equity shares of the Resulting Company are already listed on Stock Exchanges.</p> <p>The new shares to be issued and allotted by the Resulting Company as consideration under the Scheme shall be listed and admitted to trading on the Stock Exchanges, subject to the Resulting Company obtaining all requisite approvals from the relevant authorities for the same.</p>																								

Press Release

For Immediate dissemination

AMARA RAJA BATTERIES ANNOUNCES BACKWARD INTEGRATION OF ITS BUSINESS

Transaction is expected to improve overall profitability margin

Hyderabad, September 26, 2022:

Amara Raja Batteries Limited (ARBL), India's leading industrial and automotive battery major (BSE: 500008 & NSE Code: AMARAJABAT), today, announced a proposed transaction integrating its supply chain, leading to margin improvements by bringing the Plastics Component for Battery Business of Mangal Industries Ltd. (MIL) into its own fold through a scheme of arrangement involving demerger of Plastics Component for Battery Business from MIL into ARBL ("**Scheme**"). The Plastics Component for Battery Business of MIL caters exclusively to ARBL, providing plastic containers, covers, small parts, handles and jars that are used in batteries. It currently has a capacity of 37,000+ MTPA with 150 Injection Moulding Machines located at three manufacturing facilities.

On effectiveness of the Scheme, the shareholders of MIL as on the record date will receive 65 equity shares of ARBL for every 74 equity shares held by them in MIL, as consideration for the Scheme.

This proposed transaction will simplify the business operations by backward integration of the supply chain and bringing plastic moulding capabilities in-house. The Company is expected to benefit from margin improvement and annual recurring post-tax synergies of INR 50 mn to INR 60 mn. The proposed transaction is expected to be EPS accretive from the first year of it being effective.

The Scheme is subject to the necessary statutory and regulatory approvals including approvals of NCLT, the stock exchanges, SEBI and the respective shareholders of each of the companies.

Mr. Jayadev Galla, Chairman & Managing Director of the Company, said "This is in keeping with our theme of consolidating and unlocking synergies as we continue to pursue value accretive growth opportunities that will lead ARBL to the leadership position in the Energy and Mobility space. This step is in alignment with the best interest of our shareholders."

Harshavardhana Gourineni, Executive Director, Automotive & Industrial Batteries adds "The move strengthens ARBL's control of the supply chain and augments our battery recycling initiatives. It also helps us in improving margins by better utilization of manpower and reducing logistics costs."

About Amara Raja Batteries Limited

Amara Raja Batteries Limited is an Energy and Mobility enterprise and one of the largest manufacturers of energy storage products for both industrial and automotive applications in the Indian battery industry. In India, Amara Raja is the preferred supplier to major telecom service providers, Telecom equipment manufacturers, the UPS sector (OEM & Replacement), Indian Railways and to the Power, Oil & Gas, among other industry segments. Amara Raja's industrial battery brands comprise PowerStack®, AmaronVolt® and Quanta®. The Company is a leading manufacturer of automotive batteries under the brands Amaron® and Powerzone™, which are distributed through a large Pan-India sales & service retail network.

The Company supplies automotive batteries under OE relationships to Ashok Leyland, Ford India, Honda, Hyundai, Mahindra & Mahindra, Maruti Suzuki, and Tata Motors. The Company's Industrial and Automotive Batteries are exported to countries in the Indian Ocean Rim.

Safe Harbor

Some of the statements in this news release that are not historical facts are forward looking statements. These forward looking statements include our financial and growth projections as well as statements concerning our plans, strategies, intentions and beliefs concerning our business and the markets in which we operate. These statements are based on information currently available to us, and we assume no obligation to update these statements as circumstances change. There are risks and uncertainties that could cause actual events to differ materially from these forward looking statements. These risks include, but are not limited to, the level of the market demand for our products, the highly competitive market for the types of the products that we offer, market condition that would cause our customers to reduce their spending for our products, our ability to create, acquire and build new businesses and to grow our existing businesses, our ability to attract and retain qualified personnel, currency fluctuations and market conditions in India and elsewhere around the world, and otherwise not specifically mentioned herein but those that are common to industry.

End of Press/Media Release



AMARA RAJA
Gotta be a better way

Investor Presentation

On Proposed Scheme of
Arrangement

September 2022

Disclaimer / Safe Harbor

The contents of this document are for your information only and are intended to provide an overview of the material aspects of the proposed transaction. This document does not purport to provide all and complete details, as may be required to make a full analysis of the proposed transaction. This document does not solicit any action based on the material contained herein and is without regard to any specific objectives, suitability, financial situations and needs of any particular person. This document has not been approved and will not or may not be reviewed by any statutory or regulatory authority or opined on by any legal counsels.

Certain statements in this document concern our future growth prospects, objectives, expectations, estimates, circumstances, and/or results, which are forward-looking statements and involve a number of risks, and uncertainties that could cause our actual results and future growth prospects to differ materially from those contained in such forward-looking statements (whether express or implied). There are risks and uncertainties that could cause actual events to differ materially from these forward looking statements (whether express or implied). These risks include, but are not limited to, risks and uncertainties regarding COVID-19 or other pandemics/epidemics and the effects of government and other measures seeking to contain its spread; risks related to an economic or political wars and sanctions in and around other countries in the world; political instability and regional conflicts, changes in political, business, regulatory and economic conditions; fluctuations in earnings; the level of the market demand for our products; the highly competitive market for the types of the products that we offer; market condition that would cause our customers to reduce their spending for our products; our ability to create, acquire and build new businesses and to grow our existing businesses; our ability to attract and retain qualified personnel; currency fluctuations; market conditions in India and elsewhere around the world; industry segment concentration; withdrawal or expiration of governmental fiscal incentives; unauthorized use of our intellectual property; and general economic conditions affecting our industry whether specifically mentioned herein or otherwise. If any or a combination of the above risks actually occur, or if any of the risks that are currently not known or deemed to be not relevant or material now actually occur or become material in the future, our business, cash flows, prospects, financial condition and results of operations could suffer, the trading price could decline.

