



4th August, 2016

The Corporate Relationship
Department
Bombay Stock Exchange
Limited,
1st Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

The Listing Department
National Stock Exchange of
India Limited
Exchange Plaza, 5th Floor,
Plot No.-C/1, 'G' Block,
Bandra- Kurla Complex,
Bandra (E)
Mumbai - 400051

Listing Department
The Calcutta Stock Exchange
Ltd.
7 Lyons Range,
Kolkata-700001

Dear Sirs,

Sub: Submission of Electronic Voting Results at Annual General Meeting - Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 92nd Annual General Meeting (AGM) of the Company was held on Wednesday, 3rd August, 2016 at Kalamandir, 48, Shakespeare Sarani, Kolkata -700017 and all the resolutions contained in the Notice convening the meeting were voted upon electronically both by remote e-voting and also by tablets at the AGM venue.

Mr. S.M. Gupta, FCS, of M/s S.M. Gupta & Co., Practicing Company Secretary, holding Membership No.FCS-896 and Certificate of Practice No. 2053, was the Scrutiniser and has submitted his Report on the results of the aforesaid electronic voting to the Chairman / Managing Director of the Company.

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a copy of the voting results along with the Scrutinizer's Report.

The above information is for your record.

Thanking you.

Yours faithfully,

For BERGER PAINTS INDIA LIMITED

ANIRUDDHA SEN
SR. VICE PRESIDENT &
COMPANY SECRETARY

Encl.: a/a

BERGER PAINTS INDIA LIMITED

Berger House, 129, Park Street, Kolkata - 700 017, Phone : 2229 9724-28, 2229 6005-06, Fax : 91-33-2249 9009/9729, www.bergerpaints.com
CIN - L51434WB1923PLC004793, E-mail : consumerfeedback@bergerindia.com

Berger Paints India Limited

Disclosure of voting results by listed entities in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of the AGM	:
Total number of shareholders on Cut-off date(27.07.2016)	: 54916
No.of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	: 5
Public	: 530
No.of Shareholders attended the meeting through Video Conferencing	:
Promoters and Promoter Group	: Not Applicable
Public	: Not Applicable

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BERGER PAINTS INDIA LIMITED

(Signature)
ANIRUDDHA SEN
SENIOR VICE PRESIDENT & COMPANY SECRETARY

Details of Agenda :

Resolution No : 1. To Adopt the Audited Financial Statements relating to the year ended 31st March, 2016, Auditor's Report and Directors' Report thereon.

Resolution No	Resolution	Ordinary	No
1	To Adopt the Audited Financial Statements relating to the year ended 31st March, 2016, Auditor's Report and Directors' Report thereon.		

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?

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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	728054702	700830879	96.26	700830879	0	100.00	0.00
Public - Institutions	E-Voting		105734371	74.86	105734371	0	100.00	0.00
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	141251866	105734371	74.86	105734371	0	100.00	0.00
Public-Non Institutions	E-Voting		29211670	28.76	29211656	14	99.99	0.01
	Poll	101562509	236250	0.23	236222	28	99.99	0.01
	Postal Ballot (if applicable)		0	0.00				
	Total	101562509	29447920	28.99	29447878	42	99.99	0.01
Total		970869077	836013170	86.11	836013128	42	99.99	0.01



Resolution No. 2 - To Declare Dividend

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

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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		728054702	700830879	96.26	700830879	0	100.00
Public - Institutions	E-Voting		108181800	76.59	108181800	0	100.00	0.00
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		141251866	108181800	76.59	108181800	0	100.00
Public - Non Institutions	E-Voting		29189298	28.74	29189046	252	99.99	0.01
	Poll	101562509	236250	0.23	236206	44	99.98	0.02
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		101562509	29425548	28.97	29425252	296	99.99
Total		970869077	838438227	86.36	838437931	296	99.99	0.01



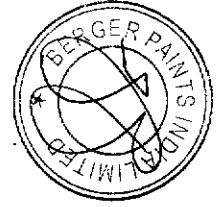
Resolution No: 3 To re-appoint of Mr. Kuldip Singh Dhingra (DIN : 00048406) as a Director

Resolution required (Ordinary/ Special)

Ordinary
No

Whether Promoter/ Promoter group are interested in the agenda/ resolution?

