

3rd September, 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: Outcome of the Annual General Meeting

This is to inform you that the 47th Annual General Meeting (AGM) of the Company was held on Friday, 2nd September, 2016 at 11.00 a.m. at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jamnalal Bajaj Marg, Nariman Point, Mumbai-400 021.

Please find enclosed the following:

- (a) Disclosure of voting results pursuant to Regulation 44(3) of the Listing Regulations. The said disclosure be also considered as compliance in accordance with Regulation 30 of the Listing Regulations.
- (b) Consolidated Report of the Scrutinizers, dated 3rd September, 2016, on remote e-voting and Voting through Ballot Paper at AGM.
- (c) Annual Report for the financial year 2015-16 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

Following resolutions were passed with requisite majority:

1. Ordinary Resolution for 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, 2016.
2. Ordinary Resolution for confirmation of payment of interim dividend and declaration of final dividend on Equity Shares.
3. Ordinary Resolution for Re-appointment of Shri A B Parekh as a Director.
4. Ordinary Resolution for Re-appointment of Shri Sabyaschi Patnaik as a Director.
5. Ordinary Resolution for Ratification of appointment of M/s. Deloitte Haskins & Sells as Statutory Auditors.

Pidilite Industries Limited

Corporate Office
Ramkrishna Mandir Road
Andheri - E, Mumbai 400059, India

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

T + 91 22 2835 7000
F + 91 22 2835 7852
www.pidilite.com
CIN : L24100MH1969PLC014336

6. Ordinary Resolution for Appointment of Shri Vinod Dasari as an Independent Director for a period of 5 years.
7. Ordinary Resolution for Ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors.
8. Special Resolution for continuation of appointment of Shri M B Parekh as Executive Chairman of the Company after attaining the age of 70 years.

None of the resolutions amount to related party transactions and hence none of the directors are shown as interested.

The above results are uploaded on the website of the Company (www.pidilite.com)

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

Thanking You,

Yours faithfully,
for **Pidilite Industries Limited**



Savithri Parekh
Secretary

28

PIDILITE INDUSTRIES LIMITED-47th Annual General Meeting Voting results
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	02.09.2016
Total number of shareholders on record date: (As on the cut-off date i.e. Friday, 26th August, 2016)	74705
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	84
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	



05

PIDILITE INDUSTRIES LIMITED

Resolution No 1

Adoption of audited financial statements of the Company together with the reports of Board of Directors and Auditor's thereon and audited consolidated financial statements of the Company for the year ended 31st March, 2016.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	Total 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 Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
	Poll	356773432	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
	Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2 Public - Institutions	E-Voting	101408807	86772782	85.57	86752638	20144	99.98	0.02
	Poll	101408807	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
	Total	101408807	86772782	85.57	86752638	20144	99.98	0.02
3 Public-Non Institutions	E-Voting	54493091	1129013	2.07	1129008	5	100.00	0.00
	Poll	54493091	51201	0.09	51196	5	99.99	0.01
	Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
	Total	54493091	1180214	2.17	1180204	10	100.00	0.00
Total	E-Voting	512675330	444671511	86.74	444651362	20149	100.00	0.00
	Poll	512675330	51201	0.01	51196	5	99.99	0.01
	Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
	Total	512675330	444722712	86.75	444702558	20154	100.00	0.00



DS

PIDILITE INDUSTRIES LIMITED

Resolution No 2

Confirmation of payment of interim dividend and declaration of final dividend on Equity Shares.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