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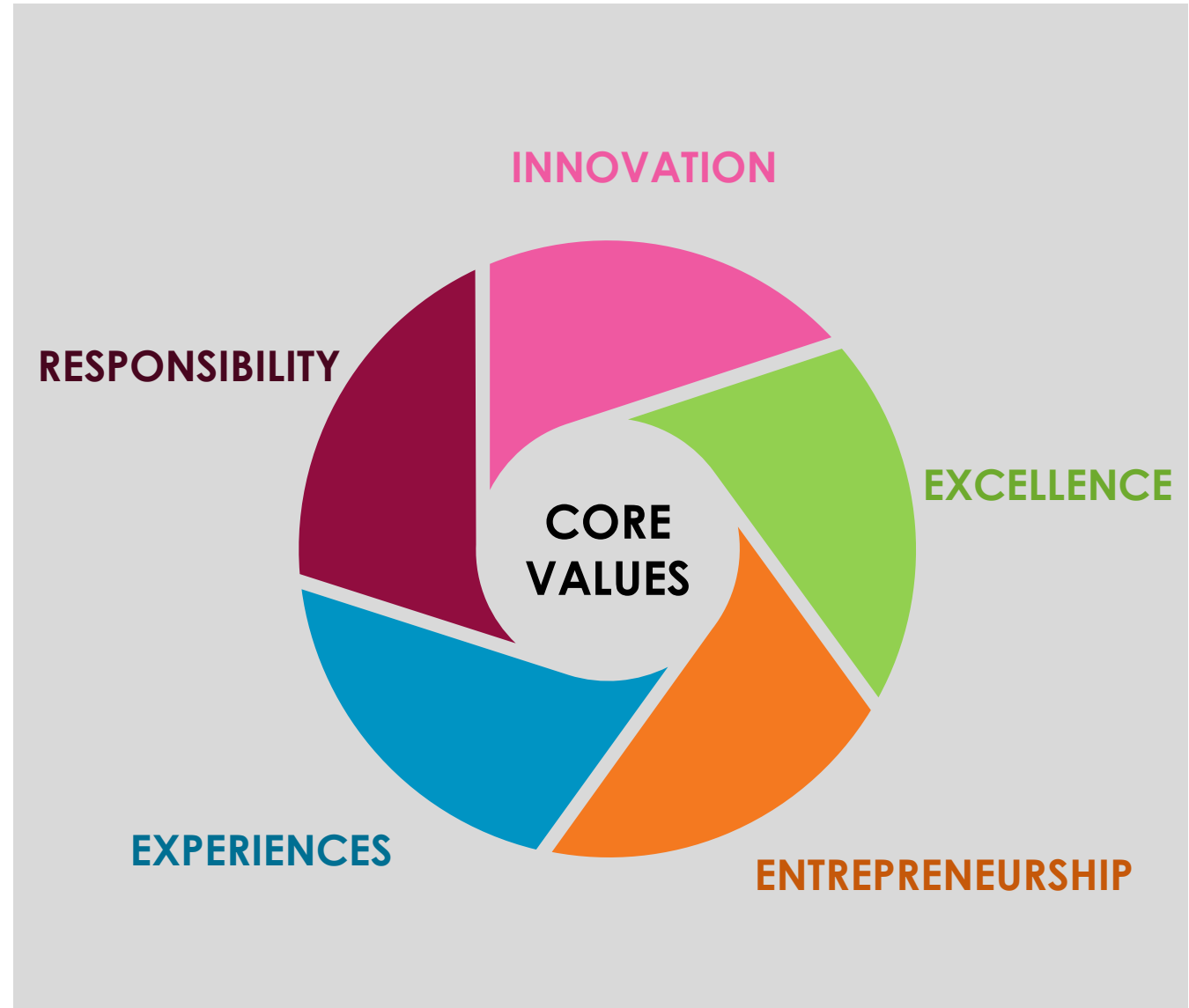
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The Amara Raja Way®

To **TRANSFORM** our increasing spheres of influence and to **IMPROVE** the **QUALITY OF LIFE** by building institutions that provide better access to **BETTER OPPORTUNITIES** to more people
All THE TIME.....



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Amara Raja Batteries Limited

Class & Scale: One of the world's largest integrated Lead Acid Battery manufacturing facility

Overview

- ▶ Largest manufacturer of standby VRLA batteries in South Asia
- ▶ Amaron – Fastest growing automotive battery brand in India
- ▶ Fortune India 500:
 - Ranking 195 in the year 2021
 - Ranking 208 in the year 2020
- ▶ Forbes World's Best Employers for 2020 – Ranking 316

Extensive Product Portfolio



Products Overview

ARBL

- ▶ 8 lead acid battery manufacturing plants
- ▶ Largest private sector employer in Andhra Pradesh
- ▶ Strong work force with average age of 31 years

Automotive Batteries

- ▶ Leading automotive battery brand
- ▶ Largest exporter of 4W Batteries in India
- ▶ First AGM battery manufacturer for 2W

Industrial Batteries

- ▶ First VRLA Battery Manufacturer in India
- ▶ Market Leader in Telecom
- ▶ Largest integrated Facility for MVRLA Batteries
- ▶ Pioneered Battery Solutions for Indian Railways

