

Date: 11<sup>th</sup> September, 2020

The Secretary  
BSE Ltd.  
Corporate Relationship Dept.,  
14<sup>th</sup> floor, P. J. Tower,  
Dalal Street, Fort  
Mumbai - 400 001  
**Stock Code – 500331**

The Secretary  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai - 400 051  
**Stock Code - PIDILITIND**

Dear Sir,

**Sub: Outcome of the Annual General Meeting**

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This is to inform you that the 51<sup>st</sup> Annual General Meeting (AGM) of the Company was held on Thursday, 10<sup>th</sup> September, 2020 at 03.00 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) in accordance with circular(s) issued by Ministry of Corporate Affairs and Securities of Exchange Board of India. The Company provided remote e-voting facility and electronic voting facility at the AGM to its members in respect of business to be transacted at AGM and also provided the live webcast of the proceedings of the AGM for convenience of the Members.

Please find enclosed the following:

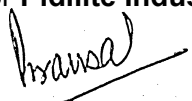
- (a) Proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations (Annexure A)
- (b) Disclosure of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). The said disclosure be also considered as compliance in accordance with Regulation 30 of the Listing Regulations. (Annexure B)
- (c) Consolidated Report of the Scrutinizers, dated 11<sup>th</sup> September, 2020, on remote e-voting and electronic voting at the AGM. (Annexure C)

The above results will also be available on the website of the Company ([www.pidilite.com](http://www.pidilite.com)) and on the website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com))

You are requested to kindly take the same on your record.

Thanking You,

Yours faithfully,  
For **Pidilite Industries Limited**

  
**Puneet Bansal**  
Company Secretary

**Regd. Office**  
Regent Chambers, 7th Floor  
Jamnalal Bajaj Marg  
208 Nariman Point

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## **ANNEXURE A**

### **BRIEF PROCEEDINGS OF THE 51<sup>st</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

The 51<sup>st</sup> Annual General Meeting (AGM) of the Company was held on Thursday, 10<sup>th</sup> September, 2020, through two-way Video Conference (VC) /Other Audio Visual Means (OAVM) in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India [SEBI] (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued by the Ministry of Corporate Affairs and SEBI from time to time in this regard. The meeting commenced at 3.00 p.m.

Shri M B Parekh, Chairman of the Company, chaired the proceedings of the meeting. He welcomed all the Directors and Shareholders of the Company to the AGM. Then he requested Shri Puneet Bansal, Company Secretary to elaborate on applicable legal provisions for holding this AGM.

Shri Puneet Bansal informed the members as under:

- a. In view of the continuing COVID-19 pandemic, this meeting was conducted through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") facility without the physical presence of the Members.
- b. In terms of the provisions of Section 108 of the Companies Act, 2013, Rules issued thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), the Company had provided e-voting facility to the members to exercise their right to vote on the resolutions proposed to be passed at the AGM through electronic voting system prior to the AGM (remote e-voting). The remote e-voting period which had commenced on Sunday, 6<sup>th</sup> September, 2020 at 9.00 a.m. ended on Wednesday, 9<sup>th</sup> September, 2020 at 5.00 p.m. Members who had not exercised their vote earlier, could also vote during the AGM (e-voting). He further informed that e-voting platform was open and shall remain open until 15 minutes after closure of the meeting. He invited Members attention to the updated notice electronically sent to all of the Members of the Company and also placed on website of Stock Exchanges, NSDL & Company regarding explanatory statement to resolution no. 8 for appointment of Shri Debabrata Gupta as Whole-time Director.
- c. The Company had taken all feasible steps to ensure that the shareholders were provided an opportunity to participate in this AGM and vote.

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- d. The detailed instructions for speakers and participants had been provided in the notice of AGM.
- e. The facility for appointment of proxy was not available at this meeting as per the MCA circular. The Company had received certified copies of Resolutions from Body Corporate who were members u/s 113 of the Companies Act, 2013 authorising their Representatives to attend and vote at the meeting.

The Chairman announced that the requisite quorum being present through Video Conference, he called the meeting to be in order. All Directors of the Company were present for the meeting through VC from their respective locations. The Statutory and Secretarial Auditors were also present during the meeting.

The Chairman then introduced the other directors present in the Meeting.

The Chairman announced the commencement of e-voting at the AGM as provided by NSDL.

