

6 August 2022

Department of Corporate Services
BSE Limited
1st floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai - 400 001
Scrip Code: 500710

The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Bandra-Kurla Complex
Bandra (E)
Mumbai – 400051
Symbol: AKZOINDIA

Dear Sir,

Sub: Outcome of AGM - pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that 68th Annual General Meeting (AGM) of the Company was held on Friday, 5th August 2022 at 1430 hours through video conferencing/other audio visual means in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI) to transact the business(es) mentioned in the Notice dated 27th May 2022 convening the AGM .

We hereby submit the following documents:

Description	Annexure
Summary of the proceedings of the AGM pursuant to Part A of the Schedule III under regulation 30 of the SEBI LODR Regulations	Annexure-A
Voting results of the AGM pursuant to Regulation 44 of the SEBI LODR Regulations	Annexure-B
Consolidated Report of the Scrutinizer dated 6th August 2022 on remote e-voting and e-voting at the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the (Management and Administration) Rules, 2014	Annexure-C

The above details will also be available on the website of the Company (www.akzonobel.co.in) and the website of National Securities Depository Limited (www.evoting.nsdl.com)

Further, the recording of the webcast of the AGM has been uploaded on the website of the Company at www.akzonobel.co.in and can be accessed through the following link:

<https://akzonobel.co.in/investors.php#agm-m>

This is for your kind information and record.

Thanking you,
Yours sincerely,

For **Akzo Nobel India Limited**


Harshi Rastogi
Company Secretary
Membership#A13642

Encl as above
Magadh Tower, 5th floor
Golf Course Extension Road, Sector-58
Gurugram - 122 011
Haryana, India
T +91 124 485 2400
www.akzonobel.co.in

Annexure-A**BRIEF PROCEEDINGS OF THE 68th ANNUAL GENERAL MEETING ('AGM') OF AKZO NOBEL INDIA LIMITED**

The 68th AGM of the Company was held on Friday, 5th August 2022, through video conferencing/other Audio Visual Means in accordance the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The meeting commenced at 1430 hours.

Mr Oscar Wezenbeek, Chairman of the Company, chaired the proceedings of the meeting.

The requisite quorum being present through Video Conferencing/other audio visual means, the Chairman called the meeting to order. All directors were present in the meeting. The Statutory, Secretarial and Cost Auditors were also present in the meeting.

The Chairman welcomed all the Directors and shareholders of the Company to the AGM.

He then introduced all the Directors and acknowledged the attendance of Auditors in the meeting. The Chairman welcomed Mr R Krishna who joined the Board as the Wholetime Director and CFO on 1st December 2021.

Before starting the formal business of the meeting, he made a speech to the shareholders where he highlighted the economic environment, innovation and growth, powerful performance on Grow and Deliver ambition, key initiatives including those with respect to sustainability, CSR and the way forward for the company.

After this the Managing Director of the Company, Mr Rajiv Rajgopal made a presentation sharing business highlights and the strategy of the company.

After the presentation, Chairman continued the proceedings and informed that the Notice of the AGM together with the financial statements and the reports of the board of directors and auditors for the financial year ended 31st March 2022 were sent to the members by email and a public notice was published in the newspapers. Since there were no adverse remarks, these were taken as read.

Thereafter he requested the members to raise their questions/express their views. A total of 9 speaker shareholders spoke/raised queries/made comments on the financial performance and other relevant matters of the Company.

The Chairman thanked all the members for their participation at the AGM and for their constructive suggestions and observations. Thereafter, the Chairman, the

Managing Director/CFO answered/responded/clarified all the questions/comments.