New Energy Business

- ▶ First Indian corporate player to establish pilot plant for Li-ion Cell development
- ▶ Developed India's first 21700 Cylindrical cell
- ▶ Made strategic investments into cutting edge technology start-ups in E-mobility space

Amara Raja Batteries Limited

Manufacturing Locations

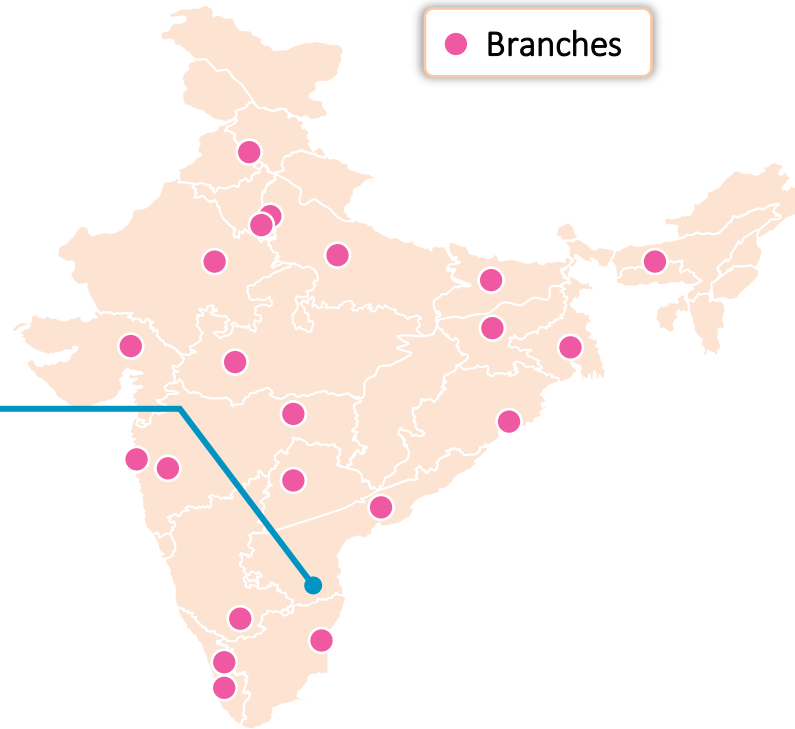
Karakambadi Industrial complex Tirupati

- ▶ 1st 4W Battery plant
- ▶ 1st 2W Battery plant
- ▶ LVRLA Battery plant

Chittoor District of AP

Amara Raja Growth Corridor, Chittoor

- ▶ MVRLA Battery Plant
- ▶ 2nd and 3rd 4W Battery Plant
- ▶ 2nd 2W Battery Plant
- ▶ Tubular Battery Plant



Current Capabilities

4W Batteries

- ▶ Annualized capacity: 16.2 mn nos.

2W Batteries

- ▶ Annualized capacity: 29.1 mn nos.

Industrial Batteries

- ▶ Annualized capacity: 2 bn AH

Tubular Batteries

- ▶ Annualized capacity: 1.8 mn nos.

Sales and Distribution Network - India



21

Branches



30

Warehouses



400+

Amaron Franchisees



30,000+

Retailers



1,000+

Power Zone Retail Partners

Mangal Industries Limited

Overview

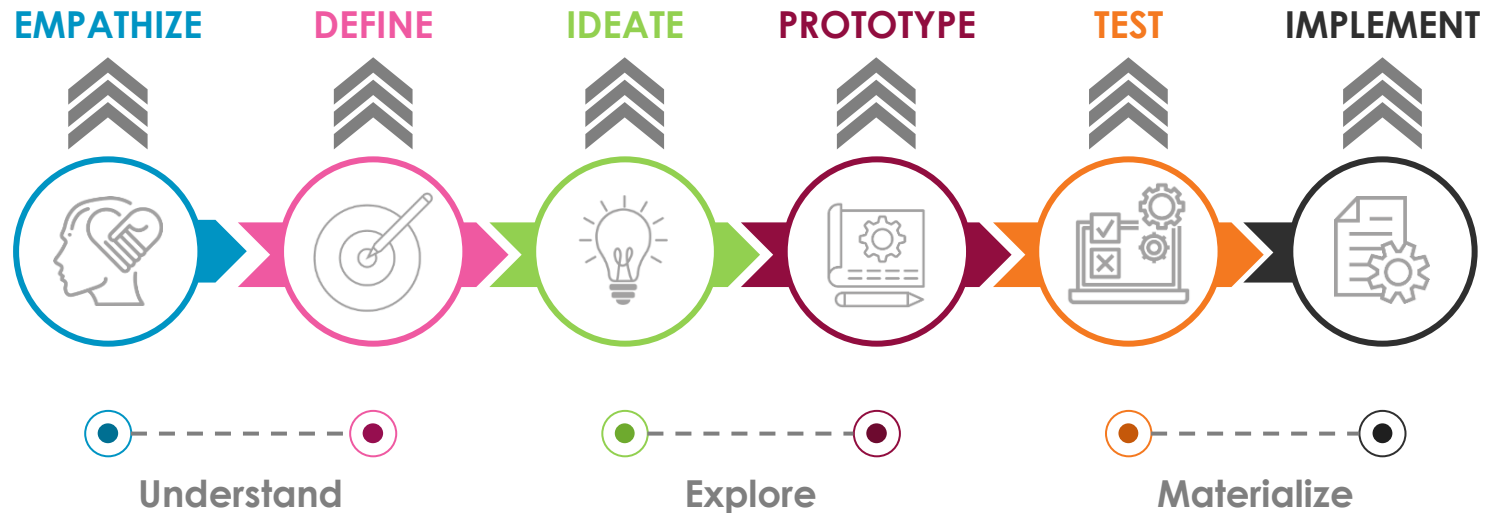
- ▶ Engaged in the manufacturing of engineering components
- ▶ Serves a broad range of sectors (automotive, railways, telecom, power, utilities, e-commerce, etc.)
- ▶ Deep-domain expertise spanning over two decades
- ▶ Caters to customers across industries, like - ARBL, Ashok Leyland, TVS Motors, Kone, Alstom, Ikea, Royal Enfield, Samsung, Reliance