The Notice convening the AGM and the Annual Report of the Company for the financial year ended 31<sup>st</sup> March, 2020, were taken as read as the same were already circulated to the members. As the Statutory and Secretarial Auditors' Report, did not contain any qualifications/adverse remarks they were taken as read.

The Chairman then informed the Members that the necessary registers and documents referred to in the Notice of the 51<sup>st</sup> AGM were available for inspection.

Then the Chairman delivered his speech to the Members of the Company which included highlights on business performance, financials, outlook, etc.

The Chairman then placed before the meeting ten resolutions as set out in the Notice of the 51<sup>st</sup> AGM for the Members approval.

The members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 51<sup>st</sup> AGM of the Company. Total 11 speaker shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses were provided to the members by the Chairman and Company Secretary of the Company.

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The Board of Directors of the Company had appointed Shri M. M. Sheth, Practising Company Secretary as the Scrutinizer for scrutiny of the votes cast through the remote e-voting platform and also for electronic voting at the AGM and he would submit his Consolidated Report on remote e-voting and electronic voting at this meeting within the stipulated time. The Chairman authorized Shri Puneet Bansal, Company Secretary to publish the results of voting alongwith Scrutinizer's Report on the website of the Company and NSDL and also intimate to BSE and NSE.

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

As informed by the Company Secretary voting on the NSDL platform continued for another 15 minutes after closure of the meeting to enable the members to cast their votes.

On completion of the e-voting process, the meeting concluded at 4.23 p.m.

As per the Scrutinizer's Report, following resolutions were passed with requisite majority:

1. Ordinary Resolution for Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors' thereon and the Audited Consolidated Financial Statements of the Company with Auditor's Report for the year ended 31<sup>st</sup> March, 2020.
2. Ordinary Resolution for confirmation of interim dividend on Equity Shares as Final Dividend.
3. Ordinary Resolution for re-appointment of Shri A B Parekh as a Director, who retires by rotation.
4. Special Resolution for re-appointment of Shri N K Parekh as a Director, who retires by rotation.
5. Ordinary Resolution for re-appointment of Shri Bharat Puri as the Managing Director of the Company, for a further period of 5 years w.e.f. 10.04.2020.
6. Ordinary Resolution for re-appointment of Shri A N Parekh as a Whole Time Director of the Company, for a further period of 5 years w.e.f. 01.07.2020.
7. Ordinary Resolution for appointment of Shri Debabrata Gupta as a Director of the Company.
8. Ordinary Resolution for appointment of Shri Debabrata Gupta as a Whole Time Director designated as "Director-Operations" of the Company, for a period of 3 years w.e.f. 01.03.2020.

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9. Special Resolution for re-appointment of Shri Sanjeev Aga as an Independent Director of the Company for a second consecutive term of five years upto 31.03.2025.
10. Ordinary Resolution for ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors.

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<b>Name of the Company</b>	<b>PIDILITE INDUSTRIES LIMITED</b>
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<b>Regulation 30 of the Listing Regulations – details regarding the proceedings of the Meeting</b>		
<b>Sr. no</b>	<b>Particulars</b>	<b>Details</b>
<b>1</b>	<b>Date of the AGM/EGM</b>	<b>10<sup>th</sup> September, 2020</b>
<b>2</b>	<b>Total Number of Shareholders as on record date i.e. as on cut-off date 3<sup>rd</sup> September, 2020</b>	<b>2,52,983</b>
<b>3</b>	<b>No. of Shareholders present in the meeting</b>	<b>Nil</b>
<b>4</b>	<b>No of shareholders present through VC</b>	
	<b>(i) Promoter and Promoter Group</b>	<b>11</b>
	<b>(ii) Public</b>	<b>147</b>

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**PIDILITE INDUSTRIES LIMITED**

**Resolution (1)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors' thereon and also the Audited Consolidated financial statements of the Company for the year ended 31st March, 2020.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		352611395	98.87	352611395	0	100.00	0.00
2	Public - Institutional holders	E-Voting	98660487	81531096	82.64	81524858	6238	99.99	0.01
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		81531096	82.64	81524858	6238	99.99	0.01
3	Public-Others	E-Voting	52818812	1131989	2.14	1131204	785	99.93	0.07
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		1131989	2.14	1131204	785	99.93	0.07
	Total	E-Voting	<b>508131980</b>	435274480	85.66	435267457	7023	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>435274480</b>	<b>85.66</b>	<b>435267457</b>	<b>7023</b>	<b>100.00</b>	<b>0.00</b>

