

**EVEREADY >>>**  
**INDUSTRIES INDIA LTD.**

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E-mail : [contactus@eveready.co.in](mailto:contactus@eveready.co.in)  
Website : [www.evereadyindustries.com](http://www.evereadyindustries.com)

June 19, 2015

Bombay Stock Exchange Ltd.  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort  
Mumbai – 400001

FAX NO. (022) 2272-2037 / 2039 / 3121

The National Stock Exchange of India Ltd.  
Exchange Plaza, C-1,  
Block –G, 5<sup>th</sup> Floor,  
Bandra – Kuria Complex  
Bandra (East)  
Mumbai – 400051

FAX NO. (022) 2659-8120 / 8235 / 8237

The Calcutta Stock Exchange Association Ltd.  
7, Lyons Range,  
Kolkata – 700001

FAX NO. (033) 2210-4492 / 4500 / 2223

Dear Sirs,

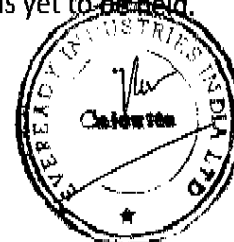
This has reference to the recent amendment made in Section 123 of the Companies Act, 2013 (the Act) and the Companies (Declaration and Payment of Dividend) Rules 2014, made effective from May 29, 2015 and applicable to all Companies on or after this effective date.

In order to be in consonance with the amendments, the Board of Directors (Board) of the Company is required to modify the recommendation of dividend (made when the existing amendment was not effective) and place the revised financial statements (limited to the extent with regard to the modification of the recommendation of dividend), along with the amended audit report before the Board.

As you are aware, the Board has duly approved the Company's audited financial statements for the financial year ended 2014-15, on May 11, 2015, at which time, this amendment was not in force and accordingly the Board had proposed a Dividend of Rs 2/- per fully paid up equity share of Rs.5/- each for the said financial year, out of current year profits of Rs. 4902.59 Lakhs, as at the end of the said financial year as per the provisions of Section 123 of the Act, existing at that point of time.

The Company has accordingly also published the financial statements/ results and information with regard to the said dividend on the said date and the same is available in the public domain.

However, the said recommended dividend is to be approved, inter alia by the shareholders of the Company at an AGM and the AGM of the shareholders of the Company for the same is yet to be held.



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Accordingly, even though the Board has prepared and approved of the financial statements with the proposed dividend, in accordance with the law, at that point of time, this amendment will now apply to our Company, since the Company has carried forward losses of Rs. 96.63 Lakhs (prior to the accounting of the recommended dividend), still remaining to be set off against the current year profits of the Company as at the end of the said financial year 2014-15.

It is therefore proposed that a meeting of the Board of the Directors of the Company be held on Thursday, July 2, 2015 to consider revision of the Audited Financial Results/Statements (limited to the extent of the modification of dividend) and the modification of the recommendation of the dividend, if any, for the financial year ended March 31, 2015.

Thereafter we propose to publish the revised results and the information with regard to the modified dividend in the manner as required by the relevant clauses of the Listing Agreement.

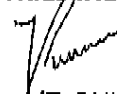
The trading window for dealing with the securities of the Company is also proposed to be closed from June 23, 2015 to July 4, 2015, both days inclusive as per the Company's Code of Insider Trading, for the same.

We trust the same would be in order.

Kindly take the above on record.

Thanking you,

Very truly yours,  
**EVEREADY INDUSTRIES INDIA LTD.**

**(T. PUNWANI)****SENIOR GENERAL MANAGER – LEGAL  
& COMPANY SECRETARY**