



4<sup>th</sup> August, 2018

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

The 94<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, 3<sup>rd</sup> August, 2018 at Kalamandir, 48, Shakespeare Sarani, Kolkata -700017 and all the resolutions contained in the Notice dated 30<sup>th</sup> May, 2018 convening the meeting were voted upon electronically both by remote e-voting and also by tablets at the AGM venue.

Mr. A.K. Labh, Practicing Company Secretary of M/s A.K. Labh & Co., Company Secretaries, holding Membership No.FCS-4848 and Certificate of Practice No. 3238, was the scrutinizer and has submitted his Report on the results of the aforesaid electronic voting to the Company Secretary.

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**

  
RAJIB DE  
DEPUTY 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**

Date of 94 th Annual General Meeting	3rd August,2018
Total number of shareholders on record date(27/07/2018)	69608
No of Share Holders Present in the Meeting either in Person or through Proxy	
Promoters and Promoter Group	10
Public	441
No.of Shareholders attended the Meeting through Video Conferencing	N.A.
Promoters and Promoter Group	0
Public	0

CERTIFIED TRUE COPY  
For BERGER PAINTS INDIA LIMITED



( RAJIB DE )  
Deputy Company Secretary

Details of Agenda :

Resolution No : 1 - To adopt the Audited Financial Statements relating to the year ended 31st March, 2018, Auditors' Report and Directors' Report thereon

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		728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue	728144701	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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting		108470736	77.70	108470736	0	100.00	0.00
	E-Voting at AGM Venue	139593146	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>139593146</b>	<b>108470736</b>	<b>77.70</b>	<b>108470736</b>	<b>0</b>	<b>100.00</b>
Public -Non Institutions	E-Voting		4531041	4.39	4530980	61	100.00	0.00
	E-Voting at AGM Venue	103297168	39585	0.04	37905	1680	95.75	4.24
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4570626</b>	<b>4.43</b>	<b>4568885</b>	<b>1741</b>	<b>99.96</b>
<b>Total</b>		<b>971035015</b>	<b>841186063</b>	<b>86.63</b>	<b>841184322</b>	<b>1741</b>	<b>100.00</b>	<b>0.00</b>



Resolution No : 2 - To declare dividend

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	728144701	728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue		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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting	139593146	110940383	79.47	110940383	0	100.00	0.00
	E-Voting at AGM Venue		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>139593146</b>	<b>110940383</b>	<b>79.47</b>	<b>110940383</b>	<b>0</b>	<b>100.00</b>
Public -Non Institutions	E-Voting	103297168	4552579	4.41	4552578	1	100.00	0.00
	E-Voting at AGM Venue		39585	0.04	37905	1680	95.76	4.24
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4592164</b>	<b>4.45</b>	<b>4590483</b>	<b>1681</b>	<b>99.96</b>
<b>Total</b>		<b>971035015</b>	<b>843677248</b>	<b>86.88</b>	<b>843675567</b>	<b>1681</b>	<b>100.00</b>	<b>0.00</b>



Resolution No : 3 - To re- appoint Mr. Kuldip Singh Dhingra (DIN : 00048406) as 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		728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue	728144701	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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting		110940383	79.47	109693136	1247247	98.88	1.12
	E-Voting at AGM Venue	139593146	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>139593146</b>	<b>110940383</b>	<b>79.47</b>	<b>109693136</b>	<b>1247247</b>	<b>98.88</b>
Public-Non Institutions	E-Voting		4552436	4.41	4551566	870	99.98	0.02
	E-Voting at AGM Venue	103297168	39585	0.04	37905	1680	95.76	4.24
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4592021</b>	<b>4.45</b>	<b>4589471</b>	<b>2550</b>	<b>99.94</b>
<b>Total</b>		<b>971035015</b>	<b>843677105</b>	<b>86.88</b>	<b>842427308</b>	<b>1249797</b>	<b>99.85</b>	<b>0.15</b>