**PIDILITE INDUSTRIES LIMITED**

**Resolution (2)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for confirmation of interim dividend on Equity Shares as final dividend**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)]*100	[4]	[5]	[6]=[4]/(2)]*100	[7]=[5]/(2)]*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		352611395	98.87	352611395	0	100.00	0.00
2	Public - Institutional holders	E-Voting	98660487	81718694	82.83	81718694	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		81718694	82.83	81718694	0	100.00	0.00
3	Public-Others	E-Voting	52818812	1132490	2.14	1126561	5929	99.48	0.52
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		1132490	2.14	1126561	5929	99.48	0.52
Total		E-Voting	<b>508131980</b>	435462579	85.70	435456650	5929	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>435462579</b>	<b>85.70</b>	<b>435456650</b>	<b>5929</b>	<b>100.00</b>	<b>0.00</b>



**PIDILITE INDUSTRIES LIMITED**

**Resolution (3)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for re-appointment of Shri A B Parekh as a Director, who retires by rotation.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)]*100	% of Votes against on votes polled [7]=[5]/(2)]*100
			[1]	[2]	[3]=[2]/(1)]*100	[4]	[5]	[6]=[4]/(2)]*100	[7]=[5]/(2)]*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>352611395</b>	<b>98.87</b>	<b>352611395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	98660487	81677306	82.79	51303690	30373616	62.81	37.19
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>81677306</b>	<b>82.79</b>	<b>51303690</b>	<b>30373616</b>	<b>62.81</b>	<b>37.19</b>
3	Public-Others	E-Voting	52818812	1136258	2.15	1134694	1564	99.86	0.14
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>1136258</b>	<b>2.15</b>	<b>1134694</b>	<b>1564</b>	<b>99.86</b>	<b>0.14</b>
Total		E-Voting	<b>508131980</b>	435424959	85.69	405049779	30375180	93.02	6.98
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>435424959</b>	<b>85.69</b>	<b>405049779</b>	<b>30375180</b>	<b>93.02</b>	<b>6.98</b>

**PIDILITE INDUSTRIES LIMITED**

**Resolution (4)**

<b>Resolution required: (Ordinary / Special)</b>	SPECIAL
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Special Resolution for re-appointment of Shri N K Parekh as a Director, who retires by rotation.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)]*100	[4]	[5]	[6]=[4]/(2)]*100	[7]=[5]/(2)]*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		352611395	98.87	352611395	0	100.00	0.00
2	Public - Institutional holders	E-Voting	98660487	81140194	82.24	58453568	22686626	72.04	27.96
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		81140194	82.24	58453568	22686626	72.04	27.96
3	Public-Others	E-Voting	52818812	1140123	2.16	1138317	1806	99.84	0.16
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		1140123	2.16	1138317	1806	99.84	0.16
Total	Total	E-Voting	508131980	434891712	85.59	412203280	22688432	94.78	5.22
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		434891712	85.59	412203280	22688432	94.78	5.22

**PIDILITE INDUSTRIES LIMITED**

**Resolution (5)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for re-appointment of Shri Bharat Puri as the Managing Director of the Company, for a further period of 5 years we.f. 10th April, 2020.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>352611395</b>	<b>98.87</b>	<b>352611395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	98660487	67027235	67.94	66347778	679457	98.99	1.01
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>67027235</b>	<b>67.94</b>	<b>66347778</b>	<b>679457</b>	<b>98.99</b>	<b>1.01</b>
3	Public-Others	E-Voting	52818812	1132103	2.14	1130145	1958	99.83	0.17
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>1132103</b>	<b>2.14</b>	<b>1130145</b>	<b>1958</b>	<b>99.83</b>	<b>0.17</b>
Total	Total	E-Voting	<b>508131980</b>	420770733	82.81	420089318	681415	99.84	0.16
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>420770733</b>	<b>82.81</b>	<b>420089318</b>	<b>681415</b>	<b>99.84</b>	<b>0.16</b>

