

# 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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## **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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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> 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:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
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:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
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:**

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



