

19 December 2019

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

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

Dear Sirs,

Postal Ballot Result

We refer to the Postal Ballot Notice dated 8 November 2019 seeking approval of the Members of the Company by way of Ordinary Resolutions through Postal Ballot for appointment of Mr. Rahul Bhatnagar and Mrs. Smriti Vijay as Independent Directors on the Board of the Company.

In this connection and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Ordinary Resolutions mentioned in the aforesaid Postal Ballot notice has been **passed by the Members of the Company with requisite majority**. The approval is deemed to have been received on Tuesday, 17th December 2019 viz. the last date of receipt of duly completed Ballot Forms and remote e-voting. The result has been announced at the registered office of the Company today, 19th December 2019.

Please find enclosed the voting results in the specified format along with the report issued by the Scrutinizer.

Request you to kindly take the above information on your records.

Yours Faithfully,
For Akzo Nobel India Limited



R Guha
Company Secretary

Encl: as above.

A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

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Mobile : 98300-55689

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Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Akzo Nobel India Limited
Geetanjali Apartment, 1st Floor
8-B, Middleton Street
Kolkata - 700 071

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 8th November, 2019.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolutions contained in the Notice of the postal ballot and e-voting dated the 8th November, 2019. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots 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) and of voting received through postal ballots as provided by M/s. C B Management Services (P) Limited, Kolkata, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
 - (a) The Company has completed the dispatch of Postal Ballot Notice and Postal Ballot forms (containing e-voting instructions) through e-mail / other permitted modes as applicable on 18th November, 2019 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 8th day of November, 2019.
 - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
 - (c) The ballot boxes were opened after 5:00 p.m. on Tuesday, 17th day of December, 2019 in our presence.



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- (d) The postal ballot forms were duly opened in our presence and scrutinized.
- (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- (f) All postal ballot forms received on or before 5:00 p.m. on Tuesday, 17th day of December, 2019 the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5:00 p.m. on Tuesday, 17th day of December, 2019, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).
- (j) The e-voting period remained open from 9:00 A.M. IST on Monday, the 18th day of November, 2019 up to 5:00 P.M. IST on Tuesday, the 17th day of December, 2019.
- (k) The shareholders holding shares as on the "cut off" date, i.e. 8th day of November, 2019 were entitled to vote on the proposed resolutions as mentioned in the notice of the postal ballot and e-voting dated 8th day of November, 2019.
- (l) The result of the electronic voting was downloaded after 5:00 p.m. on Tuesday, the 17th day of December, 2019 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Ms. Rachana Agarwal, residing at 162/2, Benaras Road, Salkia, Howrah – 711106 and Ms. Ankita Singh, residing at 76, Bhairav Dutta Lane, 3rd Floor, Howrah – 711106 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (**EVEN: 112600**) is as follows :-



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SPECIAL BUSINESS:

(a) Resolution 1 : Ordinary Resolution

Appointment of Mr. Rahul Bhatnagar (DIN: 07268064) as an Independent Director

(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>
E-voting	195	36660757	
Voting by ballot	212	1033636	
Total	407	37694393	99.9978

(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>
E-voting	18	778	
Voting by ballot	6	62	
Total	24	840	0.0022

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	905



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(b) Resolution 2 : Ordinary Resolution

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
E-voting	193	36660768	
Voting by ballot	212	1033636	
Total	405	37694404	99.9979

(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
E-voting	18	756	
Voting by ballot	6	62	
Total	24	818	0.0021

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	905



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4. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of e-voting and Postal Ballot.
6. The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238

UDIN - F004848A000437711



Place: Kolkata

Dated: 19.12.2019



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Witness:

1. *Rachana Agarwal*
(Rachana Agarwal)
162/2, Benaras Road
Salkia, Kolkata - 700 060

2. *Ankita Singh*
(Ankita Singh)
76, Bhairav Dutta Lane, 3rd Floor
Howrah - 711106



Received the Report of the Scrutinizer
For Akzo Nobel India Limited

R. Guha

(R. Guha)
Company Secretary
Membership No.: FCS 10474



AKZO NOBEL INDIA LIMITED

Record Date of Postal Ballot	8th November,2019
Total number of shareholders on record date	42266
No.of Shareholders voted through e-voting or through physical ballot	
Promoters and Promoter Group	2
Public Institution	49
Public Others	380

Details of Agenda :

Item No.1-Ordinary Resolution -Appointment of Mr. Rahul Bhatnagar (DIN:07268064) as an Independent Director.

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	3512478	2469239	70.2991	2469239	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		3512478	2469239	70.2991	2469239	0	100.0000
Public -Non Institutions	E-Voting	7983501	1170175	14.6574	1169397	778	99.9335	0.0665
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		11484	0.1438	11422	62	99.4601	0.5399
	Total		7983501	1181659	14.8013	1180819	840	99.9289
Total		45540314	37695233	82.7733	37694393	840	99.9978	0.0022

Item No.2-Ordinary Resolution -Appointment of Mrs. Smriti Rekha Vijay (DIN:03305041) as an Independent Director.

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	3512478	2469239	70.2991	2469239	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		3512478	2469239	70.2991	2469239	0	100.0000
Public -Non Institutions	E-Voting	7983501	1170164	14.6573	1169408	756	99.9354	0.0646
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		11484	0.1438	11422	62	99.4601	0.5399
	Total		7983501	1181648	14.8011	1180830	818	99.9308
Total		45540314	37695222	82.7733	37694404	818	99.9978	0.0022

Details of invalid votes	
Category (Resolution-1)	No of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	905

Details of invalid votes	
Category (Resolution-2)	No of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	905