EXIDE

EXIDE INDUSTRIES LIMITED

CIN: L31402WB1947PLC014919
Registered office: 'Exide House', 59 E Chowringhee Road
Kolkata – 700 020, Phone: (033) 23023400/2283 2118/2150,
E-mail: exideindustrieslimited@exide.co.in
Website: www.exideindustries.com

NOTICE OF 71ST ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE INFORMATION

NOTICE is hereby given that the 71st Annual General Meeting (AGM) of the Members of the Company will be held on Thursday, the 2nd day of August, 2018 at 10.30 A.M. at Kala Mandir, 48, Shakespeare Sarani, Kolkata-700 017 to transact the business as set out in the Notice of the meeting dated 7th May, 2018.

The dispatch of the Notice convening the AGM setting out the business to be transacted at the Meeting along with the Explanatory Statement, Audited Financial Statement, Attendance Slip, Proxy Form and the instructions for Voting through electronic means have been completed on 7th July, 2018.

Notice and the said documents are available at the Company's website www.exideindustries.com. Members who do not receive the Annual Report, may download it from the website or may request a copy of the same by writing to the Company Secretary at cosec@exide.co.in or the Company's Registrar and Share Transfer Agent (RTA) at rta@cbmsl.com. Copies of the said documents are also available for inspection at the registered office of the Company on all working days except Saturdays, Sundays and public holidays, between 11.00 a.m. and 1.00 p.m. upto the date of the AGM.

Notice is hereby further given that pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from 27th July, 2018 to 2nd August, 2018 (both days inclusive) for the purpose of AGM & payment of final dividend for the financial year 2017-18, if declared.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the members facility to cast their vote electronically on all resolutions through remote e-voting services provided by Central Depository Services (India) Limited (CDSL). The details pursuant to the Act and the Rules are given hereunder:

The remote e-voting period begins on Monday, 30th July, 2018 at 9.00 AM and ends on Wednesday, 1st August, 2018 at 5.00 P.M. During this period, only persons whose names is recorded in the register of Members of the Company or in the register of beneficial owners maintained by the depositories, as on the cut-off date i.e. 26th July, 2018 shall be entitled to avail the facility of remote e-voting or voting at the AGM through polling paper/electronic voting system. The remote e-voting module shall be disabled by CDSL for voting thereafter.

Any person, who acquires shares and becomes a Member after dispatch of Notice of 71st AGM and holds shares as on the cut-off date of 26th July, 2018 may obtain the sequence number for remote e-voting by sending a request to the Company's RTA at rta@cbmsl.com.

The shareholders attending the meeting physically or through proxy may cast their vote through polling/electronic voting system at the venue of the meeting.

However, in case of vote(s) already cast through remote e-voting, any further voting at the venue through polling paper/electronic voting system shall be treated as invalid and voting through remote e-voting shall prevail.

The Notice of the AGM is available on the website of the Company www.exideindustries.com and also on the CDSL's website at www.evotingindia.com.

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 remote e-voting and voting process to be carried out at the AGM in a fair and transparent manner.

In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an e-mail to helpdesk.evoting@cdslindia.com or cosec@exide.co.in or contact Mr. Arghya Majumder, Assistant Manager-Business development, (Unit: Exide Industries Limited) of Central Depository Services (India) Limited, Unit No-A1 (II) & A1 (III), Block-A,1st Floor, 22 Camac Street (Abanindranath Thakur Sarani), Kolkata-700 016, West Bengal, or call CDSL's Toll free No. 18002005533, for any further clarifications.

Please keep your updated email ID registered with the Company/your Depository Participant to receive timely communications.

For Exide Industries Limited
Sd/-
Jitendra Kumar

PUBLIC ANNOUNCEMENT PURSUANT TO PROVISIONS OF CLAUSES (iv), (v), (vi) AND (ix) OF ANNEXURE A TO SEBI CIRCULAR NO. SEBI/ HO/MRD/DSA/CIR/P/ 2016/110 DATED OCTOBER 10, 2016

SHUKLAMBER EXPORTS LIMITED
Address: 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi - 110060, Phone: Tel. 011-45012880, Email: selcorp@yahoo.com

This Exit Offer Public Announcement (**"Exit Offer PA"**) is being issued by SMC Credits Ltd (**hereinafter referred as "Offering Promoter/Acquirer"**)is the promoter of Shuklamber Exports Limited(**"SEL" or the "Company" or the "ELC"**) to provide exit opportunity to the Public Shareholders of SEL in terms of the Exit Circular.

SEL was listed on the Delhi Stock Exchange Limited, which have been de-recognized by the Securities and Exchange Board of India ("SEBI"). Consequently, the said company SEL has been moved to the Dissemination Board ("DB") of the Bombay Stock Exchange ("BSE LTD."). Shuklamber Exports Limited was established in 1984. It is engaged in the business of Non-Banking Financial Activities.