	Category	Mode of Voting	Total No. of	No. of votes	% of Votes	No. of Votes -	No. of Votes -	% of	% of Votes
			Shares Held	polled	Polled on outstanding shares	in favour	against	Votes in favour on votes polled	against on votes polled
			[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
1	Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
		Poll	356773432	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
		Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2	Public - Institutions	E-Voting	101408807	86870630	85.66	86870630	0	100.00	0.00
		Poll	101408807	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
		Total	101408807	86870630	85.66	86870630	0	100.00	0.00
3	Public-Non Institutions	E-Voting	54493091	1128668	2.07	1128663	5	100.00	0.00
		Poll	54493091	51201	0.09	51196	5	99.99	0.01
		Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
		Total	54493091	1179869	2.17	1179859	10	100.00	0.00
Total		E-Voting	512675330	444769014	86.75	444769009	5	100.00	0.00
		Poll	512675330	51201	0.01	51196	5	99.99	0.01
		Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
		Total	512675330	444820215	86.76	444820205	10	100.00	0.00



Handwritten signature/initials

PIDILITE INDUSTRIES LIMITED

Resolution No 3

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

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?No

	Category	Mode of Voting	Total No. of	No. of votes	% of Votes	No. of Votes -	No. of Votes -	% of	% of Votes
			Shares Held	polled	Polled on outstanding shares	in favour	against	Votes in favour on votes polled	against on votes polled
			[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$\frac{[6]}{[2]}\times 100$	$\frac{[7]}{[5]}\times 100$
1	Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
		Poll	356773432	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
		Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2	Public - Institutions	E-Voting	101408807	86870630	85.66	86215298	655332	99.25	0.75
		Poll	101408807	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
		Total	101408807	86870630	85.66	86215298	655332	99.25	0.75
3	Public-Non Institutions	E-Voting	54493091	1128333	2.07	1127264	1069	99.91	0.09
		Poll	54493091	51201	0.09	51196	5	99.99	0.01
		Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
		Total	54493091	1179534	2.16	1178460	1074	99.91	0.09
Total		E-Voting	512675330	444768679	86.75	444112278	656401	99.85	0.15
		Poll	512675330	51201	0.01	51196	5	99.99	0.01
		Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
		Total	512675330	444819880	86.76	444163474	656406	99.85	0.15



CF

PIDILITE INDUSTRIES LIMITED

Resolution No 4

Re-appointment of Shri Sabyaschi Patnaik as a Director.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

	Category	Mode of Voting	Total No. of	No. of votes	% of Votes	No. of Votes -	No. of Votes -	% of	% of Votes
			Shares Held	polled	Polled on outstanding shares	in favour	against	Votes in favour on votes polled	against on votes polled
			[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
1	Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
		Poll	356773432	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
		Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2	Public - Institutions	E-Voting	101408807	86870630	85.66	85886460	984170	98.87	1.13
		Poll	101408807	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
		Total	101408807	86870630	85.66	85886460	984170	98.87	1.13
3	Public-Non Institutions	E-Voting	54493091	1128319	2.07	1124296	4023	99.64	0.36
		Poll	54493091	51201	0.09	51196	5	99.99	0.01
		Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
		Total	54493091	1179520	2.16	1175492	4028	99.66	0.34
Total	Total	E-Voting	512675330	444768665	86.75	443780472	988193	99.78	0.22
		Poll	512675330	51201	0.01	51196	5	99.99	0.01
		Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
		Total	512675330	444819866	86.76	443831668	988198	99.78	0.22



5

PIDILITE INDUSTRIES LIMITED

Resolution No 5

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

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	Total 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]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$	
1	Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
		Poll	356773432	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
		Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2	Public - Institutions	E-Voting	101408807	86870630	85.66	86834624	36006	99.96	0.04
		Poll	101408807	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
		Total	101408807	86870630	85.66	86834624	36006	99.96	0.04
3	Public-Non Institutions	E-Voting	54493091	1127913	2.07	1127154	759	99.93	0.07
		Poll	54493091	51201	0.09	51196	5	99.99	0.01
		Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
		Total	54493091	1179114	2.16	1178350	764	99.94	0.06
Total		E-Voting	512675330	444768259	86.75	444731494	36765	99.99	0.01
		Poll	512675330	51201	0.01	51196	5	99.99	0.01
		Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
		Total	512675330	444819460	86.76	444782690	36770	99.99	0.01