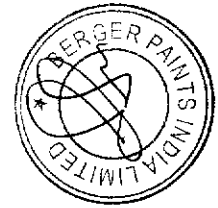
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		728054702	96.26	700830879	0	100.00	0.00
Public - Institutions	E-Voting		108181800	76.59	101950344	6231456	94.24	5.76
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		141251866	76.59	101950344	6231456	94.24	5.76
Public -Non Institutions	E-Voting		29181356	28.73	29165884	15472	99.95	0.05
	Poll	101562509	266764	0.26	266736	28	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		101562509	28.99	29432620	15500	99.95	0.05
Total		970869077	838460799	86.36	832213843	6246956	99.25	0.75



Resolution No. 4 - To ratify appointment of M/s. S. R. Batliboi & Co. LLP (CA) Firm Registration No. 30103E/1300005 as auditors of the Company and to fix their remuneration

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 [(2)/(1)]*100 (3)	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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		728054702	700830879	96.26	700830879	0	100.00
Public - Institutions	E-Voting		108181800	76.59	101950344	6231456	94.24	5.76
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		141251866	108181800	76.59	101950344	6231456	94.24
Public - Non Institutions	E-Voting		29180981	28.73	29180635	346	99.99	0.01
	Poll	101562509	266764	0.26	264636	2128	99.20	0.80
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		101562509	29447745	28.99	29445271	2474	99.99
Total		970869077	838460424	86.36	832226494	6233930	99.26	0.74



Resolution No. 5: To re-appoint Mr. Abhijit Roy (DIN: 03439064) as Managing Director and CEO of the Company for a period of five years with effect from 1st July, 2017 and determine his remuneration.

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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00		0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00		0	0.00	0.00
	Total		728054702	96.26	700830879	0	100.00	0.00
Public - Institutions	E-Voting		108181800	76.59	101940379	6241421	94.23	5.77
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		141251866	76.59	101940379	6241421	94.23	5.77
Public-Non Institutions	E-Voting		29212070	28.76	29198217	13853	99.95	0.05
	Poll	101562509	236250	0.23	234122	2128	99.10	0.90
	Postal Ballot (if applicable)		0	0.00	0	0		
	Total		101562509	28.99	29432339	15981	99.95	0.05
Total		970869077	838460999	86.36	832203597	6257402	99.25	0.75



Resolution No : 6 - To approve grant of Stock Options to the employees of the Company

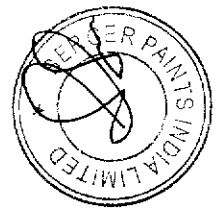
Resolution required (Ordinary/ Special)

Special

No

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?

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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00		0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00		0	0.00	0.00
	Total	728054702	700830879	96.26	700830879	0	100.00	0.00
Public - Institutions	E-Voting		108181800	76.59	61140467	47041333	56.52	43.48
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	141251866	108181800	76.59	61140467	47041333	56.52	43.48
Public - Non Institutions	E-Voting		29208907	28.76	29203012	5895	99.98	0.02
	Poll	101562509	236250	0.23	236222	28	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	101562509	29445157	28.99	29439234	5923	99.98	0.02
Total		970869077	838457836	86.36	791410580	47047256	94.39	5.61



Resolution No. 7 To approve grant of Stock Options to the employees of the Company's subsidiary Company (ies).

Resolution required (Ordinary/ Special)

Special

No

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?

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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		728054702	96.26	700830879	0	100.00	0.00
Public - Institutions	E-Voting		108181800	76.59	61140467	47041333	56.52	43.48
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		141251866	43.28	61140467	47041333	56.52	43.48
Public - Non Institutions	E-Voting		29211510	28.76	29194364	17146	99.94	0.06
	Poll	101562509	236250	0.23	236222	28	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		101562509	28.99	29430586	17174	99.94	0.06
Total		970869077	838460439	86.36	791401932	47058507	94.39	5.61



Resolution No. 8 - To ratify the remuneration payable to the Cost Auditors for the financial year 2016-17

Resolution required (Ordinary/Special) **Ordinary**
 No

Whether Promoter/ Promoter group are interested in the agenda/ resolution?