Awards & Recognitions

- ▶ "Best Supplier Award in Quality Category" from Daesung Electric
- ▶ Superior Quality and Outstanding Performance Award" from Bosch
- ▶ The Golden Globe Tigers Award" for Excellence & Leadership in Training & Development by World HRD Congress
- ▶ Winners: Best of Platinum/Gold Levels – Non Auto Sector (Institute of Quality by CII)

In-house design hub that plays a pivotal role in delivering value-added integrated engineering services for customers

Approach to innovative product designing



Leverages its superior products and solutions portfolio, design expertise, world-class manufacturing capabilities and the latest quality processes to deliver superior value to the customers

Mangal Industries Limited

Plastic Component for Battery Business

- ▶ Plastic Containers
- ▶ Plastic Covers
- ▶ Jars
- ▶ Handles

This business of MIL caters solely to ARBL



~39% of FY22 Revenue

Storage Solutions

- ▶ Pallet Racking
- ▶ Shelving
- ▶ Mezzanine
- ▶ Automated Storage and Retrieval System



Metal Fabrication

- ▶ Cabinets
- ▶ Metal doors
- ▶ Cable trays
- ▶ C&Z purlins
- ▶ Consumer goods
- ▶ Stamping parts



Auto Components

- ▶ High Tensile Fasteners
- ▶ Plastics
- ▶ Forged components
- ▶ Copper Connectors and Inserts



Trading & Others

- ▶ Specialty Chemicals



~61% of FY22 Revenue

(Serves ARBL and other third party customers)

Agenda

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Future Strategy

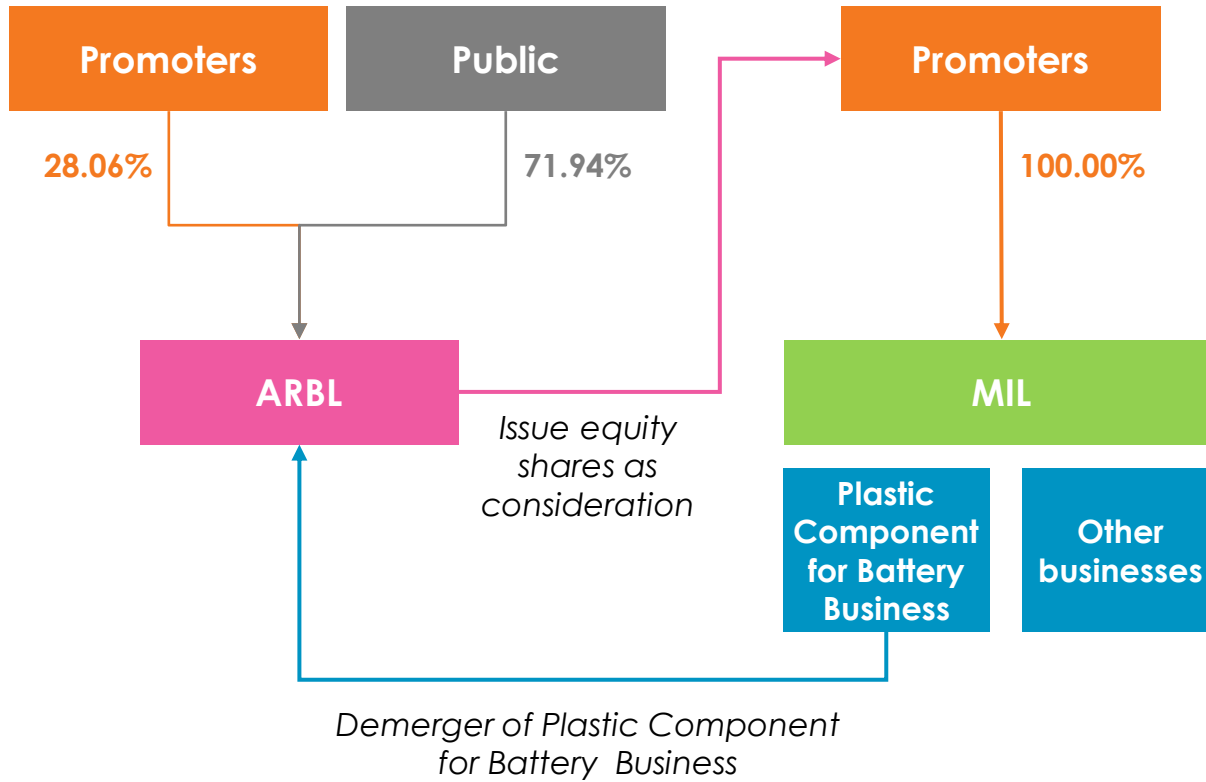
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Annexure