ES

PIDILITE INDUSTRIES LIMITED

Resolution No 6

Appointment of Shri Vinod Kumar Dasari as an Independent Director for a period of 5 years.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
1 Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
	Poll	356773432	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
	Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2 Public - Institutions	E-Voting	101408807	86750630	85.55	85602610	1148020	98.68	1.32
	Poll	101408807	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
	Total	101408807	86750630	85.55	85602610	1148020	98.68	1.32
3 Public-Non Institutions	E-Voting	54493091	1128229	2.07	1123743	4486	99.60	0.40
	Poll	54493091	51201	0.09	51196	5	99.99	0.01
	Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
	Total	54493091	1179430	2.16	1174939	4491	99.62	0.38
Total	E-Voting	512675330	444648575	86.73	443496069	1152506	99.74	0.26
	Poll	512675330	51201	0.01	51196	5	99.99	0.01
	Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
	Total	512675330	444699776	86.74	443547265	1152511	99.74	0.26



(Handwritten signature)

PIDILITE INDUSTRIES LIMITED

Resolution No 7

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

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)]*100	% of Votes against on votes polled [7]=[5]/(2)]*100
		[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00
		Poll	356773432	0	0.00	0	0	0.00
		Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00
		Total	356773432	356769716	100.00	356769716	0	100.00
2	Public - Institutions	E-Voting	101408807	86870630	85.66	86850486	20144	99.98
		Poll	101408807	0	0.00	0	0	0.00
		Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00
		Total	101408807	86870630	85.66	86850486	20144	99.98
3	Public-Non Institutions	E-Voting	54493091	1128373	2.07	1127764	609	99.95
		Poll	54493091	51201	0.09	51196	5	99.99
		Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00
		Total	54493091	1179574	2.16	1178960	614	99.95
Total		E-Voting	512675330	444768719	86.75	444747966	20753	100.00
		Poll	512675330	51201	0.01	51196	5	99.99
		Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00
		Total	512675330	444819920	86.76	444799162	20758	100.00



RS

PIDILITE INDUSTRIES LIMITED

Resolution No 8

Approval for continuation of the appointment of Shri M B Parekh as Executive Chairman of the Company, on attaining age of 70 years.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? No

	Category	Mode of Voting	Total 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
1	Promoter and Promoter Group	E-Voting	356773432	356769716	100.00	356769716	0	100.00	0.00
		Poll	356773432	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	356773432	0	0.00	0	0	0.00	0.00
		Total	356773432	356769716	100.00	356769716	0	100.00	0.00
2	Public - Institutions	E-Voting	101408807	82751036	81.60	76491426	6259610	92.44	7.56
		Poll	101408807	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	101408807	0	0.00	0	0	0.00	0.00
		Total	101408807	82751036	81.60	76491426	6259610	92.44	7.56
3	Public-Non Institutions	E-Voting	54493091	1128001	2.07	1125988	2013	99.82	0.18
		Poll	54493091	51201	0.09	51196	5	99.99	0.01
		Postal Ballot (if applicable)	54493091	0	0.00	0	0	0.00	0.00
		Total	54493091	1179202	2.16	1177184	2018	99.83	0.17
Total	Total	E-Voting	512675330	440648753	85.95	434387130	6261623	98.58	1.42
		Poll	512675330	51201	0.01	51196	5	99.99	0.01
		Postal Ballot (if applicable)	512675330	0	0.00	0	0	0.00	0.00
		Total	512675330	440699954	85.96	434438326	6261628	98.58	1.42



ES



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: 2nd September 2016

To,
The Chairman of
47th 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 (AGM) held on 2nd September 2016.

The Board of Directors of the Company at their meeting held on 19th May 2016 had appointed me as Scrutinizer for remote e-voting 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 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 2nd September, 2016 after conclusion of AGM in the presence of two witnesses.

Cut -off date:	26 th August 2016
Remote e-voting commencement date:	30 th August 2016 at 9.00 a.m.
Remote e-voting end date:	01 st September 2016 at 5.00 p.m.





