

October 15, 2012

National Stock Exchange of India Limited
"Exchange Plaza", Bandra – Kurla Complex,
Bandra East
Mumbai – 400 051
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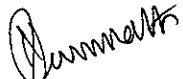
Dear Sirs,

Sub: Abstract under Section 302 of the Companies Act, 1956
Ref: Stock Code: AMARAJABAT

Please find enclosed herewith the abstract under Section 302 of the Companies Act, 1956 which is being sent to the members of the Company, with regard to appointment of Mr. Ravi Bhamidipati as an additional director and designated as Executive Director for the period from October 8, 2012 to March 31, 2014, subject to the approval of the shareholders in the general meeting.

Thank you,

Yours faithfully,
for Amara Raja Batteries Limited


N. Ramanathan
Company Secretary

Encl.: as above

AMARA RAJA BATTERIES LIMITED

Registered Office: Renigunta – Cuddapah Road, Karakambadi, Tirupati - 517520



To
The Members
Amara Raja Batteries Limited

Dear Member(s),

Sub: Abstract and memorandum of concern or interest under Section 302 of the Companies Act, 1956

The Board of Directors of the Company (the Board) by way of circular resolution dated October 8, 2012 has appointed Mr. Ravi Bhamidipati (Mr. Ravi) as an Additional Director and designated him as Executive Director of the Company for the period from October 8, 2012 to March 31, 2014, subject to the approval of the shareholders.

Profile of Mr. Ravi:

Mr. Ravi holds a Bachelor degree in Chemical Engineering from the College of Engineering, Andhra University, India and is a Post graduate in Industrial Engineering from NITIE, Mumbai, India. Prior to joining the Company, Mr. Ravi has held the position of Executive Director and was also a member of India Leadership team at PriceWaterhouse Coopers. Earlier, he was the Chief Executive of ECS, a premier management consulting firm and also held varied senior level positions in leading companies like RHL (P&G) India, Asian Paints Limited and Arvind Clothing Limited and served them under various capacities.

He served as an Independent Director of the Company (Amara Raja Batteries Limited) from 2005 to 2008 and during the said period he was also a member of the Audit Committee. He was associated with Amara Raja Group of Companies (AR Group) as a Management Consultant and has been instrumental in important strategic decisions of the group from October 2010 till September 2011. From October, 2011 Mr. Ravi has been the Management Consultant/Advisor to the Company and has provided valuable inputs for the plans and growth till September 2012.

The Board of Directors of the Company have now decided to take him in full time employment in Amara Raja Batteries Limited (the Company) and accordingly deliberated at their Remuneration Committee as well in the Board and have finally decided to appoint him as an Additional Director with the designation of Executive Director with effect from October 8, 2012. Mr. Ravi has since given his consent and provided the various declarations as required for him to join as an Additional Director and as Executive Director of the Company.

In terms of Section 302 and other applicable provisions, if any, of the Companies Act, 1956, an abstract of the terms of the appointment of Mr. Ravi as an Executive Director and payment of remuneration thereof with effect from October 8, 2012 to March 31, 2014 is furnished herein below for your information:

Name	Mr. Ravi Bhamidipati
Designation	Executive Director
Period	October 8, 2012 to March 31, 2014
Salary	Rs.20,80,000/- (Rupees Twenty Lakhs Eighty Thousand only) per month.
Perquisites/Benefits forming part of the Salary	Salary of Rs. 20,80,000/- per month is inclusive of perquisites like House Rent Allowance, reimbursement of medical expenses incurred for self, family, and dependent parents, Leave Travel Concession for self and family to and from any place in India once in a year and provision for car in accordance with the terms and conditions of the Company's car scheme. Gratuity payable for each completed year of service in accordance with the Payment of Gratuity Act, 1972 and rules made there under. This will be applicable once the period of appointment is continuous and exceeds 5 year period.

Commission	One Per Cent (1%) of net profits of the Company subject to a maximum of Rs.2,50,40,000/- (Rupees Two Crores Fifty Lakhs Forty Thousand only) per annum. The Commission payable will be deemed as the Annual Variable Compensation pay which will be determined based on various parameters/metrics as applicable to Senior Management Personnel of the Company and upon review and recommendation of the same by the Remuneration Committee of the Board of Directors of the Company on yearly basis.
Overall Remuneration	The overall remuneration including salary, commission, perks/benefits etc., is restricted to Rs. 5 Crores per annum and shall not at any point in time exceed 2% of the net profits of the Company as calculated under Sections 349, 350 and other applicable and related provisions if any, of the Companies Act, 1956 as applicable from time to time.
Minimum Remuneration	Where in any financial year during the tenure of Mr. Ravi, the Company has no profits or its profits are inadequate, the Company shall pay to Mr. Ravi, remuneration by way of salary, commission and perquisites not exceeding the limits as specified under Section II of Part II of Schedule XIII of the Companies Act, 1956, as amended from time to time.
Others	Mr. Ravi shall be entitled to Telephone, mobile/communication facilities at office and at residence for business purposes, reimbursement of all actual expenses or charges including travel, entertainment, or other out-of-pocket expenses incurred by him for and on behalf of the Company, in furtherance of its business and objects. Mr. Ravi shall not be entitled to receive any fees for attending meetings of the Board/Committee of the Board. The terms and conditions of the said appointment and/or agreement may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit. The agreement may be terminated by either party after giving the other party three (3) months' notice.

MEMORANDUM OF CONCERN OR INTEREST OF DIRECTORS:

Except Mr. Ravi, Executive Director none of the other Director(s) of the Company is in any way concerned or interested in the appointment.

INSPECTION OF DOCUMENTS:

Copy of the circular resolution passed by the Board of Directors dated October 8, 2012 and the agreement entered into between the Company and Mr. Ravi is available for inspection by the members at the Registered Office of the Company during business hours on all working days.

**By Order of the Board
For Amara Raja Batteries Limited**

Place: Hyderabad
Date: October 8, 2012

**N. Ramanathan
Company Secretary**