Resolution No : 4 -To re- appoint Mr. Gurbachan Singh Dhingra (DIN:00048465) as 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		728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue	728144701	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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting		110940383	79.47	106980567	3959816	96.43	3.57
	E-Voting at AGM Venue	139593146	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>139593146</b>	<b>110940383</b>	<b>79.47</b>	<b>106980567</b>	<b>3959816</b>	<b>96.43</b>
Public -Non Institutions	E-Voting		4551932	4.41	4547333	4599	99.90	0.10
	E-Voting at AGM Venue	103297168	39585	0.04	37905	1680	95.76	4.24
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4591517</b>	<b>4.44</b>	<b>4585238</b>	<b>6279</b>	<b>99.86</b>
<b>Total</b>		<b>971035015</b>	<b>843676601</b>	<b>86.88</b>	<b>839710506</b>	<b>3966095</b>	<b>99.53</b>	<b>0.47</b>



Resolution No :5 -To re-appoint Mr. Kamal Ranjan Das (DIN: 00048491) as an Independent Director of the Company for a period from 1st April,2019 up to 31st March,2020.

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	728144701	728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue		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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting	139593146	110940383	79.47	103119898	7820485	92.95	7.05
	E-Voting at AGM Venue		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>139593146</b>	<b>110940383</b>	<b>79.47</b>	<b>103119898</b>	<b>7820485</b>	<b>92.95</b>
Public -Non Institutions	E-Voting	103297168	4552436	4.41	4514032	38404	99.16	0.84
	E-Voting at AGM Venue		39585	0.04	37799	1786	95.49	4.51
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4592021</b>	<b>4.45</b>	<b>4551831</b>	<b>40190</b>	<b>99.12</b>
<b>Total</b>		<b>971035015</b>	<b>843677105</b>	<b>86.88</b>	<b>835816430</b>	<b>7860675</b>	<b>99.07</b>	<b>0.93</b>



Resolution No : 6 - To re-appoint Mr. Pulak Chandan Prasad (DIN: 00003557) as an Independent Director of the Company for a period from 1st April,2019 up to 31st March,2024

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		728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue	728144701	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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting		110940383	79.47	104420061	6520322	94.12	5.88
	E-Voting at AGM Venue	139593146	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>139593146</b>	<b>110940383</b>	<b>79.47</b>	<b>104420061</b>	<b>6520322</b>	<b>94.12</b>
Public-Non Institutions	E-Voting		4548659	4.40	3471494	1077165	76.32	23.68
	E-Voting at AGM Venue	103297168	39585	0.04	37799	1786	95.49	4.51
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4588244</b>	<b>4.44</b>	<b>3509293</b>	<b>1078951</b>	<b>76.48</b>
<b>Total</b>		<b>971035015</b>	<b>843673328</b>	<b>86.88</b>	<b>836074055</b>	<b>7599273</b>	<b>99.10</b>	<b>0.90</b>





Resolution No : 7 - To ratify the remuneration payable to the Cost Auditors for the financial year 2018 - 19.

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		728144701	100.00	728144701	0	100.00	0.00
	E-Voting at AGM Venue	728144701	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>728144701</b>	<b>728144701</b>	<b>100.00</b>	<b>728144701</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting		110940383	79.47	110940383	0	100.00	0.00
	E-Voting at AGM Venue	139593146	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>139593146</b>	<b>110940383</b>	<b>79.47</b>	<b>110940383</b>	<b>0</b>	<b>100.00</b>
Public -Non Institutions	E-Voting		4552359	4.41	4323040	229319	94.96	5.04
	E-Voting at AGM Venue	103297168	39585	0.04	37799	1786	95.49	4.51
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>103297168</b>	<b>4591944</b>	<b>4.45</b>	<b>4360839</b>	<b>231105</b>	<b>94.97</b>
<b>Total</b>		<b>971035015</b>	<b>843677028</b>	<b>86.88</b>	<b>843445923</b>	<b>231105</b>	<b>99.97</b>	<b>0.03</b>