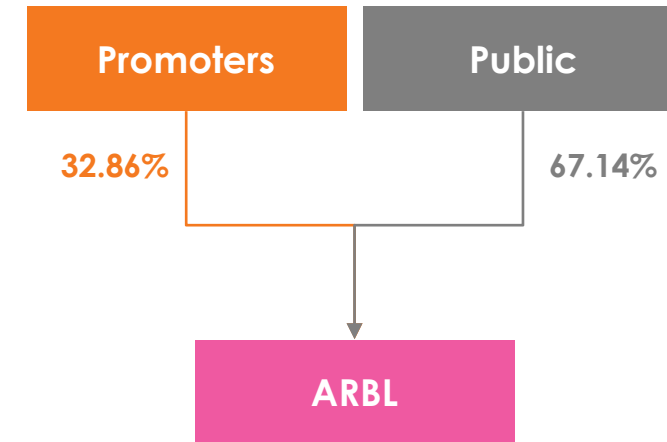


Transaction Overview

Proposed Transaction



Resultant Structure



Key Steps




- Demerger of Plastic Component for Battery Business of the Demerged Undertaking (MIL) into Amara Raja Batteries Limited (ARBL)
- As a consideration, the shareholders of MIL will be issued 65 equity shares of ARBL for every 74 equity shares held in MIL

Key Highlights – Plastic Component for Battery Business

Overview

- ▶ Started operations in 2004
- ▶ Caters solely to Amara Raja Batteries Limited
- ▶ Has developed expertise in processing wide range of plastics (PCPP, PC, PC+ ABS, ABS Nylon, POM, etc.)
- ▶ Manufacturing capabilities includes automating various operations using centralized conveyor belts and robotics parts handling, among others

Manufacturing Capabilities

Facility	Comprising of	
 <p>ARGC, Chittoor</p>	<ul style="list-style-type: none"> ▶ Leasehold land, building, plant & machinery 	<ul style="list-style-type: none"> ▶ 36 Injection Molding Machines ranging from 50T to 1000T
 <p>Karakambadi, Tirupati</p>	<ul style="list-style-type: none"> ▶ Freehold land, building, plant & machinery 	<ul style="list-style-type: none"> ▶ 41 Injection Molding Machines ranging from 50T to 1400T
 <p>Petamitta*</p>	<ul style="list-style-type: none"> ▶ Plant & Machinery 	<ul style="list-style-type: none"> ▶ 73 Injection Molding Machines & extruder with a 1080 MT/annum capacity

*The Injection Molding Machines of Petamitta plant are being transferred to ARGC and Tirupati manufacturing facilities of Plastic Component for Battery Business

Products Range



Engineering Software



Key Highlights – Plastic Component for Battery Business

Journey of Capability Building

- ▶ OEE (Overall Equipment Effectiveness) improved from 68% in FY10 to 89% in FY22
- ▶ Yield in FY22 improved to 98%
- ▶ Focused customer quality with Defects Rate lower than 100 parts per million
- ▶ Total Employee involvement programs (Quality Control Cells, 5S, Six Sigma, etc.)

Key Operating Highlights



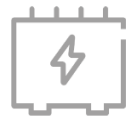
150

Injection Molding Machines



3

Manufacturing Facilities



37,000+

MTPA Capacity



1,400+

Employees

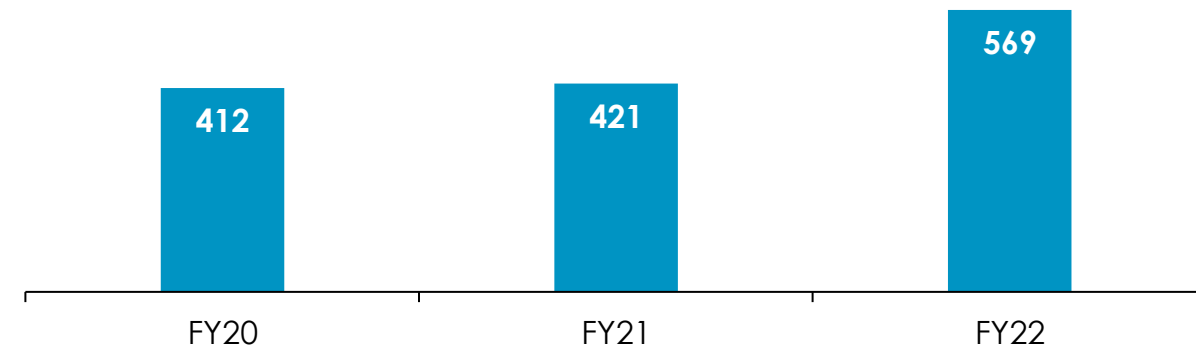


100%

Plants Certified*

Proforma Revenue – Last 3 Financial Years

INR cr



FY22 – Key Proforma Financials#

INR Cr

Net Revenue	569
EBITDA	98
EBITDA Margin %	17.2%
PAT	57
PAT Margin %	10.0%
Net Debt	99

Post Scheme, the profitability margins of ARBL will improve and EPS is expected to be accretive from the first year of its implementation

*ISO 9001:2015, ISO 14001:2015 & TS16949

#The figures are taken from carved out financial statements of the Plastic Component for Battery Business prepared from the audited financial statements of MIL for FY22.

