



M. M. SHETH & Co.
Company Secretaries

TEL: +91 22 22906123

+ 91 9892203752

+ 91 9892770645

E-mail: shethmm_cs@yahoo.co.in

209, Aqua Corp., Churchgate Chambers, Near American Centre, 5 New Marine Lines, Mumbai -400 020.

M. M. SHETH
Proprietor

Date: 31st August, 2017

To,
The Chairman of
48th Annual General Meeting of
Pidilite Industries Limited
CIN: L24100MH1969PLC014336
Regd. Off: Regent Chambers, 7th Floor,
Jamanalal Bajaj Marg,
208, Nariman Point,
Mumbai - 400021.

Subject: Consolidated Scrutinizer's Report for voting at the 48th Annual General Meeting (AGM) held on 31st August, 2017

The Board of Directors of the Company at their meeting held on 18th May 2017 had appointed me as Scrutinizer for remote e-voting and also for voting at AGM by Ballot Papers.

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting and ballot papers at AGM to its members in respect of business to be transacted at AGM.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for the facility of electronic voting to the shareholders of the Company. The remote e-voting results were unblocked by me on 31st August, 2017 after conclusion of AGM in the presence of two witnesses.

Cut -off date:	24 th August 2017
Remote e-voting commencement date:	28 th August 2017 at 9.00 a.m.
Remote e-voting end date:	30 th August 2017 at 5.00 p.m.





M. M. SHETH & Co.
Company Secretaries

The Company has delivered copy of AGM Notice with annual report through email to members whose E-mail Id were registered. Annual report along with AGM Notice was sent to other members by Courier, Registered Air mail and Speed post.

The Company has published a notice in this regard, in Business Standard (newspaper in English) and Sakal (newspaper in Marathi) on 04th August 2017.

The facility for voting through ballot paper was made available at the AGM venue for the members attending the meeting and who had not cast their vote through remote e-voting. The ballot box kept at the AGM for this purpose was locked in my presence. After conclusion of voting at the AGM venue, the locked ballot box was opened and the ballot papers were diligently scrutinized.

The results of the remote e-voting together with ballot papers are as under:

Ordinary Business – Ordinary Resolution no. 1

Adoption of Audited Financial Statements of the Company together with the reports of Board of Directors and Auditors thereon and audited consolidated financial statements of the Company for the year ended 31st March 2017

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
500	44,59,38,933	86.98 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	477	44,59,16,439	17	14550	44,59,30,989	100
Dissent	4	64	0	0	64	0*
Invalid	0	0	2	7,880	7,880	0*
Total	481	44,59,16,503	19	22,430	44,59,38,933	100

* Negligible





M. M. SHETH & Co.
Company Secretaries

Ordinary Business – Ordinary Resolution no. 2

Declaration of dividend on Equity Shares

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
510	44,69,43,796	87.18 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	489	44,69,21,311	17	14,550	44,69,35,861	100
Dissent	2	55	0	0	55	0*
Invalid	0	0	2	7,880	7,880	0*
Total	491	44,69,21,366	19	22,430	44,69,43,796	100

* Negligible

Ordinary Business – Ordinary Resolution no. 3

Re-appointment of Shri N. K. Parekh as a Director

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
509	44,69,43,791	87.18 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	454	44,29,75,759	16	14,540	44,29,90,299	99.12
Dissent	36	39,45,602	1	10	39,45,612	0.88
Invalid	0	0	2	7,880	7,880	0*
Total	490	44,69,21,361	19	22,430	44,69,43,791	100

* Negligible





M. M. SHETH & Co.
Company Secretaries

Ordinary Business – Ordinary Resolution no. 4

Re-appointment of Shri A. N. Parekh as a Director

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
507	44,69,43,486	87.18 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	475	44,65,15,505	16	14,540	44,65,30,045	99.91
Dissent	13	4,05,551	1	10	4,05,561	0.09
Invalid	0	0	2	7,880	7,880	0*
Total	488	44,69,21,056	19	22,430	44,69,43,486	100

* Negligible

Ordinary Business – Ordinary Resolution no. 5

Ratification of appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, as Statutory Auditors

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
509	44,69,43,791	87.18 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	479	44,68,68,184	17	14,550	44,68,82,734	99.99
Dissent	11	53,177	0	0	53,177	0.01
Invalid	0	0	2	7,880	7,880	0*
Total	490	44,69,21,361	19	22,430	44,69,43,791	100

* Negligible





M. M. SHETH & Co.
Company Secretaries

Special Business – Ordinary Resolution no. 6

Ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
507	44,69,43,769	87.18 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	475	44,68,99,881	17	14,550	44,69,14,431	100
Dissent	13	21,458	0	0	21,458	0*
Invalid	0	0	2	7,880	7,880	0*
Total	488	44,69,21,339	19	22,430	44,69,43,769	100

* Negligible

Special Business – Special Resolution no. 7

Replacing existing Articles of Association by a new set of Articles of Association

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
497	43,95,94,615	85.74 %

	Remote e-voting		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	468	43,89,99,759	17	14550	43,90,14,309	99.87
Dissent	10	5,72,426	0	0	5,72,426	0.13
Invalid	0	0	2	7,880	7,880	0*
Total	478	43,95,72,185	19	22,430	43,95,94,615	100

* Negligible

All the above 7 Resolutions have been passed by the members with requisite majority.





M. M. SHETH & Co.
Company Secretaries

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and ballot papers by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person authorised by you.

FOR M. M. SHETH & Co.,

M. M. Sheth



(M. M. Sheth)
Prop.

FW-1455
CP-729.

For PIDILITE INDUSTRIES LIMITED

[Signature]
Director