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 Sakaal (newspaper in Marathi) on 08th August 2016.

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 2016.

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
446	44,47,22,712	86.75%

	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	417	44,46,51,362	26	51,196	44,47,02,558	100
Dissent	2	20,149	1	5	20,154	0*
Invalid	0	0	0	0	0	0
Total	419	44,46,71,511	27	51,201	44,47,22,712	100

* negligible





Ordinary Business - Ordinary Resolution no. 2

Confirmation of interim dividend paid & declaration of final dividend on Equity Shares.

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
452	44,48,20,215	86.76%

	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	424	44,47,69,009	26	51,196	44,48,20,205	100
Dissent	1	5	1	5	10	0*
Invalid	0	0	0	0	0	0
Total	425	44,47,69,014	27	51,201	44,48,20,215	100

* negligible

Ordinary Business - Ordinary Resolution no. 3.

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

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
448	44,48,19,880	86.76%

	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	411	44,41,12,278	26	51,196	44,41,63,474	99.85
Dissent	10	656401	1	5	6,56,406	0.15
Invalid	0	0	0	0	0	0
Total	421	44,47,68,679	27	51,201	44,48,19,880	100





M. M. SHETH & Co.
Company Secretaries

Ordinary Business - Ordinary Resolution no. 4.

Re-appointment of Shri Sabyaschi Patnaik as a Director.

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
448	44,48,19,866	86.76%

	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	409	44,37,80,472	26	51,196	44,38,31,668	99.78
Dissent	12	9,88,193	1	5	9,88,198	0.22
Invalid	0	0	0	0	0	0
Total	421	44,47,68,665	27	51,201	44,48,19,866	100

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
448	44,48,19,460	86.76%

	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	413	44,47,31,494	26	51,196	44,47,82,690	99.99
Dissent	8	36,765	1	5	36,770	0.01
Invalid	0	0	0	0	0	0
Total	421	44,47,68,259	27	51,201	44,48,19,460	100





Special Business - Ordinary Resolution no. 6.

Approval for appointment of Shri Vinod Kumar Dasari as an Independent Director for a period of 5 years.

No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
446	44,46,99,776	86.74%

	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	396	44,34,96,069	26	51,196	44,35,47,265	99.74
Dissent	23	11,52,506	1	5	11,52,511	0.26
Invalid	0	0	0	0	0	0
Total	419	44,46,48,575	27	51,201	44,46,99,776	100

Special Business - Ordinary Resolution no. 7.

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
450	44,48,19,920	86.76%

	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	414	44,47,47,966	26	51,196	44,47,99,162	100
Dissent	9	20,753	1	5	20,758	0*
Invalid	0	0	0	0	0	0
Total	423	44,47,68,719	27	51,201	44,48,19,920	100

* negligible





M. M. SHETH & Co.
Company Secretaries

Special Business - Special Resolution no. 8.

Approval for continuation of Appointment of Shri M B Parekh as Executive Chairman after attaining age of 70 years.

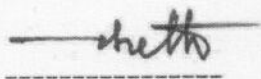
No. of Members who cast their vote	No. of shares voted	% of Total Paid-up Share Capital
449	44,06,99,954	85.96%

	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	402	43,43,87,130	26	51,196	43,44,38,326	98.58
Dissent	20	62,61,623	1	5	62,61,628	1.42
Invalid	0	0	0	0	0	0
Total	422	44,06,48,753	27	51,201	44,06,99,954	100

All the above 8 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 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.,

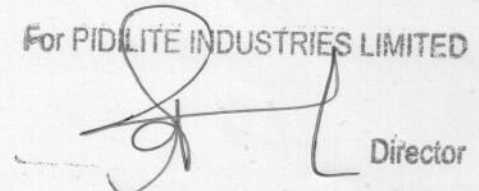


(M. M. Sheth)
Prop.

FCI-1455
CP 729.



For PIDLITE INDUSTRIES LIMITED


Director