Proforma financial highlights for the Plastic Component for Battery Business has been computed by adjusting one-time items and considering the marginal tax rate of 25.17% and without considering any synergies/ costs on account of the Proposed Transaction

Transaction Summary




Transaction Overview

- ▶ Demerger of Plastic Component for Battery Business of MIL into ARBL
- ▶ MIL - 100% stake held by RN Galla Family Private Limited (RGFPL)



Transaction Rationale

- ▶ Backward integration of business
- ▶ Potential synergies linked to the proposed transaction
- ▶ Expected EPS accretion from the first year itself
- ▶ Benefits accruing to shareholders



Swap Ratio

- ▶ ARBL will issue and allot 12.21 mn new equity shares to the shareholders of MIL (i.e. 65 equity shares of ARBL for every 74 equity shares held by the shareholders in MIL)
- ▶ These shares will be listed on BSE Ltd and National Stock Exchange of India Limited



Key Approvals

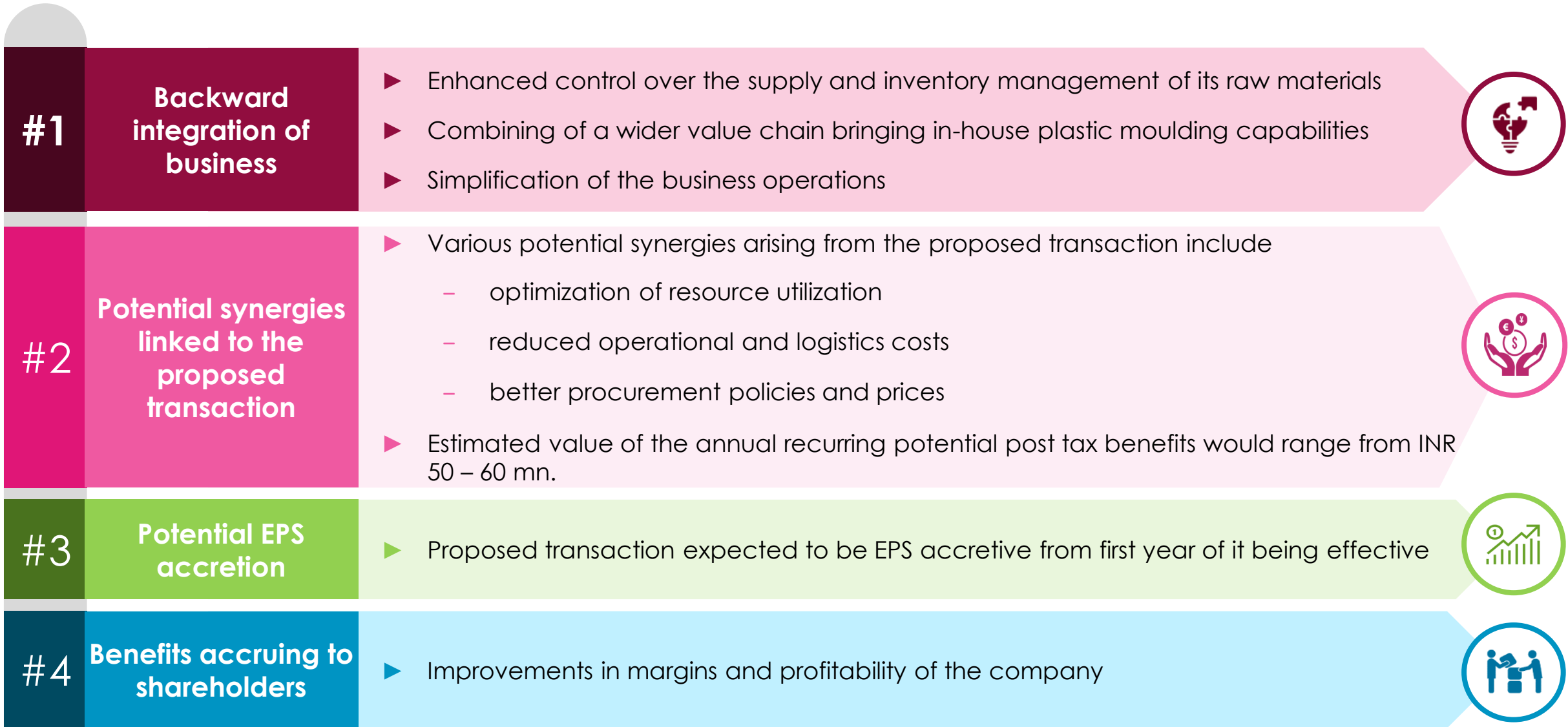
- ▶ Stock Exchanges (NSE and BSE) and Securities and Exchange Board of India (SEBI)
- ▶ Shareholders' approvals (majority of minority)
- ▶ National Company Law Tribunal (NCLT)
- ▶ Other regulatory approvals, as may be required



Key Events & Indicative Timelines

- ▶ Announcement of Scheme: September 2022
- ▶ Stock exchange and SEBI approval: Q3 FY23
- ▶ NCLT convened meeting of shareholders: Q1 FY24
- ▶ NCLT approval: Q2 FY24
- ▶ Indicative timeline for effecting the Scheme : 12 – 14 months

