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

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	:	**03.08.2016**
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**

CERTIFIED TRUE COPY
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,2016, Auditor's 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	728054702	700830879	96.26	700830879	0	100.00	0.00
	Poll		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	141251866	105734371	74.86	105734371	0	100.00	0.00
	Poll		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	101562509	29211670	28.76	29211656	14	99.99	0.01
	Poll		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)	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	728054702	700830879	96..26	700830879	0	100.00	0.00
	Poll		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	141251866	108181800	76.59	108181800	0	100.00	0.00
	Poll		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**	**0.00**
Public -Non Institutions	E-Voting	101562509	29189298	28.74	29189046	252	99.99	0.01
	Poll		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**	**0.01**
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
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

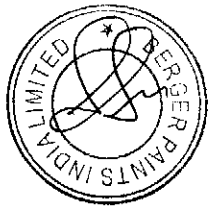
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	728054702	**700830879**	96.26	**700830879**	0	100.00	0.00
	Poll		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	141251866	108181800	76.59	101950344	6231456	94.24	5.76
	Poll		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**	**5.76**
Public -Non Institutions	E-Voting	101562509	29181356	28.73	29165884	15472	99.95	0.05
	Poll		266764	0.26	266736	28	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**101562509**	**29448120**	**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 (ICAI Firm Registration No.301003E/E300005) as auditors of the Company and to fix thier 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 (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	728054702	700830879	96.26	700830879	0	100.00	0.00
	Poll		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	141251866	108181800	76.59	101950344	6231456	94.24	5.76
	Poll		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**	**5.76**
Public -Non Institutions	E-Voting	101562509	29180981	28.73	29180635	346	99.99	0.01
	Poll		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**	**0.01**
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

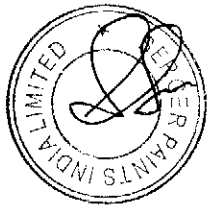
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	728054702	700830879	96.26	700830879	0	100.00	0.00
	Poll		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	141251866	108181800	76.59	101940379	6241421	94.23	5.77
	Poll		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**	**101940379**	**6241421**	**94.23**	**5.77**
Public -Non Institutions	E-Voting	101562509	29212070	28.76	29198217	13853	99.95	0.05
	Poll		236250	0.23	234122	2128	99.10	0.90
	Postal Ballot (if applicable)		0	0.00	0			
	Total	**101562509**	**29448320**	**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
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	728054702	700830879	96.26	700830879	0	100.00	0.00
	Poll		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	141251866	108181800	76.59	61140467	47041333	56.52	43.48
	Poll		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	101562509	29208907	28.76	29203012	5895	99.98	0.02
	Poll		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
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	728054702	700830879	96.26	700830879	0	100.00	0.00
	Poll		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	141251866	108181800	76.59	61140467	47041333	56.52	43.48
	Poll		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**	**61140467**	**47041333**	**56.52**	**43.48**
Public -Non Institutions	E-Voting	101562509	29211510	28.76	29194364	17146	99.94	0.06
	Poll		236250	0.23	236222	28	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**101562509**	**29447760**	**28.99**	**29430586**	**17174**	**99.94**	**0.06**
Total		**970869077**	**838460439**	**86.36**	**791401932**	**47058507**	**94.39**	**5.61**

BERGER PAINTS INDIA LIMITED

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

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	728054702	**700830879**	96.26	**700830879**	0	100.00	0.00
	Poll		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	141251866	108181800	43.28	108181800	0	100.00	0.00
	Poll		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	101562509	29212386	28.76	29210776	1610	99.99	0.01
	Poll		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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Website : www.smguptaco.com

Phones : Offi. : 2236 1385, 2236 7135
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 & 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)					
1	Number of votes cast for the Resolution no.1		Remote E-Voting		E-voting at the venue		Total Shares	
			Votes	%	Votes	%	Votes	%
	(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		Remote E-Voting		E-voting at the venue		Total Shares	
			Votes	%	Votes	%	Votes	%
	(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		E-voting at the venue		Total Shares	



[illegible] by NSDL. The remote e-voting module was

			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	
			Votes	%	Votes	%	Votes	%
	(i)	Votes cast in favour of Resolution	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	
			Votes	%	Votes	%	Votes	%
	(i)	Votes cast in favour of Resolution	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
	(ii)	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.

... facility was again activated by