**PIDILITE INDUSTRIES LIMITED**

**Resolution (6)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for re-appointment of Shri A N Parekh as a Whole Time Director of the Company, for a further period of 5 years w.e.f. 1st July, 2020.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		352611395	98.87	352611395	0	100.00	0.00
2	Public - Institutional holders	E-Voting	98660487	81668694	82.78	56961676	24707018	69.75	30.25
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		81668694	82.78	56961676	24707018	69.75	30.25
3	Public-Others	E-Voting	52818812	1132123	2.14	1130429	1694	99.85	0.15
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		1132123	2.14	1130429	1694	99.85	0.15
Total	Total	E-Voting	508131980	435412212	85.69	410703500	24708712	94.33	5.67
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		435412212	85.69	410703500	24708712	94.33	5.67

**PIDILITE INDUSTRIES LIMITED**

**Resolution (7)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for appointment of Shri Debabrata Gupta as a Director of the Company.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		352611395	98.87	352611395	0	100.00	0.00
2	Public - Institutional holders	E-Voting	98660487	81718694	82.83	62455673	19263021	76.43	23.57
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		81718694	82.83	62455673	19263021	76.43	23.57
3	Public-Others	E-Voting	52818812	1132122	2.14	1128312	3810	99.66	0.34
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		1132122	2.14	1128312	3810	99.66	0.34
Total		E-Voting	<b>508131980</b>	435462211	85.70	416195380	19266831	95.58	4.42
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>435462211</b>	<b>85.70</b>	<b>416195380</b>	<b>19266831</b>	<b>95.58</b>	<b>4.42</b>

**PIDILITE INDUSTRIES LIMITED**

**Resolution (8)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for appointment of Shri Debabrata Gupta as a Whole Time Director designated as "Director-Operations" of the Company, for a period of 3 years w.e.f. 1st March, 2020.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			<b>[1]</b>	<b>[2]</b>	<b>[3]=[ (2)/(1) ]*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=[ (4)/(2) ]*100</b>	<b>[7]=[ (5)/(2) ]*100</b>
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>352611395</b>	<b>98.87</b>	<b>352611395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	98660487	81718694	82.83	74940486	6778208	91.71	8.29
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>81718694</b>	<b>82.83</b>	<b>74940486</b>	<b>6778208</b>	<b>91.71</b>	<b>8.29</b>
3	Public-Others	E-Voting	52818812	1132093	2.14	1128320	3773	99.67	0.33
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>1132093</b>	<b>2.14</b>	<b>1128320</b>	<b>3773</b>	<b>99.67</b>	<b>0.33</b>
Total		E-Voting	<b>508131980</b>	435462182	85.70	428680201	6781981	98.44	1.56
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>435462182</b>	<b>85.70</b>	<b>428680201</b>	<b>6781981</b>	<b>98.44</b>	<b>1.56</b>

**PIDILITE INDUSTRIES LIMITED**

**Resolution (9)**

<b>Resolution required: (Ordinary / Special)</b>	SPECIAL
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Special Resolution for re-appointment of Shri Sanjeev Aga as an Independent Director for a second consecutive term of five years upto 31st March, 2025.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[ (2)/(1) ]*100	[4]	[5]	[6]=[ (4)/(2) ]*100	[7]=[ (5)/(2) ]*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		352611395	98.87	352611395	0	100.00	0.00
2	Public - Institutional holders	E-Voting	98660487	66498735	67.40	61582099	4916636	92.61	7.39
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		66498735	67.40	61582099	4916636	92.61	7.39
3	Public-Others	E-Voting	52818812	1132065	2.14	1126875	5190	99.54	0.46
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		1132065	2.14	1126875	5190	99.54	0.46
Total	Total	E-Voting	508131980	420242195	82.70	415320369	4921826	98.83	1.17
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		420242195	82.70	415320369	4921826	98.83	1.17

**PIDILITE INDUSTRIES LIMITED**

**Resolution (10)**

<b>Resolution required: (Ordinary / Special)</b>	ORDINARY
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No

**Ordinary Resolution for ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors.**

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
1	Promoter and Promoter Group	E-Voting	356652681	352611395	98.87	352611395	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>352611395</b>	<b>98.87</b>	<b>352611395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	98660487	81718694	82.83	81718694	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>81718694</b>	<b>82.83</b>	<b>81718694</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
3	Public-Others	E-Voting	52818812	1139971	2.16	1137709	2262	99.80	0.20
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>1139971</b>	<b>2.16</b>	<b>1137709</b>	<b>2262</b>	<b>99.80</b>	<b>0.20</b>
Total	Total	E-Voting	<b>508131980</b>	435470060	85.70	435467798	2262	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>435470060</b>	<b>85.70</b>	<b>435467798</b>	<b>2262</b>	<b>100.00</b>	<b>0.00</b>

