



4<sup>th</sup> August, 2016

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

The Listing Department  
National Stock Exchange of  
India Limited  
Exchange Plaza, 5<sup>th</sup> 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: Proceedings of Annual General Meeting – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We enclose, in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a summary of the proceedings of the 92nd Annual General Meeting of the Company held on Wednesday, 3<sup>rd</sup> August, 2016 at Kalamandir, 48, Shakespeare Sarani, Kolkata -700017.

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



## Summary of proceedings of the 92<sup>nd</sup> Annual General Meeting

The 92<sup>nd</sup> Annual General Meeting (AGM) of the Members of Berger Paints India Limited ('the Company') was held on Wednesday, 3<sup>rd</sup> August, 2016 at 11 a.m at Kalamandir, 48, Shakespeare Sarani, Kolkata -700017.

Mr. Kuldip Singh Dhingra chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. Thereafter, he introduced the Directors on the Board of Directors of the Company who were present on the dais. All the Directors of the Company except Mr. Dharendra Swarup and Mr. Naresh Gujral attended the meeting. The Chairman delivered his speech and thereafter he gave the opportunity to the Members to ask questions or seek clarifications on the items of business as contained in the AGM Notice dated 30<sup>th</sup> May, 2016. He then requested Mr. Abhijit Roy (Mr. Roy), Managing Director & CEO to respond to the queries / clarification raised by the Members and Mr. Roy accordingly provided clarifications to the queries. The Chairman informed that the Company had engaged the services of National Securities Depository Services Limited (NSDL), the e-voting agency for providing remote e-voting facility and e-voting through tablets at the AGM venue for those who had not cast their votes earlier.

The following items of business, as per the Notice of AGM dated 30<sup>th</sup> May, 2016, were voted upon:

### Ordinary Business

1. Adoption of Financial Statements (including audited consolidated financial statements) of the Company for the financial year ended 31<sup>st</sup> March, 2016 and the reports of the Board of Directors and Auditors thereon.
2. Confirmation of Interim Dividend and Declaration of Dividend for the financial year 2015-16.
3. Re-appointment of Mr. Kuldip Singh Dhingra (DIN: 00048406) who retires by rotation and, being eligible, offers himself for re-appointment.
4. Ratification of appointment of Messrs S.R Batliboi & Co. LLP, Chartered Accountants as auditors, from the conclusion of 91<sup>st</sup> AGM up to the conclusion of the sixth Annual General Meeting to be held after the 91<sup>st</sup> AGM and to fix remuneration.

### Special Business

5. Re-appointment of Mr. Abhijit Roy (DIN:03439064) as Managing Director & CEO of the Company for a period of 5 years with effect from 1<sup>st</sup> July, 2017 and determine his remuneration.
6. Approval of grant of Stock Options to the employees of the Company.
7. Approval of grant of Stock Options to the employees of the Company's subsidiary company (ies).
8. Ratification of Remuneration payable to the Cost Auditors for the financial year 2016-17.







All the Resolutions as set out in the 92<sup>nd</sup> AGM notice were passed by the Members with requisite majority through remote e-voting and voting through tablets at the AGM venue, as per the results submitted by the scrutinizer.

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CERTIFIED TRUE COPY  
BERGER PAINTS INDIA LIMITED

  
ANIRUDDHA SEN  
SENIOR VICE PRESIDENT & COMPANY SECRETARY