

Fax : (033) 2236-7135
E-mail : smguptaandco@yahoo.com
smguptaandco@gmail.com
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

Scrutinizer's Report

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

To,
The Chairman
Berger Paints India Limited,
129 Park Street,
Kolkata- 700 017

Dear Sir,

I, S.M.Gupta, Proprietor of M/s. S.M.Gupta & Co., Company Secretaries having its office at P-15, Bentinck Street, Kolkata- 700 001 have been appointed as a Scrutinizer by Berger Paints India Limited ("the company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority of e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 90th Annual General Meeting of the Equity Shareholders of Berger Paints India Limited, to be held on Friday, 1st day of August, 2014 at 11 a.m. at Kalamandir, 48, Shakespeare Sarani, Kolkata- 700 017. We submit our report as under:

1. The e-voting period remained open from 23.07.2014 (9.00 am IST) to 25.07.2014 (6.00 pm IST)
2. The shareholders holding shares as on the "cut off" date i.e. 13.06.2014 were entitled to vote on the proposed resolutions (item no. 1 to 4 as set out in the notice of the 90th Annual General Meeting of Berger Paints India Limited)
3. The votes were unblocked on 25.07.2014 around 6.05 p.m. in the presence of two witnesses, Ms. Jyoti Mahatma and Ms. Aditi Dhanuka 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 unblocked in their presence.

Jyoti Mahatma
Name: Jyoti Mahatma

Aditi Dhanuka
Name: Aditi Dhanuka

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the e-voting website of the National Securities Depository Limited(<https://www.evoting.nsdl.com>) – Annexure "A"
5. The result of the e-voting is as under:
- a) **Resolution 1: Adoption of Statement of Profit and Loss, Balance Sheet, Report of Directors and Auditors for the year ended 31.03.2014**

I. **Voted in favour** of the resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
157	300026946	99.99

II. **Voted against** the resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	50	0.01

III. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



b) Resolution 2 - Declaration of Dividend on Equity Shares of the company for the financial year 2013-2014

i. Voted in favour of the resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
160	300355381	99.99

ii. Voted against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
1	15	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A -	N.A

c) Resolution 3 - Re-appointment of Mr. Kuldip Singh Dhingra as a Director of the company

i. Voted in favour of the resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
152	299382001	99.68

ii. Voted against the resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast
8	973395	0.32

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



d) Resolution 4 - Appointment of Auditors

i. **Voted in favour of the resolution:**

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
144	298837215	99.79

ii. **Voted against the resolution:**

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
10	619390	0.21

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

6. 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 and the same are 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

Place: CALCUTTA

Dated:28.07.2014



Welcome (SCRN0019)

Last Login Time: 2014-07-26 15:06:23

[Home](#) | [e-Voting](#) | [User Profile](#) | [News&Results](#) | [Logout](#)

e-Voting

View/Authorize e-Voting Results

ISIN Name : **BERGER PAINTS INDIA LIMITED EQ NEW FV RS.2/-**

EVEN : 100422 ISIN : INE463A01020

Resolution File : [Download File](#) Logo File : [Download File](#)

Record Date : 2014-06-13 Voting Start Date : 2014-07-23

Voting End Date : 2014-07-25 Voting Result Date : 2014-08-01

Resolution : **Adoption of Accounts for the year ended 31.03.2014**

Description : **Adoption of Statement of Profit and Loss Balance Sheet Report of Directors and Auditors for the year ended 31.03.2014**

I/We Assent To The Resolution(For/ Yes/ Favour)	300026946.000
I/We Dissent To The Resolution(Against/ No)	50.000

Resolution : **Declaration of Dividend**

Description : **Declaration of Dividend on equity shares of the Company for the financial year 2013 2014**

I/We Assent To The Resolution(For/ Yes/ Favour)	300355381.000
I/We Dissent To The Resolution(Against/ No)	15.000

Resolution : **Reappointment of Mr Kuldip Singh Dhingra as a Director**

Description : **Reappointment of Mr. Kuldip Singh Dhingra as a Director of the Company.**

I/We Assent To The Resolution(For/ Yes/ Favour)	299382001.000
I/We Dissent To The Resolution(Against/ No)	973395.000

Resolution : **Appointment of Auditors**

Description : **Appointment of Auditor**



I/We Assent To The Resolution(For/ Yes/ Favour)	298837215.000
I/We Dissent To The Resolution(Against/ No)	619390.000

[Authorize](#) [Download](#) [Back](#)

©2011 National Securities Depository Limited. All rights reserved. Best viewed in Internet Explorer 6.0, 1024 x 768 resolution.

[Home](#) | [About Us](#) | [Site Map](#) | [Terms & Conditions](#) | [Contact Us](#) | [Help/FAQ's](#) | [Policy](#) | Site Update Date : 01-12-2011