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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		700830879	96.26	700830879	0	100.00	0.00
	Poll	728054702	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	728054702	700830879	96.26	700830879	0	100.00	0.00
Public - Institutions	E-Voting		108181800	43.28	108181800	0	100.00	0.00
	Poll	141251866	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	141251866	108181800	43.28	108181800	0	100.00	0.00
Public -Non Institutions	E-Voting		29212386	28.76	29210776	1610	99.99	0.01
	Poll	101562509	236250	0.23	234122	2128	99.10	0.90
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	101562509	29448636	28.99	29444898	3738	99.99	0.01
	Total	970869077	838461315	86.36	838457577	3738	99.99	0.01

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Resi. : 2534 8148
Mobile : 98300 57568

S. M. GUPTA & CO.
COMPANY SECRETARIES
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....

Dated 03.08.2016

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015

To,
The Chairman/Managing Director
M/s. Berger Paints India Limited.
129, Park Street,
Kolkata-700017

Dear Sir,

I, S. M. Gupta, of M/s. S. M. Gupta & Co., Company Secretaries having its office at P-15, Bentinck Street, Kolkata - 700 001 was appointed as a Scrutinizer by Berger Paints India Limited ("the Company") for the purpose of scrutinizing the voting process at the 92nd Annual General Meeting of the Shareholders of the Company, held on Wednesday, 3rd day of August, 2016 at 11.00 a.m. at Kala Mandir, 48 Shakespeare Sarani, Kolkata - 700 017 in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolution(s). The Company had provided to the Members facility of remote e-voting and voting at the Annual General Meeting by electronic means. We submit our report as under:

1. The remote e-voting period started on Sunday, 31st July, 2016 (at 9.00 a.m. IST) and ended on Tuesday, 2nd August, 2016 (at 5.00 p.m. IST) and the members were required to cast their vote electronically conveying their assent/dissent in respect of the Resolutions on e-voting platform provided by NSDL. The remote e-voting module was disabled by NSDL for voting thereafter. The e-voting facility was again activated by NSDL for voting at the AGM on Wednesday, 3rd August, 2016 at 11.00 a.m. E-voting at the venue was facilitated by NSDL team and done through tablets.
2. The members who attended the AGM were provided with the facility of voting through electronic means.



3. The shareholders holding shares as on the "cut off" date i.e. 27th July, 2016 were entitled to vote on the proposed resolutions (item no. 1 to 8 as set out in the notice of the 92nd Annual General Meeting of the Company)
4. The voting at the AGM (by e- voting) commenced on Wednesday, 3rd August, 2016 at 11.00 a.m. and was closed at around 12.40 p.m.
5. The votes were finally unblocked on 3rd August, 2016 by NSDL Kolkata office. Thereafter the results were received by e-mail from NSDL Kolkata in the presence of two witnesses, Ms. Prerna Agarwal and Ms. Baby Gupta both working for gain at P-15, Bentinck Street, Kolkata- 700 001 who are not in the employment of the company. They have signed below in confirmation of the votes being cast in their presence at the AGM venue and the result being processed at our office.

Prerna Agarwal

Name: Ms. Prerna Agarwal

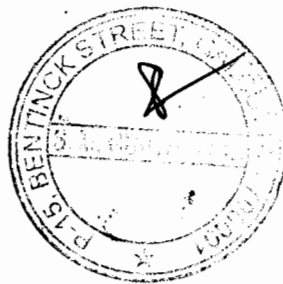
Baby Gupta

Name: Ms. Baby Gupta

6. The result of the e-voting are annexed. Accordingly, all the resolution nos. 1 to 8 set out in the Notice of the 92nd Annual General Meeting were passed with requisite majority.
7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting where-after the same will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

S. M. Gupta
(S. M. Gupta)
S. M. Gupta & Co.,
Company Secretaries
Membership Number: FCS-896
C.P. No: 2053
Place: KOLKATA
Dated: 3rd August, 2016



