



STOCK. EXG/ AG/ 2024-25

12<sup>th</sup> August, 2024

The Corporate Relationship  
Department  
BSE 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

Scrip Code : 509480

Scrip Code: BERGEPAINT Scrip Code : 12529

Dear Sir/Madam,

**Subject: Proceedings of the 100<sup>th</sup> Annual General Meeting of Berger Paints India Limited**

**Ref : Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ["Listing Regulations"]**

This is to inform you that the 100<sup>th</sup> Annual General Meeting (AGM) of Berger Paints India Limited ("Company") was held on Monday, 12<sup>th</sup> August, 2024, at 11.00 a.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI), Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India for transacting the business(es) as mentioned in the Notice dated 15<sup>th</sup> May, 2024 convening the 100<sup>th</sup> AGM.

In this regard, please find enclosed the following :

Particulars	Annexure
1. Summary of the proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations.	I
2. Consolidated Scrutinizer's Report dated 12 <sup>th</sup> August, 2024 on remote e-voting and e-voting during the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014	II

We request you to take the same on record.

Yours faithfully,

For **BERGER PAINTS INDIA LIMITED**

  
**Arunito Ganguly**  
Vice President & Company Secretary

Encl.: as above

**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



## PROCEEDINGS OF THE 100<sup>TH</sup> ANNUAL GENERAL MEETING

The 100<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 12<sup>th</sup> August, 2024, through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in accordance with the MCA Circulars and relevant circulars issued by the SEBI, from time to time and applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). The meeting commenced at 11 a.m. (IST) and concluded at 1.42 p.m. (IST) [including the time allowed for e-voting at AGM].

Mr Arunito Ganguly, Vice President & Company Secretary, welcomed the Members attending the AGM and briefed them about the guidelines to be followed during the Meeting for shareholders and registered speakers. Mr Kuldip Singh Dhingra, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman called the Meeting to order. Thereafter, he introduced other Directors who joined the Meeting from various locations. All Directors, including the respective Chairperson/Chairman of the Audit Committee, Stakeholders’ Relationship Committee and Nomination and Remuneration Committee etc., were also present at the AGM.

The representative of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditors, Mr Anjan Kumar Roy of M/s Anjan Kumar Roy & Co., Company Secretaries, Secretarial Auditor and Mr A.K. Labh of M/s. A.K. Labh & Co., Company Secretaries, being the Scrutinizer were also present at the Meeting.

Total 185 Members attended the AGM as per the Attendance Record.

Thereafter, the Notice dated 15<sup>th</sup> May, 2024 convening the 100<sup>th</sup> AGM (the “Notice”) was taken as read with the consent of the Members present. The Chairman informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice had been kept open for electronic inspection by the Members through the link provided on NSDL's e-voting platform. The Chairman mentioned that there were no qualifications, observations or other remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) or by the Secretarial Auditor in his Secretarial Audit Report for the financial year ended on 31<sup>st</sup> March, 2024 which may have any adverse effect on the functioning of the Company. Hence, the Auditors’ Report on the Financial Statements and the Secretarial Audit Report were not required to be read.

The Chairman then continued delivering his speech to the Shareholders of the Company which included highlights on business performance, financials, outlook, etc.

Thereafter, the resolutions were tabled at the Meeting by the Chairman and he explained the objectives and implications of each item of businesses except for those in which he was

### **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





interested which was taken up by the Managing Director & CEO on Chairman's request for consideration by the Shareholders. The Chairman invited the Shareholders who had registered themselves as Speakers and were attending the Meeting through VC or OAVM, to put forward their queries / feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended on 31st March, 2024 and /or on the Agenda Items as contained in the Notice. 21 speakers expressed their feedback, queries and suggestions and thereafter, the Chairman requested Mr Abhijit Roy (Mr Roy), Managing Director & CEO to respond to the queries raised by the Members and Mr Roy accordingly provided clarifications to their queries.

The Chairman informed the Members that the Company had availed the services of NSDL to provide remote e-voting facility to the Shareholders in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, which commenced on Friday, 9<sup>th</sup> August, 2024 (9:00 A.M.) (IST) and ended on Sunday, 11<sup>th</sup> August, 2024 (5:00 P.M.) (IST) and the facility of e-voting during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting. The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cutoff' date i.e., Monday, 5<sup>th</sup> August, 2024. Mr A. K. Labh (FCS-4848/CP-3238) of M/s A. K. Labh & Co., Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting by Members (who have not cast their vote through remote e-voting) participating at the AGM through VC or OAVM as on the date of AGM in a fair and transparent manner. Thereafter, the following businesses as set out in the Notice dated 15<sup>th</sup> May, 2024 convening the AGM were transacted:

