

**BERGER PAINTS INDIA LIMITED**

(Scrip Code : CSE: 12529      BSE : 509480      NSE : BERGEPAIN T)

**Disclosure of voting results by listed entities in terms of  
Clause 35A of the Listing Agreement**

Date of declaration of the Postal Ballot Result	:	30th December,2014
Total number of shareholders on Cut-off date (Record date) ( November 14,2014)	:	39599
No.of Shareholders present in the meeting either in person or through proxy:		Not Applicable
Promoters and Promoter Group	:	
Public	:	
No.of Shareholders attended the meeting through Video Conferencing	:	Not Applicable
Promoters and Promoter Group	:	Nil
Public	:	Nil

Agenda -wise details:

In case of Poll/Postal ballot/E-voting

The mode of voting for all resolution was e-voting and poll conducted through Postal Ballot Form :

Resolution No :1 - Sub-Division of face value of Shares of Rs.2/- each to Re.1/- each of the Company pursuant to Section 61(d) of the Companies Act,2013 and Article 64 of the Articles of Association of the Company(Ordinary/Special Resolution )

Promoter/ Public	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
Promoter and Promoter Group	259866668	208571863	80.26	208571863	0	100.00	0.00
Public - Institutional holders	48290192	41172166	85.26	41172166	0	100.00	0.00
Public -Others	38485200	1096748	2.85	1049325	47423	95.68	4.32
<b>TOTAL</b>	<b>346642060</b>	<b>250840777</b>	<b>72.36</b>	<b>250793354</b>	<b>47423</b>	<b>99.98</b>	<b>0.02</b>

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BERGER PAINTS INDIA LIMITED

ANIRUDDHA SEN  
SENIOR VICE PRESIDENT & COMPANY SECRETARY

**Resolution No :2 Alteration of the Memorandum of Association of the Company ( Ordinary /Special Resolution )**

Promoter/ Public	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)
Promoter and Promoter Group	259866668	208571863	80.26	208571863	0	100.00	0.00
Public - Institutional holders	48290192	41172166	85.26	41172166	0	100.00	0.00
Public -Others	38485200	1086819	2.82	1045259	41560	96.18	3.82
<b>TOTAL</b>	<b>346642060</b>	<b>250830848</b>	<b>72.36</b>	<b>250789288</b>	<b>41560</b>	<b>99.98</b>	<b>0.02</b>

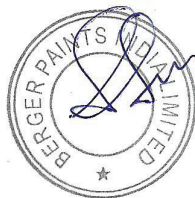
**Resolution No :3 Alteration of the Articles of Association of the Company ( Ordinary/Special Resolution )**

Promoter/ Public	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)
Promoter and Promoter	259866668	208571863	80.26	208571863	0	100.00	0.00
Public - Institutional holders	48290192	41172166	85.26	41172166	0	100.00	0.00
Public -Others	38485200	1086503	2.82	1039900	46603	95.71	4.29
<b>TOTAL</b>	<b>346642060</b>	<b>250830532</b>	<b>72.36</b>	<b>250783929</b>	<b>46603</b>	<b>99.98</b>	<b>0.02</b>

**Resolution No :4 Ratification of Remuneration payable to the cost Auditors for the year 2014-15 ( Ordinary /Special Resolution )**

Promoter/ Public	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)
Promoter and Promoter	259866668	208571863	80.26	208571863	0	100.00	0.00
Public - Institutional holders	48290192	41172166	85.26	41172166	0	100.00	0.00
Public -Others	38485200	1083637	2.82	1048116	35521	96.72	3.28
<b>TOTAL</b>	<b>346642060</b>	<b>250827666</b>	<b>72.36</b>	<b>250792145</b>	<b>35521</b>	<b>99.99</b>	<b>0.01</b>

**Note : All the aforesaid resolution were passed with requisite majority**



**Resolution No 5 Dispose of undertakings under Section 180(1)(a) of the Companies Act,2013 Ordinary /Special Resolution )**

Promoter/ Public	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
Promoter and Promoter Group	259866668	208571863	80.26	208571863	0	100.00	0.00
Public - Institutional holders	48290192	36291557	75.15	23286215	13005342	64.16	35.84
Public -Others	38485200	1078495	2.80	1024995	53500	95.04	4.96
<b>TOTAL</b>	<b>346642060</b>	<b>245941915</b>	<b>70.95</b>	<b>232883073</b>	<b>13058842</b>	<b>94.69</b>	<b>5.31</b>

**Note : All the aforesaid resolution were passed with requisite majority**