Financial and Other Information of SEL

i) **Name of the Company**: Shuklamber Exports Limited (CIN:U18010DL1984PLC019519)

ii) **Registered Office**: 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi-110 060.

iii) **Shareholding**: As on March 31, 2018, the paid up equity share capital of SEL was Rs. 29450000 represented by 2945000 fully paid up equity shares of Rs. 10/- each. Out of the total 2945000 equity shares issued by SEL, 917700 equity shares (31.16%) are held by the Offering Promoter. Further M/s Focal Leasing and Credits Limited holds 390200 equity shares (13.25%), M/s Nap Investment & Leasing Pvt. Ltd. holds 294500 equity shares (10.00%) and SMC Credits Ltd holds 233000 equity shares (7.91%) are the promoters of SEL. Further 2027300 equity shares (68.84%) are held by public shareholders. As on March 31, 2018, SEL had 1149 shareholder folios.

iv) **Summary Financials**: As per its audited financial statements for the last three years, SEL's Net Worth and Net Profit/(Loss) after tax was as **follows**:

(In Rs.)

Particulars	31.03.2018 (Un Audited) Rs.	31.03.2017 (Audited) Rs.	31.03.2016 (Audited) Rs.
Paid up equity share capital	29450000.00	29450000.00	29450000.00
Net worth	378272910.00	366095474.00	355118229.00
Net Profit/(loss) After Tax	12177436.00	10977245.00	11034292.00

The SEBI vide its Circular No. SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 ("SEBI Circular"), has stipulated the procedure and process for exit of Exclusively Listed Companies ("ELC") from the DB. As provided in Clause (i) of Annexure A of the SEBI Circular, M/s Shuklamber Exports Limited has appointed, on June18, 2018, **3Dimension Capital Services Limited, a Category I Merchant Banker as Independent Valuer** from BSE's panel of Independent Valuer. The Independent Valuer, after taking into consideration the applicable valuation methodologies, has issued its Valuation Report dated June 27, 2018 and has determined the fair value of an equity share of SEL as Rs. 69.74 (Rupees Sixty Nine and Seventy Four paisa Only) per equity share.

In the view of the above, the Offering Promoter has decided to give exit offer to the public shareholders of SEL at price of Rs. 69.74 (Rupees Sixty Nine and Seventy Four paise Only) per equity share (equivalent to the fair value per Equity Share as determined by the Independent Valuer) [**"Offer price"**].

Further, SEBI vide its Letter MRD/OW/DSA/2017/17463/1 dated July 25, 2017 communicated to the BSE Ltd. and National Stock Exchange of India Limited ("NSE") [SEBI Letter], inter-alia permitted that public shareholders/investors who are willing to remain as shareholders of the Company and do not want to exit may be allowed to do so and the Designated Stock Exchange (in the present case BSE) may obtained an undertaking from the investors who do not want an exit ; consequently the exit obligation of the Promoter will be reduced accordingly.

In terms of the above mentioned SEBI Letter, Public Shareholders who are willing to remain as shareholders of Shuklamber Exports Limited and do not want an exit shall send us undertaking to this effect **(in the format available at the website of BSE, www.bseindia.com under the link https://www.bseindia.com/investors/exercising option.aspx?expandable=6)** either by Registered Post/Speed Post/courier at their own risk or by hand delivery, within 15 Days of publication of this Exit Offer PA i.e on or before the closure of business hours on Wednesday, July 24, 2018 to the address of registered office of the Company, as mentioned below:

Shuklamber Exports Limited
24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi -110060

Post the expiry of above mentioned 15 Days period, the Offering Promoter will initiate the process of the Exit Offer to those public shareholders who have not opted to continue as shareholders of SEL (**"Remaining Public Shareholders"**). Offering Promoter undertakes that Offer Letter containing the relevant details relating to Exit Offer including dates of Opening and Closing of Exit Offer, Offer Price, documents required to be submitted for participating in Exit Offer shall be sent to remaining Public Shareholders for participating in the Exit Offer.

In accordance with the Exit Circular read with the Circulars/Notices issued by BSE Limited (**"BSE Guidelines"**), Offering Promoter will open an Escrow Account with Scheduled Commercial Bank and deposit an amount equivalent to/more than the 100% of the Total Consideration (Offer Price*Remaining Public Shareholders) payable under the Exit Offer at least one day before the dispatch of Exit Offer Letter.

This Exit Offer PA is expected to be available at the website of BSE at **www.bseindia.com** and at the website of Independent Valuer at **www.3dcsl.com**.

For SMC Credits Ltd
(Offering Promoter)
Sd/-