



5th August, 2017

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 93rd Annual General Meeting (AGM) of the Company was held on Friday, 4th August, 2017 at Kalamandir, 48, Shakespeare Sarani, Kolkata -700017 and all the resolutions contained in the Notice dated 30th May, 2017 convening the meeting were voted upon electronically both by remote e-voting and also by tablets at the AGM venue.

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


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 Clause 44(3) of the Listing Agreement			
Date of the AGM		:	04.08.2017
Total number of shareholders on Cut-off date(28.07.2017)		:	77871
No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group		:	11
Public		:	561
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

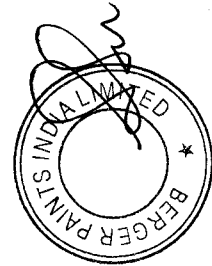
 ANIRUDDHA SEN
 SENIOR VICE PRESIDENT & COMPANY SECRETARY

Details of Agenda :

Resolution No. 1: To adopt the Audited Financial Statements relating to the year ended 31st March, 2017, Auditor's Report and Directors' Report thereon.

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

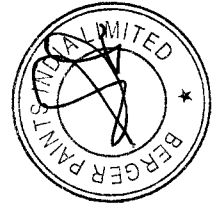
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{[(2)/(1)] \times 100}{100}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)] \times 100}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)] \times 100}{100}$
Promoter and Promoter Group	E-Voting		728144701	100.00	728144701	0	100.00	0.00
	Poll	728144701	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	728144701	728144701	100.00	728144701	0	100.00	0.00
Public - Institutions	E-Voting		106663444	76.98	106663444	0	100.00	0.00
	Poll	138559624	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	138559624	106663444	76.98	106663444	0	100.00	0.00
Public - Non Institutions	E-Voting		3640342	3.50	3638506	1836	99.95	0.05
	Poll	104282322	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	104282322	3640342	3.50	3638506	1836	99.95	0.05
Total		970986647	838448487	86.35	838446651	1836	99.99	0.01



Resolution No. 2 - To Declare Dividend

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) = [(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
	Poll	728144701	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	728144701	728144701	100.00	728144701	0	100.00	0.00
Public - Institutions	E-Voting		109412373	78.96	109412373	0	100.00	0.00
	Poll	138559624	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	138559624	109412373	78.96	109412373	0	100.00	0.00
Public - Non Institutions	E-Voting		3642837	3.49	3641723	1114	99.97	0.03
	Poll	104282322	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	104282322	3642837	3.49	3641723	1114	99.97	0.03
Total		970986647	841199911	86.63	841198797	1114	99.99	0.01



Resolution No. 3 To re-appoint of Mr. Gurbachan Singh Dhillon (PIN : 00040405) as Director

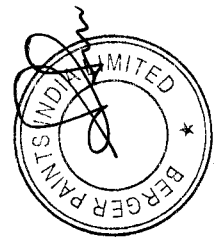
Resolution required (Ordinary/Special)

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

Ordinary

No

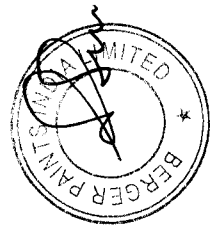
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting		728144701	100.00	728144701	0	100.00	0.00
	Poll	728144701	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	728144701	728144701	100.00	728144701	0	100.00	0.00
Public - Institutions	E-Voting		109412373	78.96	106099832	3312541	96.97	3.03
	Poll	138559624	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	138559624	109412373	78.96	106099832	3312541	96.97	3.03
Public - Non Institutions	E-Voting		3633477	3.48	3632446	1031	99.97	0.03
	Poll	104282322	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	104282322	3633477	3.48	3632446	1031	99.97	0.03
Total		970986647	841190551	86.63	837876979	3313572	99.61	0.39



Resolution No: 4 To ratify appointment of M/s. S. R. Barik & Co LLP (CIN: U65105/2000003) as auditors of the Company.

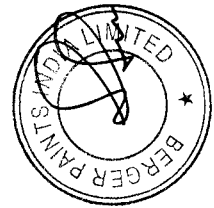
Resolution required (Ordinary/Special)	Ordinary	No
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?		