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M. M. SHETH  
Proprietor

Date: 11<sup>th</sup> September, 2020

To,  
The Chairman of  
51<sup>st</sup> Annual General Meeting of  
**Pidilite Industries Limited**  
**CIN: L24100MH1969PLC014336**  
Regd. Off: Regent Chambers, 7<sup>th</sup> Floor,  
Jamanalal Bajaj Marg,  
208, Nariman Point, Mumbai – 400021.

**Subject: Consolidated Scrutinizer's Report for Remote E-voting and Electronic Voting at the 51<sup>st</sup> Annual General Meeting (AGM) of the Company held on 10<sup>th</sup> September, 2020**

The Board of Directors of the Company at their meeting held on 17<sup>th</sup> June, 2020 had appointed me as Scrutinizer for remote e-voting and also for electronic voting at the AGM in respect of the below mentioned ten resolutions proposed at the 51<sup>st</sup> AGM of the Company held on Thursday, 10<sup>th</sup> September, 2020 at 3.00 p.m. (IST) through video conferencing/ other audio visual means.

Pursuant to Section 108 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies (Management and Administration) Rules, 2014 [the Rules], as amended, the Company has confirmed that the Notice convening the 51<sup>st</sup> AGM of the Company along with the instructions for the remote e-voting and electronic voting at the AGM and the Annual Report for the financial year 2019–20 were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circular dated 5<sup>th</sup> May, 2020 read with Circulars dated 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular dated 12<sup>th</sup> May, 2020.



The Company has published a notice in this regard, in Business Standard (newspaper in English) and Sakaal (newspaper in Marathi) on 11<sup>th</sup> August, 2020.

Company has intimated to BSE and NSE on 3<sup>rd</sup> September, 2020 about corrigendum to the Notice of 51<sup>st</sup> AGM of the Company which has been published in Business Standard and Sakaal on 4<sup>th</sup> September, 2020. The Company has also sent updated Notice to the Members electronically.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility and also electronic voting facility at the AGM to its members in respect of business to be transacted at AGM.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for the facility of remote e-voting to its Members as well as electronic voting facility at the AGM to those Members of the Company who had not cast their vote through remote e-voting.

Cut -off date:	3 <sup>rd</sup> September, 2020
Remote e-voting commencement date:	6 <sup>th</sup> September, 2020 at 9.00 a.m.
Remote e-voting end date:	9 <sup>th</sup> September, 2020 at 5.00 p.m.

On completion of electronic voting at the AGM, the results of the remote e-voting and electronic voting by Members at the AGM, on the NSDL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote e-voting and electronic voting at the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and electronic voting at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.



The results of the remote e-voting and electronic voting are as under:

**Ordinary Business – Ordinary Resolution no. 1**

Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company with Auditor's Report thereon for the year ended 31<sup>st</sup> March, 2020

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
<b>1,227</b>	<b>43,52,74,480</b>	<b>85.66 %</b>

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
<b>Assent</b>	1,178	43,52,52,887	34	14,570	43,52,67,457	100.00
<b>Dissent</b>	14	7,022	1	1	7,023	0.00*
<b>Total</b>	<b>1,192</b>	<b>43,52,59,909</b>	<b>35</b>	<b>14,571</b>	<b>43,52,74,480</b>	<b>100.00</b>

\*negligible

**Ordinary Business – Ordinary Resolution no. 2**

Confirmation of Interim Dividend on Equity Shares as Final Dividend

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
<b>1,230</b>	<b>43,54,62,579</b>	<b>85.70 %</b>

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
<b>Assent</b>	1,156	43,54,42,080	34	14,570	43,54,56,650	100.00
<b>Dissent</b>	39	5,928	1	1	5,929	0.00*
<b>Total</b>	<b>1,195</b>	<b>43,54,48,008</b>	<b>35</b>	<b>14,571</b>	<b>43,54,62,579</b>	<b>100.00</b>