Transaction Rationale



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Advisors

Financial Advisor and Fairness Opinion Provider



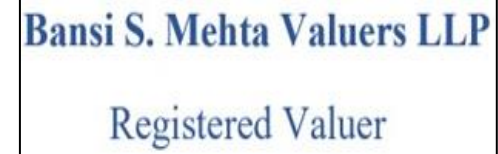
Transaction Advisor



Legal Advisor and Legal Due Diligence



Independent Valuers



Financial Due Diligence



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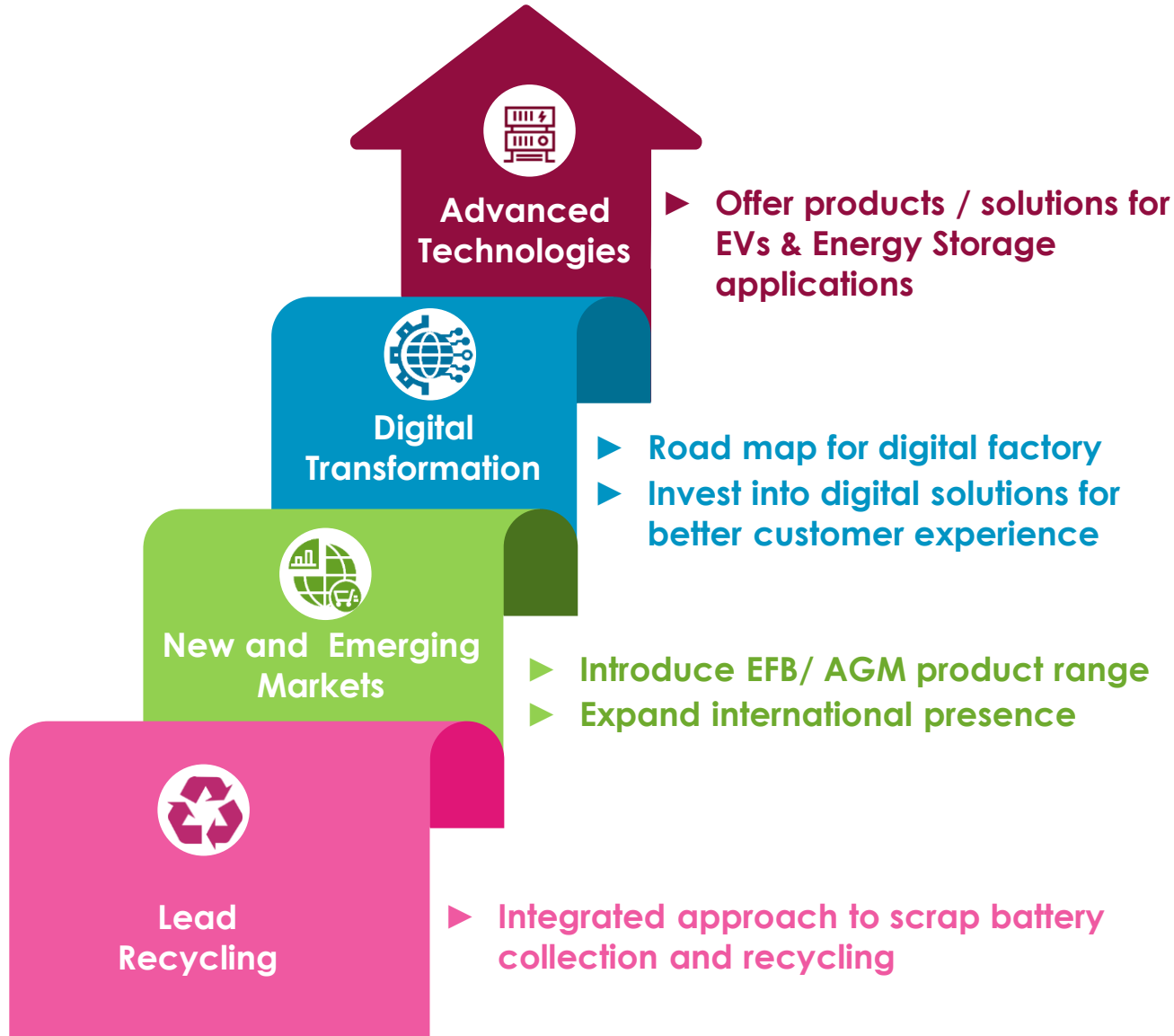
Future Strategy

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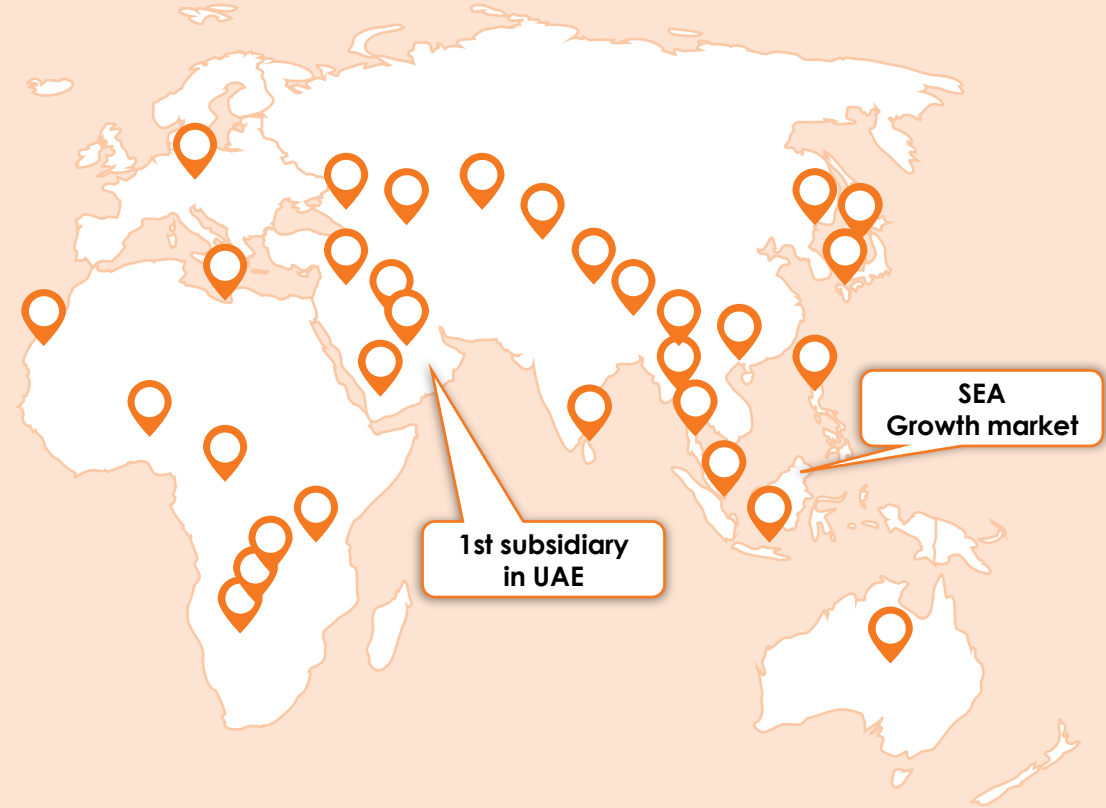
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Building Blocks of Growth