CERTIFIED TRUE COPY  
For BERGER PAINTS INDIA LIMITED

  
( RAJIB DE )  
Deputy Company Secretary

## A. K. LABH

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



## A. K. LABH & Co.

*Company Secretaries*

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Mobile : 98300-55689  
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com  
Website : [www.aklabh.com](http://www.aklabh.com)

### **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

**The Chairman  
of the 94<sup>th</sup> Annual General Meeting of  
Berger Paints India Limited  
Berger House  
129, Park Street  
Kolkata - 700017  
West Bengal**

*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 94<sup>th</sup> Annual General Meeting (AGM) of the members of “**Berger Paints India Limited**” (“*Company*”) held on Friday, 3<sup>rd</sup> August, 2018 at Kalamandir, 48, Shakespeare Sarani, Kolkata - 700017 at 11:00 A.M. for the purpose of scrutinizing the remote e-voting and voting through electronic means at the venue of the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through electronic means at the venue of the AGM on the resolutions contained in the Notice of the Annual General Meeting dated 30<sup>th</sup> May, 2018. My responsibility as a scrutinizer for the remote e-voting and voting through electronic means at the venue of the AGM 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 through electronic means at the venue of the AGM as provided by NSDL.



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## A. K. LABH

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



## A. K. LABH & Co.

**Company Secretaries**

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Tuesday, the 31<sup>st</sup> July, 2018 up to 5.00 P.M. IST on Thursday, the 2<sup>nd</sup> August, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 27<sup>th</sup> July, 2018 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice dated 30<sup>th</sup> May, 2018 of the Annual General Meeting of the Company.
3. The Company has also provided electronic voting system at the venue of the Annual General Meeting to enable the shareholders to cast the votes in case the same has not been casted by them through remote e-voting.
4. The votes were unblocked on Friday, the 3<sup>rd</sup> August, 2018 around 1:30 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Ms. Priti Priya Singh residing at 8/A, Kailash Saha Lane, Kolkata – 700007, West Bengal who are not in employment of the Company.
5. The combined result of the remote e-voting [EVEN : 108580] and votes casted through electronic means at the venue of the AGM are as under:



# A. K. LABH

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



# A. K. LABH & Co.

Company Secretaries

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## <A> ORDINARY BUSINESS:

### a) Resolution 1 : Ordinary Resolution

To adopt the Audited Financial Statements (including the audited consolidated financial statements) of the Company for the financial year ended 31st March, 2018 and the Reports of the Directors and Auditors thereon

(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
Remote e-voting	382	841146417	
E-Voting at AGM Venue	100	37905	
<b>Total</b>	<b>482</b>	<b>841184322</b>	<b>99.9998%</b>

(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
Remote e-voting	2	61	
E-Voting at AGM Venue	1	1680	
<b>Total</b>	<b>3</b>	<b>1741</b>	<b>0.0002%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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# 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

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## b) Resolution 2 : Ordinary Resolution

To declare dividend of Rs. 1.80 (180%) per share on the paid up equity shares of Rs. 1/- each of the Company for the financial year ended 31<sup>st</sup> March, 2018

(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
Remote e-voting	388	843637662	
E-Voting at AGM Venue	100	37905	
<b>Total</b>	<b>488</b>	<b>843675567</b>	<b>99.9998%</b>

(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
Remote e-voting	1	1	
E-Voting at AGM Venue	1	1680	
<b>Total</b>	<b>2</b>	<b>1681</b>	<b>0.0002%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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## c) Resolution 3 : Ordinary Resolution

To re-appoint Mr. Kuldip Singh Dhingra (DIN: 00048406), Director of the Company, who retires by rotation at this meeting and, being eligible, has offered himself for re-appointment

(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
Remote e-voting	373	842389403	
E-Voting at AGM Venue	100	37905	
<b>Total</b>	<b>473</b>	<b>842427308</b>	<b>99.8519%</b>