Sr. No.	Details of the Resolution	Type of Resolution
1.	Approval of Audited financial statements (including the audited consolidated financial statements) for the financial year ended 31st March, 2024, the report of the Board of Directors along with relevant Annexures and the Statutory Auditors.	Ordinary
2.	Payment of Dividend for the financial year ended 31 <sup>st</sup> March, 2024	Ordinary
3.	Re-appointment of Mr Kuldeep Singh Dhingra (DIN- 00048406) as a Non-Executive Director of the Company.	Special
4.	Re-appointment of Mr Gurbachan Singh Dhingra (DIN- 00048465) as a Non-Executive Director of the Company.	Special
5.	Re-designation of Ms Rishma Kaur (DIN-00043154) from an Executive, Non-Independent Director to Non-Executive, Non-Independent Director of the Company	Special
6.	Re-designation of Mr Kanwardip Singh Dhingra (DIN- 02696670) from an Executive, Non-Independent Director to Non-Executive, Non-Independent Director of the Company	Special



**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

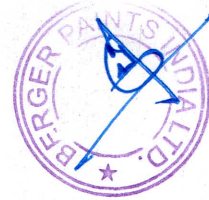


7.	Increase in managerial remuneration paid/payable to Mr Abhijit Roy, MD & CEO (DIN-03439064)	Special
8.	Re-appointment of Dr Anoop Kumar Mittal, Independent Director (DIN-05177010)	Special
9.	Appointment of Mr Subir Bose, Independent Director (DIN-00048451)	Special
10.	Payment of Commission to Non-Executive Directors including Independent Directors	Special
11.	Ratification of remuneration to be paid to the Cost Auditors of the Company for the financial year 2024-25	Ordinary

The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Members joining the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the eligible Members to cast their votes.

The Scrutinizer's Report (*marked as Annexure-I*) was received on 12<sup>th</sup> August, 2024 and as set out therein, all the Resolutions have been passed with requisite majority. Based on the Scrutinizer's Report, Mr Arunito Ganguly, Vice President and Company Secretary signed the consolidated voting results and declared that all the aforesaid businesses as contained in the Notice dated 15<sup>th</sup> May, 2024 convening the 100<sup>th</sup> AGM were duly approved with requisite majority by the Members of the Company through remote e-voting and e-voting conducted during the AGM.

\*\*\*\*\*



**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

# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising 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 100<sup>th</sup> Annual General Meeting of  
Berger Paints India Limited  
Berger House  
129, Park Street  
Kolkata - 700 017**

*Dear Sir,*

I, Atul Kumar Labh, Practising 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 100<sup>th</sup> Annual General Meeting (“AGM”) of the members of “*Berger Paints India Limited*” (“Company”) held on Monday, the 12<sup>th</sup> day of August, 2024 at 11:00 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at 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, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 15<sup>th</sup> day of May, 2024. My responsibility as a scrutinizer for remote e-voting and e-voting at 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”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



# A. K. LABH

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

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Friday, the 9<sup>th</sup> day of August, 2024 up to 5:00 P.M. IST on Sunday, the 11<sup>th</sup> day of August, 2024.
2. The shareholders holding shares as on the “cut off” date, i.e. the 5<sup>th</sup> day of August, 2024 were entitled to vote on the proposed 11 (Eleven) resolutions as mentioned in the Notice of the AGM dated the 15<sup>th</sup> day of May, 2024.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Monday, the 12<sup>th</sup> day of August, 2024 around 01:45 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 129318] are as under:



# A. K. LABH

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

## <A> ORDINARY BUSINESS:

### a) Resolution 1 : Ordinary Resolution

*Approval of Audited financial statements (including the audited consolidated financial statements) for the year ended 31st March, 2024, the report of the Board of Directors along with relevant Annexures and that of the Statutory Auditors*

(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	856	1028545810	
E-voting at AGM	10	15645	
<b>Total</b>	<b>866</b>	<b>1028561455</b>	<b>99.9808%</b>

(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	20	197090	
E-voting at AGM	0	0	
<b>Total</b>	<b>20</b>	<b>197090</b>	<b>0.0192%</b>

(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



**b) Resolution 2 : Ordinary Resolution***Payment of Dividend for the financial year ended 31st March, 2024**(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	856	1028717064	
E-voting at AGM	10	15645	
<b>Total</b>	<b>866</b>	<b>1028732709</b>	<b>99.9975%</b>

*(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	18	25720	
E-voting at AGM	0	0	
<b>Total</b>	<b>18</b>	<b>25720</b>	<b>0.0025%</b>

*(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



# A. K. LABH

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

## c) Resolution 3 : Special Resolution

*Re-appointment of Mr. Kuldip Singh Dhingra (DIN: 00048406), as a Director of the Company*

(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	800	1001810039	
E-voting at AGM	10	15645	
<b>Total</b>	<b>810</b>	<b>1001825684</b>	<b>99.8323%</b>

(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	65	1683379	
E-voting at AGM	0	0	
<b>Total</b>	<b>65</b>	<b>1683379</b>	<b>0.1677%</b>