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(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	96.26	728144701	0	100.00	0.00
	Poll	728144701	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	728144701	728144701	96.26	728144701	0	100.00	0.00
Public - Institutions	E-Voting		109412373	78.96	109412373	0	100.00	0.00
	Poll	138559624	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	138559624	109412373	78.96	109412373	0	100.00	0.00
Public-Non Institutions	E-Voting		3632562	3.48	3630544	2018	99.94	0.06
	Poll	104282322	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	104282322	3632562	3.48	3630544	2018	99.94	0.06
Total		970986647	841189636	86.63	841187618	2018	99.99	0.01



Resolution No. 5 To pay commission to Directors of the Company including Independent Directors, who are neither Managing Director nor Whole-time Directors.

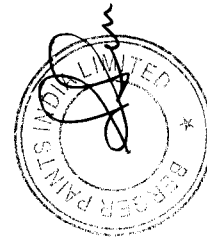
Resolution required (Ordinary/ Special)		No						
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting		728144701	100.00	728144701	0	100.00	0.00
	Poll			0		0	0.00	0.00
	Postal Ballot (if applicable)			0		0	0.00	0.00
	Total		728144701	728144701	100.00	728144701	0	100.00
Public - Institutions	E-Voting		109412373	78.96	109412373	0	100.00	0.00
	Poll	138559624		0		0	0.00	0.00
	Postal Ballot (if applicable)			0		0	0.00	0.00
	Total		138559624	109412373	78.96	109412373	0	100.00
Public -Non Institutions	E-Voting		3619511	3.47	3609906	9605	99.73	0.27
	Poll	104282322		0		0	0.00	0.00
	Postal Ballot (if applicable)			0		0		
	Total		104282322	3619511	3.47	3609906	9605	99.73
Total			970986647	841176585	86.63	841166980	99.99	0.01



Annexure No. 6: To verify the remuneration payable to the Cost Auditors for the financial year 2017-18

Resolution required (Ordinary/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 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	100.00	0.00
	Poll	728144701	0	0.00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0.00
	Total	728144701	728144701	100.00	728144701	100.00	0.00
Public - Institutions	E-Voting		109412373	78.96	109412373	100.00	0.00
	Poll	138559624	0	0.00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0.00
	Total	138559624	109412373	78.96	109412373	100.00	0.00
Public -Non Institutions	E-Voting		3619706	3.47	3615173	99.87	0.13
	Poll	104282322	0	0.00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0.00
	Total	104282322	3619706	3.47	3615173	99.87	0.13
Total		970986647	841176780	86.63	841172247	99.99	0.01



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACS (Lond)
DIM, DHRD, PGDSDM, 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

CONSOLIDATED SCRUTINIZER'S REPORT

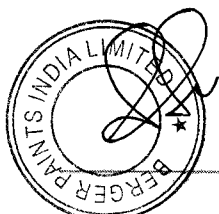
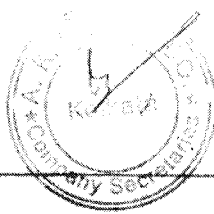
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

The Chairman
of the 93rd 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 93rd Annual General Meeting (AGM) of the members of "**Berger Paints India Limited**" ("**Company**") held on Friday, 4th August, 2017 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 30th May, 2017. 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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ANIRUDDHA SEN
SENIOR VICE PRESIDENT & 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

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

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Mobile : 98300-55689

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

Website : 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 1st August, 2017 up to 5.00 P.M. IST on Thursday, the 3rd August, 2017.
2. The Shareholders holding shares as on the "cut off" date, i.e. 28th July, 2017 were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the notice dated 30th May, 2017 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 4th August, 2017 around 01:30 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108/1, Sarat Chatterjee Road, Howrah – 711102 and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 who are not in employment of the Company.
5. The combined result of the remote e-voting [EVEN : 106427] and votes casted through electronic means at the venue of the AGM are as under:

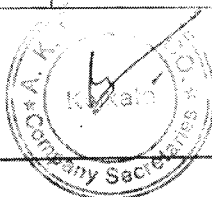
<A> ORDINARY BUSINESS:

a) Resolution 1 : Ordinary Resolution

To adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and Auditors Report and Directors Report 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	333	838415693	
E-Voting at AGM Venue	83	30958	
Total	416	838446651	99.9998%



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BERGER PAINTS INDIA LIMITED



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Website : www.aklabh.com

(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	4	156	
E-Voting at AGM Venue	1	1680	
Total	5	1836	0.0002%

(iii) Invalid Votes:

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

b) Resolution 2 : Ordinary Resolution

To declare dividend of Rs. 1.75 (175%) per share on the paid up equity shares of Rs. 1/- each of the Company for the financial year ended 31st March, 2017

(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	341	841166159	
E-Voting at AGM Venue	84	32638	
Total	425	841198797	99.9999%



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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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Website : www.aklabh.com

(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	3	1114	
E-Voting at AGM Venue	0	0	
Total	3	1114	0.0001%

(iii) Invalid Votes:

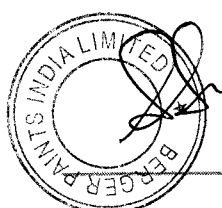
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution 3 : 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	324	837844341	
E-Voting at AGM Venue	84	32638	
Total	408	837876979	99.6061%



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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**(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>
Remote e-voting	16	3313572	
E-Voting at AGM Venue	0	0	
Total	16	3313572	0.3939%

(iii) Invalid Votes:

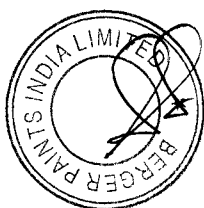
<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

d) Resolution 4 : Ordinary Resolution

To ratify the appointment of M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 301003E/E300005) as the Statutory Auditors of the Company and to fix their remuneration

(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>
Remote e-voting	327	841154980	
E-Voting at AGM Venue	84	32638	
Total	411	841187618	99.9998%



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 Certified Filing Centre for e-filing under ACES (Central Excise & Service Tax)



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**(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	13	2018	
E-Voting at AGM Venue	0	0	
Total	13	2018	0.0002%

(iii) Invalid Votes:

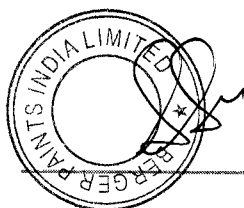
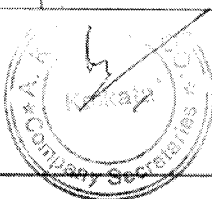
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

** SPECIAL BUSINESS:****e) Resolution 5 : Special Resolution**

To pay commission to Directors of the Company including Independent Directors, who are neither Managing Director nor Whole time Directors

(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	306	841136022	
E-Voting at AGM Venue	83	30958	
Total	389	841166980	99.9989%



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



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(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	32	7925	
E-Voting at AGM Venue	1	1680	
Total	33	9605	0.0011%

(iii) Invalid Votes:

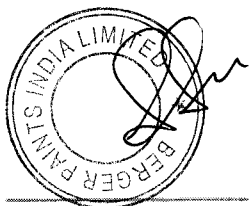
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

f) Resolution 6 : Ordinary Resolution

To ratify the remuneration payable to M/s. N. Radhakrishnan & Co., Cost Auditors of the Company for the financial Year 2017-2018

(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	328	841139609	
E-Voting at AGM Venue	84	32638	
Total	412	841172247	99.9995%



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

Website : www.aklabh.com

(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	13	4533	
E-Voting at AGM Venue	0	0	
Total	13	4533	0.0005%

(iii) Invalid Votes:

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

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The 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 Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

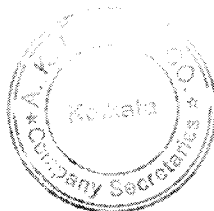
For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

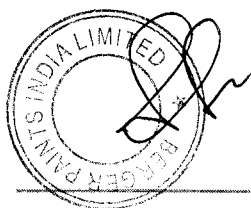
Practicing Company Secretary

FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 04.08.2017



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A. K. LABH

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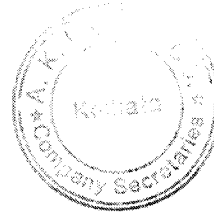
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness :

1. 

(Narayan Chandra Saha)
108/1, Sarat Chatterjee Road,
Howrah - 711 102



2. Amrita Sampat

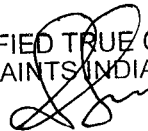
(Amrita Sampat)
59, Kalicharan Ghosh Road
Kolkata - 700 050

Received the Report of the Scrutinizer
For Berger Paints India Limited



(Aniruddha Sen)
Sr. Vice President &
Company Secretary

CERTIFIED TRUE COPY
BERGER PAINTS INDIA LIMITED



ANIRUDDHA SEN
SENIOR VICE PRESIDENT & COMPANY SECRETARY



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