

2nd April, 2016

The Secretary
BSE Ltd.
Corporate Relationship Dept.,
14th floor, P. J. Tower,
Dalal Street, Fort
Mumbai - 400 001
Stock Code – 500331

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051
Stock Code - PIDILITIND

Dear Sir,

Sub: Voting Result of Postal Ballot

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Postal Ballot Notice dated 12th February, 2016, please find enclosed herewith the voting results of the Postal Ballot along with the Scrutinizer's Report issued by Mr. M. M Sheth, Proprietor of M. M Sheth & Co., Practicing Company Secretaries, the Scrutinizer.

You are requested to kindly take the same on your record.

Thanking You,

Yours faithfully,
for **Pidilite Industries Limited**


MK **Savithri Parekh**
Secretary

Regd. Office
Regent Chambers, 7th Floor
Jamnalal Bajaj Marg
208 Nariman Point
Mumbai 400 021

Pidilite Industries Limited
Corporate Office
Ramkrishna Mandir Road
Andheri - E, Mumbai 400059, India
T + 91 22 2835 7000
F + 91 22 2835 7852
www.pidilite.com
CIN : L24100MH1969PLC014336

PIDILITE INDUSTRIES LIMITED
Postal Ballot result- Regulation 44 of SEBI (LODR) Regulations, 2015

Date of the AGM/EGM	31.03.2016
Two Special Resolutions passed through Postal Ballot on:	
Date of announcement of Postal Ballot result:	02.04.2016
Total number of shareholders on record date:	67,600
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

Resolution No. 1:		Employee Stock Option Plan 2016 (ESOP 2016)						
Resolution required: (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution:		No						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on Votes Polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	357483432	357249186	99.93	357249186	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

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	Total (a)	357483432	357249186	99.93	357249186	0	100.00	0.00
Public- Institutions	E- Voting	99999713	91523334	91.52	69570713	21952621	76.01	23.99
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		86770	0.09	86770	0	100.00	0.00
	Total (b)	99999713	91610104	91.61	69657483	21952621	76.04	23.96
Public Non- Institutions	E- Voting	55192185	1636131	2.96	1591102	45029	97.25	2.75
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		416466	0.75	370627	45839	88.99	11.01
	Total (c)	55192185	2052597	3.72	1961729	90868	95.57	4.43
Total		512675330	450911887	87.95	428868398	22043489	95.11	4.89

Resolution No. 2:			Grant of Options to the Employees/ Directors of subsidiary companies					
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution:			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on Votes Polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	357483432	357249186	99.93	357249186	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 (a)	357483432	357249186	99.93	357249186	0	100.00	0.00

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Public- Institutions	E- Voting	99999713	91541835	91.54	69589214	21952621	76.02	23.98
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)		86770	0.09	86770	0	100	0.00
	Total (b)	99999713	91628605	91.63	69675984	21952621	76.04	23.96
Public Non- Institutions	E- Voting	55192185	1636227	2.96	1589913	46314	97.17	2.83
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot (if applicable)		408036	0.74	361958	46078	88.71	11.29
	Total (c)	55192185	2044263	3.70	1951871	92392	95.48	4.52
Total	512675330	450922054	87.95	428877041	22045013	95.11	4.89	

for PIDILITE INDUSTRIES LIMITED

Bharat Puri

Bharat Puri
Managing Director

02/04/2016



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M. M. SHETH & Co.
Company Secretaries

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

M. M. SHETH
Proprietor

Date: 1st April 2016

To,
The Chairman
Pidilite Industries Limited
CIN: L24100MH1969PLC014336
Regd. Off: Regent Chambers, 7th Floor,
Jamnalal Bajaj Marg, 208, Nariman Point,
Mumbai - 400 021

Subject: Scrutinizer's Report u/s 108 & 110 of the Companies Act, 2013 for voting by Equity Shareholders through Postal Ballot & Remote e-voting

The Board of Directors of the Company at their meeting held on 29th January 2016 has appointed me as Scrutinizer for the postal ballot and remote e-voting process.

Pursuant to Section 108 and 110 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has provided postal ballot and remote e-voting facility to its members in respect of two special resolutions as mentioned in the notice dated 12th February 2016 for Postal Ballot and remote e-voting to the Equity shareholders of the Company.

The Company has 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 on 31st March, 2016 after 5.00 p.m. in presence of two witnesses.

Cut-off Date: 19th February, 2016

Postal Ballot & Remote e-voting commencement date: 2nd March, 2016 9:00 a.m.

Postal Ballot & Remote e-voting end date: 31st March, 2016 at 5.00 p.m.





Company has completed dispatch of postal ballot forms with self addressed postage pre-paid envelope by Courier Service, Registered Post and Registered Air Mail on 29th February, 2016 to the members whose email id are not registered and to those members to whom email is undelivered. The Company has completed delivery of sending e-mail to the members on 29th February 2016. We have considered all Postal Ballot Forms received till 31st March 2016. The Company has published a notice in this regard on 2nd March 2016, in Business Standard (newspaper in English) and Sakaal (newspaper in Marathi).

The total number of Equity shareholders as on cutoff date were 67,600

The result of the remote e-voting together with that of the Postal Ballot forms is as under:

SPECIAL RESOLUTION NO. 1.

Approval of Employee Stock Option Plan 2016 (ESOP 2016) u/s 62(1)(b) of the Act

No. of Equity shareholders who cast vote	No of shares voted by them	% of Total Paid-up Equity Share Capital
985	450945493	87.96

	Remote e-voting		Postal Ballot		Total	
	No of members	No of shares	No of members	No of shares	No of shares	% of shares voted
Assent	434	428411001	324	457397	428868398	95.10
Dissent	157	21997650	32	45839	22043489	4.89
Invalid	0	0	38	33606	33606	0.01
Total	591	450408651	394	536842	450945493	100

The votes cast in favour of Special Resolution are 95.10%





M. M. SHETH & Co.
Company Secretaries

SPECIAL RESOLUTION NO. 2.

Approval for grant of options to the Employees/Directors of its Subsidiary Company/ies under ESOP 2016 u/s 62(1)(b) of the Act

No. of Equity Shareholders who cast vote	No of shares voted by them	% of Total Paid-up Equity Share Capital
989	450964091	87.96

	Remote e-voting		Postal Ballot		Total	
	No of members	No of shares	No of members	No of shares	No of shares	% of shares voted
Assent	424	428428313	314	448728	428877041	95.10
Dissent	171	21998935	35	46078	22045013	4.89
Invalid	0	0	45	42037	42037	0.01
Total	595	450427248	394	536843	450964091	100

The votes cast in favour of Special Resolution are 95.10 %

The abovementioned two Special Resolutions have been passed with requisite majority.

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 remote e-voting and Ballot 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)
Prop.



For Pidilite Industries Limited

Bharat Puri
Managing Director

FCS: 1455
CP: 729