(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



# A. K. LABH

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

## d) Resolution 4 : Special Resolution

*Re-appointment of Mr. Gurbachan Singh Dhingra (DIN: 00048465), as a Director of the Company*

(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	785	1000385327	
E-voting at AGM	10	15645	
<b>Total</b>	<b>795</b>	<b>1000400972</b>	<b>99.6903%</b>

(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	79	3108087	
E-voting at AGM	0	0	
<b>Total</b>	<b>79</b>	<b>3108087</b>	<b>0.3097%</b>

(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



<B> **SPECIAL BUSINESS:****e) Resolution 5 : Special Resolution**

*Re-designation of Ms. Rishma Kaur (DIN: 00043154) from an Executive Non-Independent Director to Non-Executive Non-Independent Director of the Company*

(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	741	924455912	
E-voting at AGM	10	15645	
<b>Total</b>	<b>751</b>	<b>924471557</b>	<b>96.4792%</b>

(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	113	33736525	
E-voting at AGM	0	0	
<b>Total</b>	<b>113</b>	<b>33736525</b>	<b>3.5208%</b>

(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



**f) Resolution 6 : Special Resolution**

*Re-designation of Mr. Kanwardip Singh Dhingra (DIN: 02696670) from an Executive Non-Independent Director to Non-Executive Non-Independent Director of the Company*

(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	740	924455760	
E-voting at AGM	9	15642	
<b>Total</b>	<b>749</b>	<b>924471402</b>	<b>96.4791%</b>

(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	115	33738021	
E-voting at AGM	1	3	
<b>Total</b>	<b>116</b>	<b>33738024</b>	<b>3.5209%</b>

(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



**g) Resolution 7 : Special Resolution**

*Increase in managerial remuneration paid/payable to Mr. Abhijit Roy (DIN: 03439064), Managing Director and Chief Executive Officer of the Company*

(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	781	1026068565	
E-voting at AGM	9	15642	
<b>Total</b>	<b>790</b>	<b>1026084207</b>	<b>99.7405%</b>

(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	87	2670092	
E-voting at AGM	1	3	
<b>Total</b>	<b>88</b>	<b>2670095</b>	<b>0.2595%</b>

(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



**h) Resolution 8 : Special Resolution****Re-appointment of Dr. Anoop Kumar Mittal (DIN: 05177010) as an Independent Director of the Company***(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	812	1027559171	
E-voting at AGM	10	15645	
<b>Total</b>	<b>822</b>	<b>1027574816</b>	<b>99.8853%</b>

*(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	54	1179473	
E-voting at AGM	0	0	
<b>Total</b>	<b>54</b>	<b>1179473</b>	<b>0.1147%</b>

*(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



**i) Resolution 9 : Special Resolution**

**Appointment of Mr. Subir Bose (DIN: 00048451) as an Independent Director of the Company**

(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	800	979921991	
E-voting at AGM	10	15645	
<b>Total</b>	<b>810</b>	<b>979937636</b>	<b>99.6424%</b>

(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	55	3516890	
E-voting at AGM	0	0	
<b>Total</b>	<b>55</b>	<b>3516890</b>	<b>0.3576%</b>

(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



# A. K. LABH

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

## j) Resolution 10 : Special Resolution

*Payment of Commission to Non-Executive Directors including Independent Directors*

(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	648	947094344	
E-voting at AGM	10	15645	
<b>Total</b>	<b>658</b>	<b>947109989</b>	<b>96.3042%</b>

(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	210	36346884	
E-voting at AGM	0	0	
<b>Total</b>	<b>210</b>	<b>36346884</b>	<b>3.6958%</b>

(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



# A. K. LABH

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

## k) Resolution 11 : Ordinary Resolution

*Ratification of remuneration to be paid to the Cost Auditors of the Company for the financial year 2024-25*

(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	839	1028714317	
E-voting at AGM	10	15645	
<b>Total</b>	<b>849</b>	<b>1028729962</b>	<b>99.9976%</b>

(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	30	24981	
E-voting at AGM	0	0	
<b>Total</b>	<b>30</b>	<b>24981</b>	<b>0.0024%</b>

(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



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
**Practising 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](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

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

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers 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)

**Practising Company Secretary**

FCS : 4848 / CP No. : 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848F000958581

**Place : Kolkata**

**Dated: 12-08-2024**



# A. K. LABH

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

*Witness:*

1. *Rohit Kumar*

(Rohit Kumar)

Basundhara Apartment, Flat No. 6, 3<sup>rd</sup> Floor

1 No. Airport, North 24 Parganas

Kolkata - 700079

2. *Amushree Dasgupta*

(Amushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala

Kolkata - 700060



Received the Report of the Scrutinizer

For Berger Paints India Limited

*Arunito Ganguly*

(Arunito Ganguly)

Vice President & Company Secretary  
FCS 9285