Thereafter, the Chairman took up the following items of business, as per the Notice convening the 68th AGM of the Company dated 27 May, 2022:

Sl. No.	Agenda item/Resolution	Category
Ordinary Business		
1	Adoption of the Financial statements of the Company for the Financial year ended 31st March 2022 together with the reports of the Board of Directors and Auditors'	Ordinary Resolution
2	Confirmation of Interim Dividend and declaration of final dividend on equity shares for the financial year ended 31st March 2022.	Ordinary Resolution
3	Re-appointment of Mr Oscar Wezenbeek (DIN 08432564) - as a Director who retires by rotation and offers himself for re-appointment.	Ordinary Resolution
Special Business		
4	Reappointment of Mrs Smriti Rekha Vijay (DIN 03305041) as an Independent Director for a period of 3 (three) years from August 16, 2022 to August 15, 2025.	Special Resolution
5	Ratification of remuneration payable to M/s Chandra Wadhwa & Co., Cost Accountants (Firm Registration Number 000239) Cost Auditors for the financial year ending 31st March 2023.	Ordinary Resolution

The chairman then invited the members present, who did not cast their votes through remote e-voting, to cast their votes electronically during the AGM. He informed the members that voting on the NSDL platform would be available for next 30 minutes to enable the members to cast their votes.

On completion of the e-voting process, the meeting concluded at 1658 hours

All the resolutions proposed at the meeting were passed with requisite majority. Detailed voting results for the votes cast through remote e-voting and electronic voting at the AGM on the resolutions as set out in the Notice of AGM are enclosed.

Voting Results

Annexure-B

AKZO NOBEL INDIA LIMITED

Date of 68th Annual General Meeting	5th August, 2022
Total number of shareholders on record date (29/07/2022)	46,293
No of shareholders present in the Meeting either in Person or through Proxy	N.A.
Promoters and Promoter Group	N.A.
Public	N.A.
No.of shareholders attended the Meeting through Video Conferencing	78
Promoters and Promoter Group	2
Public	76

Details of Agenda :

Resolution No : 1 - To receive, consider and adopt the audited financial statements (standalone and consolidated) for the year ended 31 March 2022 and the reports of the Directors and Auditors thereon.

Resolution required (Ordinary/Special)	Ordinary
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34044335	34044335	100.0000	34044335	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		34044335	34044335	100.0000	34044335	0	0.0000
Public - Institutions	E-Voting	5537075	3183217	57.4891	3183217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5537075	3183217	57.4891	3183217	0	0.0000
Public -Non Institutions	E-Voting	5958904	817374	13.7169	816787	587	99.9282	0.0718
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5958904	817374	13.7169	816787	587	99.9282
Total		45540314	38044926	83.5412	38044339	587	99.9985	0.0015

Resolution No : 2 - To confirm interim Dividend as declared and paid and to declare final Dividend on equity shares for the year ended 31 March 2022.

Resolution required (Ordinary/ Special)	Ordinary
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34044335	34044335	100.0000	34044335	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		34044335	34044335	100.0000	34044335	0	100.0000
Public - Institutions	E-Voting	5537075	3183217	57.4891	3183217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5537075	3183217	57.4891	3183217	0	100.0000
Public -Non Institutions	E-Voting	5958904	817374	13.7169	816787	587	99.9282	0.0718
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5958904	817374	13.7169	816787	587	99.9282
Total		45540314	38044926	83.5412	38044339	587	99.9985	0.0015

Resolution No : 3 - To appoint a Director in place of Mr Oscar Christian Maria Józef Wezenbeek (DIN: 08432564) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required (Ordinary/ Special)	Ordinary
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34044335	34044335	100.0000	34044335	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		34044335	34044335	100.0000	34044335	0	100.0000
Public - Institutions	E-Voting	5537075	3183217	57.4891	3183217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5537075	3183217	57.4891	3183217	0	100.0000
Public -Non Institutions	E-Voting	5958904	817374	13.7169	801869	15505	98.1031	1.8969
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5958904	817374	13.7169	801869	15505	98.1031
Total		45540314	38044926	83.5412	38029421	15505	99.9592	0.0408

Resolution No : 4 - To consider re-appointment of Mrs Smriti Rekha Vijay (DIN: 03305041) as an Independent Director

Resolution required (Ordinary/ Special)		Special						
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?		No						
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34044335	34044335	100.0000	34044335	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		34044335	34044335	100.0000	34044335	0	100.0000
Public - Institutions	E-Voting	5537075	3183217	57.4891	3183217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5537075	3183217	57.4891	3183217	0	100.0000
Public -Non Institutions	E-Voting	5958904	817374	13.7169	816384	990	99.8789	0.1211
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5958904	817374	13.7169	816384	990	99.8789
Total		45540314	38044926	83.5412	38043936	990	99.9974	0.0026

