



M. M. SHETH & Co.
Company Secretaries

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M. M. SHETH
Proprietor

Date: 2nd September 2015

To,
The Chairman of
46th 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 Annual General Meeting held on 1st September 2015

The Board of Directors of the Company at their meeting held on 19th May 2015 had appointed me as Scrutinizer for remote e-voting, voting by Ballot Forms sent with notice convening the Annual General Meeting (AGM) and also 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 pursuant to SEBI circular dated 17th April 2014, the Company has provided remote e-voting and ballot facility 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 1st September, 2015 after conclusion of AGM in the presence of two witnesses.

Cut -off date: 25th August 2015
Remote e-voting commencement date: 9.00. a.m. 27th August 2015
Remote e-voting end date: 5.00 p.m. 31st August 2015



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The Company has delivered copy of annual report through email to members whose email Id were registered. Annual report and ballot forms with self addressed business reply envelopes were sent to other members by Courier/registered AD post/Air mail.

The Company has published a notice in this regard, in Business Standard (newspaper in English) and Sakaal (newspaper in Marathi) on 08th August 2015.

The results of the remote e-voting together with that of the ballot forms & 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 2015.

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
481	44,24,27,670	86.30

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	379	442345914	60	37806	27	28134	442411854	100
Dissent	2	105	1	8000	0	0	8105	*
Invalid	0	0	8	6483	4	1228	7711	*
Total	381	442346019	69	52289	31	29362	442427670	100

*negligible



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Ordinary Business - Ordinary Resolution no. 2.

Declaration of dividend on Equity Shares.

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
489	443852623	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	388	443770967	61	38307	27	28134	443837408	100
Dissent	1	5	1	8000	0	0	8005	*
Invalid	0	0	7	5982	4	1228	7210	*
Total	389	443770972	69	52289	31	29362	443852623	100

*negligible

Ordinary Business - Ordinary Resolution no. 3.

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

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
482	443852170	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	351	438800437	61	38307	27	28134	438866878	98.88
Dissent	31	4970082	1	8000	0	0	4978082	1.12
Invalid	0	0	7	5982	4	1228	7210	*
Total	382	443770519	69	52289	31	29362	443852170	100

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Ordinary Business – Ordinary Resolution no. 4.

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

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
485	443852526	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	366	442557875	61	38307	27	28134	442624316	99.72
Dissent	19	1213000	1	8000	0	0	1221000	0.28
Invalid	0	0	7	5982	4	1228	7210	*
Total	385	443770875	69	52289	31	29362	443852526	100

*negligible

Ordinary Business – Ordinary Resolution no. 5.

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

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
479	443850145	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	372	443766750	61	38307	27	28134	443833191	100
Dissent	7	1744	1	8000	0	0	9744	*
Invalid	0	0	7	5982	4	1228	7210	*
Total	379	443768494	69	52289	31	29362	443850145	100

*negligible





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Special Business – Ordinary Resolution no. 6.

Appointment of Shri Bharat Puri as a Managing Director for a period of 5 years.

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
482	443852354	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	359	436159672	61	38307	27	28134	436226113	98.28
Dissent	23	7611031	1	8000	0	0	7619031	1.72
Invalid	0	0	7	5982	4	1228	7210	*
Total	382	443770703	69	52289	31	29362	443852354	100

*negligible

Special Business – Ordinary Resolution no. 7.

Re-appointment of Shri A N Parekh as a Whole Time Director for a period of 5 years.

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
485	443852476	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	304	422033421	59	38092	27	28134	422099647	95.10
Dissent	81	21737404	2	8015	0	0	21745419	4.90
Invalid	0	0	8	6182	4	1228	7410	*
Total	385	443770825	69	52289	31	29362	443852476	100

*negligible





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Special Business – Ordinary Resolution no. 8.

Appointment of Shri Sabyaschi Patnaik as a Director.

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
483	443852462	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	361	442558461	60	38107	27	28134	442624702	99.72
Dissent	22	1212350	1	8000	0	0	1220350	0.28
Invalid	0	0	8	6182	4	1228	7410	*
Total	383	443770811	69	52289	31	29362	443852462	100

*negligible

Special Business – Ordinary Resolution no. 9.

Appointment of Shri Sabyaschi Patnaik as a Whole Time Director for a period of 3 years

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
480	443852140	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	355	441932369	58	38090	27	28134	441998593	99.58
Dissent	25	1838120	2	8015	0	0	1846135	0.42
Invalid	0	0	9	6184	4	1228	7412	*
Total	380	443770489	69	52289	31	29362	443852140	100

*negligible





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Special Business – Ordinary Resolution no. 10.

Appointment of Shri Sanjeev Aga as an Independent Director for a period of 5 years

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
479	443850332	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	368	443766568	60	38103	27	28134	443832805	100
Dissent	11	2113	1	8000	0	0	10113	*
Invalid	0	0	8	6186	4	1228	7414	*
Total	379	443768681	69	52289	31	29362	443850332	100

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Special Business – Ordinary Resolution no. 11.

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

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
483	443852411	86.58

	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	377	443770460	60	38103	27	28134	443836697	100
Dissent	6	300	1	8000	0	0	8300	*
Invalid	0	0	8	6186	4	1228	7414	*
Total	383	443770760	69	52289	31	29362	443852411	100

*negligible



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Special Business - Ordinary Resolution no. 12.

Approval of terms of appointment and payment of remuneration to Shri J L Shah for the period from 4th November 2014 to 19th May 2015.

No. of Members who casted Vote	No. of shares voted	% of Total Paid-up Share Capital
487	443852485	86.58

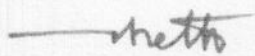
	Remote e-voting		Voting by Ballot forms sent with AGM Notice		Voting at AGM by Ballot papers		Total	
	No of members	No of shares	No of members	No of shares	No of members	No of shares	No of shares	%
Assent	376	443769714	59	37958	27	28134	443835806	100
Dissent	11	1120	1	8000	0	0	9120	*
Invalid	0	0	9	6331	4	1228	7559	*
Total	387	443770834	69	52289	31	29362	443852485	100

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All the above 12 Resolutions have been passed by the members 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 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.

FCs-1455
CP. 729.



COUNTERSIGNED BY
For PIDILITE INDUSTRIES LTD.


SAVITHRI PAREKH
SECRETARY