\*negligible



**Ordinary Business – Ordinary Resolution no. 3**

Re-appointment of Shri A. B. Parekh as a Director, who retires by rotation

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
1,222	43,54,24,959	85.69 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	802	40,50,39,184	32	10,595	40,50,49,779	93.02
Dissent	385	3,03,75,157	3	23	3,03,75,180	6.98
Total	1,187	43,54,14,341	35	10,618	43,54,24,959	100.00

**Ordinary Business – Special Resolution no. 4**

Re-appointment of Shri N. K. Parekh as a Director, who retires by rotation

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
1,224	43,48,91,712	85.59 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	821	41,21,88,985	32	14,295	41,22,03,280	94.78
Dissent	368	2,26,88,409	3	23	2,26,88,432	5.22
Total	1,189	43,48,77,394	35	14,318	43,48,91,712	100.00



**Special Business – Ordinary Resolution no. 5**

Re-appointment of Shri Bharat Puri as the Managing Director of the Company for a further period of five years with effect from 10<sup>th</sup> April, 2020

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
<b>1,215</b>	<b>42,07,70,733</b>	<b>82.81 %</b>

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
<b>Assent</b>	1,128	42,00,75,011	33	14,307	42,00,89,318	99.84
<b>Dissent</b>	52	6,81,404	2	11	6,81,415	0.16
<b>Total</b>	1,180	42,07,56,415	35	14,318	42,07,70,733	100.00

**Special Business – Ordinary Resolution no. 6**

Re-appointment of Shri A. N. Parekh as a Whole-time Director of the Company for a further period of five years with effect from 1<sup>st</sup> July, 2020

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
<b>1,226</b>	<b>43,54,12,212</b>	<b>85.69 %</b>

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
<b>Assent</b>	815	41,06,89,195	33	14,305	41,07,03,500	94.33
<b>Dissent</b>	376	2,47,08,699	2	13	2,47,08,712	5.67
<b>Total</b>	1,191	43,53,97,894	35	14,318	43,54,12,212	100.00



**Special Business – Ordinary Resolution no. 7**

Appointment of Shri Debabrata Gupta as a Director of the Company

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
<b>1,225</b>	<b>43,54,62,211</b>	<b>85.70 %</b>

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
<b>Assent</b>	871	41,61,81,073	33	14,307	41,61,95,380	95.58
<b>Dissent</b>	319	1,92,66,820	2	11	1,92,66,831	4.42
<b>Total</b>	1,190	43,54,47,893	35	14,318	43,54,62,211	100.00

**Special Business – Ordinary Resolution no. 8**

Appointment of Shri Debabrata Gupta as a Whole-time Director (designated as “Director-Operations”) of the Company for a period of three years with effect from 1<sup>st</sup>March, 2020

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
<b>1,228</b>	<b>43,54,62,182</b>	<b>85.70 %</b>

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
<b>Assent</b>	1,089	42,86,65,894	33	14,307	42,86,80,201	98.44
<b>Dissent</b>	104	67,81,970	2	11	67,81,981	1.56
<b>Total</b>	1,193	43,54,47,864	35	14,318	43,54,62,182	100.00



**Special Business – Special Resolution no. 9**

Re-appointment of Shri Sanjeev Aga as an Independent Director of the Company for a second consecutive term of five years upto 31<sup>st</sup> March, 2025

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
1,212	42,02,42,195	82.70 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	1,076	41,53,06,084	31	14,285	41,53,20,369	98.83
Dissent	101	49,21,793	4	33	49,21,826	1.17
Total	1,177	42,02,27,877	35	14,318	42,02,42,195	100.00

**Special Business – Ordinary Resolution no. 10**

Ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors

No. of Members who cast Vote	No. of shares voted	% of Total Paid-up Share Capital
1,222	43,54,70,060	85.70 %

	Remote E-voting		Electronic Voting at the AGM		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	1,155	43,54,53,538	32	14,260	43,54,67,798	100.00
Dissent	33	2,251	2	11	2,262	0.00*
Total	1,188	43,54,55,789	34	14,271	43,54,70,060	100.00

\*negligible



**M. M. SHETH & Co.**  
**Company Secretaries**

All the above 10 Resolutions have been passed by the members with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote e-voting and electronic voting at the AGM. I shall be arranging to hand over these records to you or such other person authorised by you.

**FOR M. M. SHETH & Co.**

**(M. M. Sheth)**

**Prop.**

**FCS: 1455, CP No.: 729**

**Place: Mumbai**