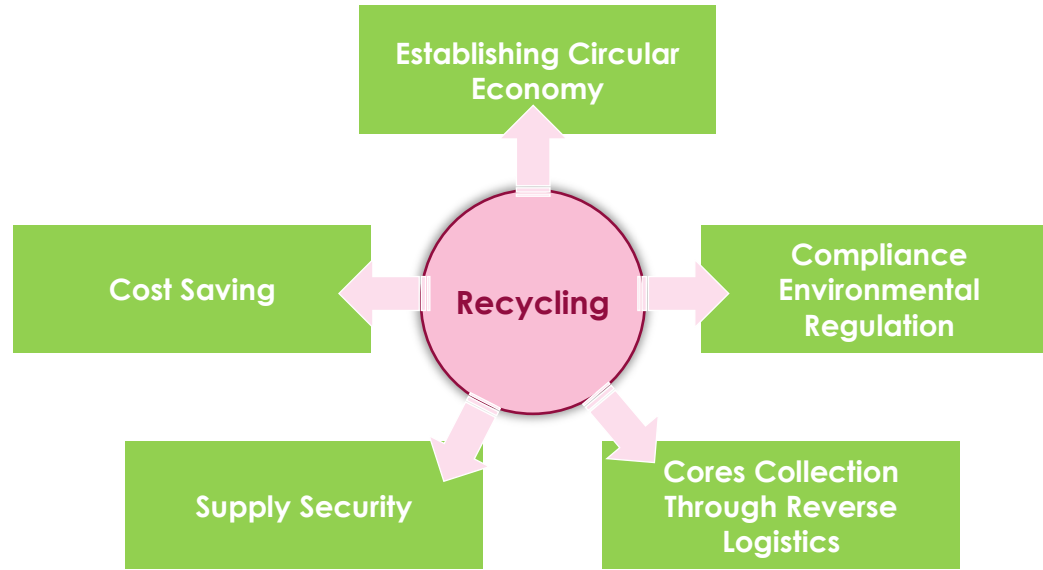


International markets: 35 countries and growing



Sustainability and Initiatives for Growth

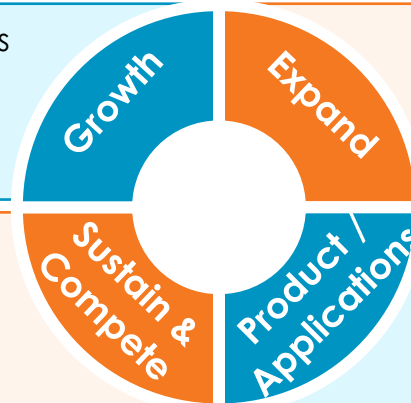
Integrated Approach to Lead Recycling



Initiative for Growth

- ▶ Leverage OEM relationships by offering future ready solutions
- ▶ Accelerate growth by strengthening distribution channel
- ▶ Access global markets by leveraging global relationships
- ▶ Enhance customer value by innovative business models

- ▶ Reinforce brand strength through enhanced customer experience



- ▶ Widen international market reach
- ▶ Enhance market access through innovative channel initiatives

- ▶ Technologically advanced EFB and AGM batteries using Dura-frame

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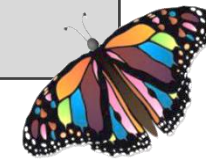
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Abbreviations

2W	Two Wheeler Vehicles
4W	Four Wheeler Vehicles
ABS	Acrylonitrile Butadiene Styrene
AGM	Absorbed Glass Mat
AP	Andhra Pradesh
ARBL	Amara Raja Batteries Limited
ARGC	Amara Raja Growth Corridor
BSE	BSE Limited
CAGR	Compounded Annual Growth Rate
CII	Confederation of Indian Industry
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortization
EFB	Enhanced Flooded Batteries
EPS	Earnings Per Share
EV	Electric Vehicles
GM	Gross Margin
ISRO	Indian Space Research Organisation
Li-ion	Lithium Ion
LVRLA	Large Valve Regulated Lead Acid
MIL	Mangal Industries Limited

MT	Metric Tonne
MTPA	Metric Tonne Per Annum
MVRLA	Medium Value Regulated Lead Acid
NCLT	National Company Law Tribunal
NSE	National Stock Exchange of India Limited
OEE	Overall Equipment Effectiveness
OEM	Original Equipment Manufacturer
PC	Polycarbonates
PCB	Plastic Component for Battery
POM	Polyoxymethylene
PPCP	Polypropylene Copolymer
ROC	Registrar of Companies
ROCE	Return on Capital Employed
SBU	Strategic Business Unit
Scheme	Demerger of PCB business from MIL into ARBL
SEA	South East Asia
SEBI	Securities Exchange Board of India
UAE	United Arab Emirates
VRLA	Value Regulated Lead Acid



AMARA RAJA

Gotta be a better way

Thank you!