(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
Remote e-voting	14	1248117	
E-Voting at AGM Venue	1	1680	
<b>Total</b>	<b>15</b>	<b>1249797</b>	<b>0.1481%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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## d) Resolution 4 : Ordinary Resolution

To re-appoint Mr. Gurbachan Singh Dhingra (DIN: 00048465), Director of the Company, who retires by rotation at this meeting and, being eligible, has offered himself for re-appointment

(i) Voted in favour of the Resolution:

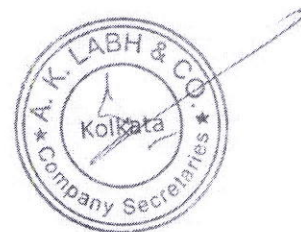
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	362	839672601	
E-Voting at AGM Venue	100	37905	
<b>Total</b>	<b>462</b>	<b>839710506</b>	<b>99.5299%</b>

(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
Remote e-voting	24	3964415	
E-Voting at AGM Venue	1	1680	
<b>Total</b>	<b>25</b>	<b>3966095</b>	<b>0.4701%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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## <B> SPECIAL BUSINESS:

### e) Resolution 5 : Special Resolution

*Re-appointment of Mr. Kamal Ranjan Das (DIN : 00048491) as an Independent Director of the Company for a second term for a period from 1<sup>st</sup> April, 2019 upto 31<sup>st</sup> March, 2020*

(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
Remote e-voting	350	835778631	
E-Voting at AGM Venue	98	37799	
<b>Total</b>	<b>448</b>	<b>835816430</b>	<b>99.0683%</b>

(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
Remote e-voting	37	7858889	
E-Voting at AGM Venue	3	1786	
<b>Total</b>	<b>40</b>	<b>7860675</b>	<b>0.9317%</b>

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0





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## f) Resolution 6 : Special Resolution

*Re-appointment of Mr. Pulak Chandan Prasad (DIN: 00003557) as an Independent Director of the Company for a second term for a period from 1<sup>st</sup> April, 2019 upto 31<sup>st</sup> March, 2024*

(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
Remote e-voting	350	836036256	
E-Voting at AGM Venue	98	37799	
<b>Total</b>	<b>448</b>	<b>836074055</b>	<b>99.0993%</b>

(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
Remote e-voting	33	7597487	
E-Voting at AGM Venue	3	1786	
<b>Total</b>	<b>36</b>	<b>7599273</b>	<b>0.9007%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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## g) Resolution 7 : Ordinary Resolution

To ratify the remuneration payable to M/s. N. Radhakrishnan & Co., Cost Auditors and M/s Shome and Banerjee, Cost Auditors of the Company for the financial year 2018-2019

(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
Remote e-voting	381	843408124	
E-Voting at AGM Venue	98	37799	
<b>Total</b>	<b>479</b>	<b>843445923</b>	<b>99.9726%</b>

(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
Remote e-voting	6	229319	
E-Voting at AGM Venue	3	1786	
<b>Total</b>	<b>9</b>	<b>231105</b>	<b>0.0274%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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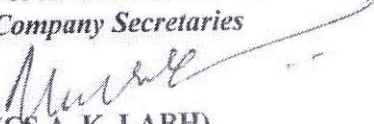
e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

Website : [www.aklabh.com](http://www.aklabh.com)

6. All the resolutions proposed hereinabove have been passed with requisite majority.
7. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
*Company Secretaries*

  
(CS A. K. LABH)  
*Practicing Company Secretary*  
FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 04.08.2018

## A. K. LABH

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*Witness :*

1. *Amrita Sampat*

(Amrita Sampat)  
59, Kalicharan Ghosh Road  
Kolkata - 700 050

2. *Priya Priya Singh*

(Priti Priya Singh)  
8/A, Kailash Saha Lane  
Kolkata - 700007



Received the Report of the Scrutinizer  
For Berger Paints India Limited

(Aniruddha Sen)  
Sr. Vice President &  
Company Secretary