

25 May 2018

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 – Buyback of equity shares

We refer to the Postal Ballot Notice dated 13th April 2018 seeking approval of the Members of the Company by way of a Special Resolution through Postal Ballot for buyback of a maximum of 11,20,000 equity shares of the company.

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 **Special Resolution mentioned in the aforesaid Postal Ballot notice has been passed by the Members of the Company with requisite majority.** The approval is deemed to have been received on Tuesday, 22nd May, 2018 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

Camp: Kolkata

AKZO NOBEL INDIA LIMITED

Record Date of Postal Ballot	6th April,2018
Total number of shareholders on record date	40748
No.of Shareholders voted through e-voting or through physical ballot	
Promoters and Promoter Group	3
Public Institution	51
Public Others	526

Details of Agenda :

Special Resolution under Section 68 of the Companies Act,2013 for buyback of a maximum of 11,20,000 equity shares of the Company(representing 2.40% of the total number of equity shares) from the equity shareholders on a proportionate basis through the "Tender Offer" route as prescribed under the Securities and Exchange Board of India (Buyback of Securities) Regulations,1998 at a price of Rs.2.100 per equity share,aggregating Rs.235.20 Crores.

Resolution required (Ordinary/ Special)	Special
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

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		11066495	32.51	11066495	0	100.00	0.00
	Poll	34044335	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		22977544	67.49	22977544	0	100.00	0.00
	Total		34044335	34044039	100.00	34044039	0	0.00
Public - Institutions	E-Voting		2487746	49.97	2487746	0	100.00	0.00
	Poll	4978091	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4978091	2487746	49.97	2487746	0	100.00
Public -Non Institutions	E-Voting		879954	11.52	878230	1724	99.80	0.20
	Poll	7637888	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		31900	0.42	28189	3711	88.37	11.63
	Total		7637888	911854	11.94	906419	5435	99.40
Total		46660314	37443639	80.25	37438204	5435	99.99	0.01

Details of invalid votes	
Category	No of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	3404

A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Akzo Nobel India Limited
Geetanjali Apartment, 1st 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 6th April, 2018.
- (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 13th April, 2018. 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 21st April, 2018 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 6th day of April, 2018.
 - (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 5:00 p.m. on Tuesday, 22nd day of May, 2018 in our presence.



A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



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- (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 5:00 p.m. on Tuesday, 22nd day of May, 2018 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 5:00 p.m. on Tuesday, 22nd day of May, 2018, *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).
- (j) The e-voting period remained open from 9:00 A.M. IST on Monday, the 23rd day of April, 2018 up to 5:00 P.M. IST on Tuesday, the 22nd day of May, 2018.
- (k) The Shareholders holding shares as on the "cut off" date, i.e. 6th day of April, 2018 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot and e-voting dated 13th day of April, 2018.
- (l) The result of the electronic voting was downloaded after 5:00 p.m. on Tuesday, the 22nd day of May, 2018 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Vasundhara Apartment, Flat No. 306, 2, Italgacha Road, Kolkata - 700079 and Ms. Priti Priya Singh, residing at 8/A, Kailash Saha Lane, Kolkata - 700007, West Bengal and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVEN: 108309) is as follows :-



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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SPECIAL BUSINESS:

Special Resolution

To consider and approve under Section 68 of the Companies Act, 2013, buyback of a maximum of 11,20,000 equity shares of the Company (representing 2.4% of the total number of equity shares) from the equity shareholders on a proportionate basis through the "Tender Offer" route as prescribed under the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 at a price of Rs. 2,100 per equity share aggregating Rs. 235.2 Crores

(i) Voted *in favour* of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	218	14432471	
Voting by ballot	320	23005733	
Total	538	37438204	99.99%

(ii) Voted *against* the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	1724	
Voting by ballot	23	3711	
Total	42	5435	0.01%

(iii) *Invalid* Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
49	3404



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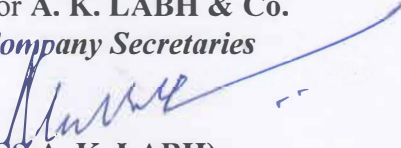
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

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

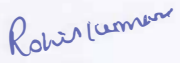

(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238

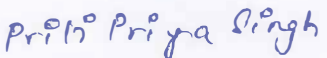


Place: Kolkata


Dated: 25.05.2018

Witness:

1. 
(Rohit Kumar)
Basundhara Apartment
Flat No. 306
2, Italgacha Road
Kolkata - 700079

2. 
(Priti Priya Singh)
8/A, Kailash Saha Lane
Kolkata - 700 007, West Bengal

Received the Report of the Scrutinizer
For Akzo Nobel India Limited


(R. Guha)
Company Secretary