Resolution No : 5 - To consider ratification of remuneration to M/s Chandra Wadhwa & Co., Cost Auditors

Resolution required (Ordinary/ Special)		Ordinary						
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?		No						
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34044335	34044335	100.0000	34044335	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		34044335	34044335	100.0000	34044335	0	100.0000
Public - Institutions	E-Voting	5537075	3183217	57.4891	3183217	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5537075	3183217	57.4891	3183217	0	100.0000
Public -Non Institutions	E-Voting	5958904	817374	13.7169	816528	846	99.8965	0.1035
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5958904	817374	13.7169	816528	846	99.8965
Total		45540314	38044926	83.5412	38044080	846	99.9978	0.0022

A. K. LABHFCS, ACMA (ICAI), MBA, M.Com., ACSÍ (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary**A. K. LABH & Co.****Company Secretaries**40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, Fax : (033) 2221-9381
Mobile : 98300-55689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**The Chairman
of the 68th Annual General Meeting of
Akzo Nobel India Limited
Geetanjali Apartment, 1st Floor
8-B, Middleton Street
Kolkata - 700 071**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 68th Annual General Meeting (“AGM”) of the members of “**Akzo Nobel India Limited**” (“Company”) held on Friday, the 5th day of August, 2022 at 02:30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 27th day of May, 2022. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Tuesday, the 2nd day of August, 2022 up to 5:00 P.M. IST on Thursday, the 4th day of August, 2022.
2. The shareholders holding shares as on the “cut off” date, i.e. the 29th day of July, 2022 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the AGM dated the 27th day of May, 2022.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Friday, the 5th day of August, 2022 around 05:10 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 120372] are as under:



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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Website : www.aklabh.com

<A> ORDINARY BUSINESS:

a) Resolution 1

To receive, consider and adopt the audited financial statements (standalone and consolidated) for the year ended 31 March 2022 and the reports of the Directors and Auditors thereon

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	274	38044286	
E-voting at AGM	5	53	
Total	279	38044339	99.9985%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	4	587	
E-voting at AGM	0	0	
Total	4	587	0.0015%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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Website : www.aklabh.com

b) Resolution 2

To confirm interim Dividend as declared and paid and to declare final Dividend on equity shares for the year ended 31 March 2022

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	274	38044286	
E-voting at AGM	5	53	
Total	279	38044339	99.9985%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	4	587	
E-voting at AGM	0	0	
Total	4	587	0.0015%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



**c) Resolution 3**

To appoint a Director in place of Mr Oscar Christian Maria Józef Wezenbeek (DIN: 08432564) who retires by rotation and being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	265	38029369	
E-voting at AGM	4	52	
Total	269	38029421	99.9592%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	13	15504	
E-voting at AGM	1	1	
Total	14	15505	0.0408%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



** SPECIAL BUSINESS:****d) Resolution 4 : Special Resolution**

To consider re-appointment of Mrs Smriti Rekha Vijay (DIN: 03305041) as an Independent Director

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	263	38043884	
E-voting at AGM	4	52	
Total	267	38043936	99.9974%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	989	
E-voting at AGM	1	1	
Total	16	990	0.0026%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

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Website : www.aklabh.com

e) Resolution 5 : Ordinary Resolution

To consider ratification of remuneration to M/s Chandra Wadhwa & Co., Cost Auditors

(i) **Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	266	38044028	
E-voting at AGM	4	52	
Total	270	38044080	99.9978%

(ii) **Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	845	
E-voting at AGM	1	1	
Total	13	846	0.0022%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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Website : www.aklabh.com

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries



(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D000754014

Place : Kolkata

Dated : 06-08-2022



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

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Received the Report of the Scrutinizer
For Akzo Nobel India Limited



(Harshi Rastogi)
Company Secretary
ACS 13642

06 Aug 2022