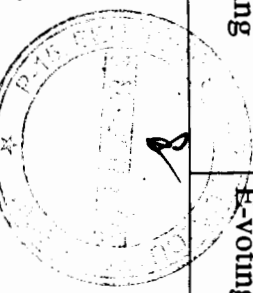
(Annexure to the Scrutinizer's Report dated 3rd August 2016)

A summary of the e-voting is given below:

		No. of valid votes (Shares)					
		Remote E-Voting		E-voting at the venue		Total Shares	
		Votes	%	Votes	%	Votes	%
1	Number of votes cast for the Resolution no.1						
	(i) Votes cast in favour of Resolution	835776906	99.99	236222	99.99	836013128	99.99
	(ii) Votes cast against Resolution	14	0.01	28	0.01	42	0.01
Total Votes Cast		835776920	100	236250	100	836013170	100
No. of valid votes (Shares)							
2	Number of votes cast for the Resolution no.2						
	(i) Votes cast in favour of Resolution	838201725	99.99	236206	99.98	838437931	99.99
	(ii) Votes cast against Resolution	252	0.01	44	0.02	296	0.01
Total Votes Cast		838201977	100	236250	100	838438227	100
No. of valid votes (Shares)							
3	Number of votes cast for the Resolution no.3						
	Remote E-Voting	Remote E-Voting		E-voting at the venue		Total Shares	



		Votes	%	Votes	%	Votes	%	
	(i)	Votes cast in favour of Resolution	831947107	99.25	266736	99.99	832213843	99.25
	(ii)	Votes cast against Resolution	6246928	0.75	28	0.01	6246956	0.75
		Total Votes Cast	838194035	100	266764	100	838460799	100
		No. of valid votes (Shares)						
4	Number of votes cast for the Resolution no.4		Remote E-Voting		E-voting at the venue		Total Shares	
	(i)	Votes cast in favour of Resolution	Votes	%	Votes	%	Votes	%
			831961858	99.26	264636	99.20	832226494	99.26
	(ii)	Votes cast against Resolution	6231802	0.74	2128	0.80	6233930	0.74
		Total Votes Cast	838193660	100	266764	100	838460424	100
		No. of valid votes (Shares)						
5	Number of votes cast for the Resolution no.5		Remote E-Voting		E-voting at the venue		Total Shares	
	(i)	Votes cast in favour of Resolution	Votes	%	Votes	%	Votes	%
			831969475	99.25	234122	99.10	832203597	99.25
	(ii)	Votes cast against Resolution	6255274	0.75	2128	0.90	6257402	0.75
		Total Votes Cast	838224749	100	236250	100	838460999	100
		No. of valid votes (Shares)						
6	Number of votes cast for the Resolution no.6		Remote E-Voting		E-voting at the venue		Total Shares	



		Votes	%	Votes	%	Votes	%
(i)	Votes cast in favour of Resolution	791174358	94.39	236222	99.99	791410580	94.39
	Votes cast against Resolution	47047228	5.61	28	0.01	47047256	5.61
Total Votes Cast		838221586	100	236250	100	838457836	100
No. of valid votes (Shares)							
7	Number of votes cast for the Resolution no.7	Remote E-Voting		E-voting at the venue		Total Shares	
		Votes	%	Votes	%	Votes	%
(i)	Votes cast in favour of Resolution	791165710	94.39	236222	99.99	791401932	94.39
(ii)	Votes cast against Resolution	47058479	5.61	28	0.01	47058507	5.61
Total Votes Cast		838224189	100	236250	100	838460439	100
No. of valid votes (Shares)							
8	Number of votes cast for the Resolution no.8	Remote E-Voting		E-voting at the venue		Total Shares	
		Votes	%	Votes	%	Votes	%
(i)	Votes cast in favour of Resolution	838223455	99.99	234122	99	838457577	99.99
(ii)	Votes cast against Resolution	1610	0.01	2128	1	3738	0.01
Total Votes Cast		838225065	100	236250	100	838461315	100

Accordingly all the eight Resolutions have been passed as Ordinary/Special Resolutions respectively with requisite majority.

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