

22 December 2017

The Secretary  
Bombay Stock Exchange Ltd.  
Market Operations Department  
1st floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai - 400 001

The Secretary  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5th floor  
Plot No C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400051

Dear Sir,

**Result of Voting by Postal Ballot – Sale and Transfer of Specialty Chemical Business Undertaking of the Company.**

We refer to the Postal Ballot Notice dated 7<sup>th</sup> November 2017 seeking approval of the Members of the Company by way of an Ordinary Resolution through Postal Ballot relating to the sale and transfer of Company's Specialty Chemical Business.

In this connection and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Ordinary Resolution mentioned in the aforesaid Postal Ballot notice has been passed by the Members of the Company by requisite majority. The approval is deemed to have been received on Monday, 18<sup>th</sup> December, 2017 viz. the last date of receipt of duly completed Ballot Forms and remote e-voting. The result has been announced at the registered office of the Company today.

Please find enclosed the voting results in the specified format along with the report issued by the Scrutinizer.

Request you to kindly take the above information on your records.

Yours Faithfully,

For Akzo Nobel India Limited



R Guha  
Company Secretary

Encl: as above.

AKZO NOBEL INDIA LIMITED

Record Date of Postal Ballot	10th November,2017
Total number of shareholders on record date	46232
No.of Shareholders voted through e-voting or through physical ballot	
Promoters and Promoter Group	0
Public Institution	57
Public Others	799

Details of Agenda :

Resolution : - To consider and approve transfer by way of sale or otherwise the Company's Specialty Chemicals business undertaking.

Resolution required (Ordinary/ Special)	Ordinary
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	yes

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34044335	0	0.00	0	0	0.00	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		34044335	0	0.00	0	0	0.00
Public - Institutions	E-Voting	4902284	2808527	57.29	2675718	132809	95.27	4.73
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4902284	2808527	0.00	2675718	132809	95.27
Public -Non Institutions	E-Voting	7713695	3422230	44.37	3420808	1422	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		37247	0.48	36122	1125	96.98	3.02
	Total		7713695	3459477	44.85	3456930	2547	99.93
Total		46660314	6268004	13.43	6132648	135356	97.84	2.16

Details of invalid votes	
Category	Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	2013890

# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

## CONSOLIDATED SCRUTINIZER'S REPORT

To  
**The Chairman**  
**Akzo Nobel India Limited**  
**Geetanjali Apartment, 1<sup>st</sup> Floor**  
**8-B, Middleton Street**  
**Kolkata - 700 071**

*Dear Sir,*

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 7<sup>th</sup> November, 2017.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolution contained in the Notice of the postal ballot and e-voting dated the 7<sup>th</sup> November, 2017. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited (NSDL) and of voting received through postal ballots as provided by M/s. C B Management Services (P) Limited, Kolkata, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
  - (a) The Company has completed the dispatch of Postal Ballot Notice and Postal Ballot forms (containing e-voting instructions) through e-mail / other permitted modes as applicable on 17<sup>th</sup> November, 2017 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 10<sup>th</sup> day of November, 2017.
  - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
  - (c) The ballot boxes were opened after 5 p.m. on Monday, 18<sup>th</sup> day of December, 2017 in our presence.



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Website : [www.aklabh.com](http://www.aklabh.com)

- (d) The postal ballot forms were duly opened in our presence and scrutinized.
- (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- (f) All postal ballot forms received on or before 5 p.m. on Monday, 18<sup>th</sup> day of December, 2017 the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5 p.m. on Monday, 18<sup>th</sup> day of December, 2017, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
- (j) The e-voting period remained open from 09:00 A.M. IST on Sunday, the 19<sup>th</sup> day of November, 2017 up to 5:00 P.M. IST on Monday, the 18<sup>th</sup> day of December, 2017.
- (k) The Shareholders holding shares as on the "cut off" date, i.e. 10<sup>th</sup> day of November, 2017 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot and e-voting dated 7<sup>th</sup> day of November, 2017.
- (l) The result of the electronic voting was downloaded after 5 p.m. on Monday, 18<sup>th</sup> day of December, 2017 from NSDL website providing the platform for e-voting system ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and were unblocked in the presence of two witnesses, namely, Mr. Vijay Kumar Gupta, residing at 38/5 D, Khudiram Bose Sarani, Kolkata -700037 and Ms. Sunayna Jaiswal, residing at 17, Karbala Tank Lane, Kolkata - 700006 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVEN: 108008) is as follows :-



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## SPECIAL BUSINESS:

### Ordinary Resolution

*To consider and approve transfer by way of sale or otherwise, the Company's Speciality Chemical Business undertaking as a whole or part thereof on such terms and conditions as the Board of Directors may consider fit and proper and to do all such things as may be considered necessary or expedient to give effect to the same*

#### (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>
E-voting	436	6096526	
Voting by ballot	350	36122	
<b>Total</b>	<b>786</b>	<b>6132648</b>	<b>97.84%</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>
E-voting	18	134231	
Voting by ballot	26	1125	
<b>Total</b>	<b>44</b>	<b>135356</b>	<b>2.16%</b>

#### (iii) Invalid Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
26	2013890



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*Company Secretaries*

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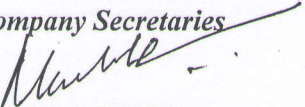
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

4. The proposed resolution has therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of e-voting and Postal Ballot.
6. The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
*Company Secretaries*

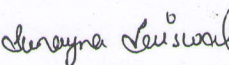
  
(CS A. K. LABH)  
*Practicing Company Secretary*  
FCS - 4848 / CP No. - 3238



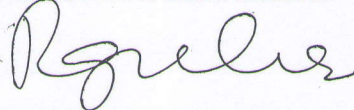
**Place: Kolkata**  
**Dated: 22.12.2017**

*Witness:*

1.   
(Vijay Kumar Gupta)  
38/5 D, Khudiram Bose Sarani  
Kolkata - 700037

2.   
(Sunayna Jaiswal)  
17, Karbala Tank Lane  
Kolkata - 700006

**Received the Report of the Scrutinizer**  
For Akzo Nobel India Limited

  
(R. Guha)  
Company Secretary

