

Date: 10th August, 2023

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 54th Annual General Meeting (AGM) of the Company was held on Thursday, 10th August, 2023 at 03.00 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) in accordance with circular(s) issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company provided remote e-voting facility and also electronic voting facility at the AGM to its Members in respect of business to be transacted at AGM and also provided the live webcast of the proceedings of the AGM for convenience of the Members.

Please find enclosed the following:

- (a) Proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations:”) (Annexure A)
- (b) 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. (Annexure B)
- (c) Consolidated Report of the Scrutinizers, dated 10th August, 2023, on remote e-voting and electronic voting at the AGM. (Annexure C)

The above results are also available on the website of the Company (www.pidilite.com) and on the website of National Securities Depository Limited (www.evoting.nsdl.com)

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

Thanking You,

Yours faithfully,
For **Pidilite Industries Limited**

Manisha Shetty
Company Secretary

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

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Ramkrishna Mandir Road
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CIN:L24100MH1969PLC014336

ANNEXURE A

BRIEF PROCEEDINGS OF THE 54th ANNUAL GENERAL MEETING OF THE COMPANY

The 54th Annual General Meeting (AGM) of the Company was held on Thursday, 10th August, 2023, through two-way Video Conference (VC) /Other Audio Visual Means (OAVM) in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India [SEBI] (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations] and circulars issued by the Ministry of Corporate Affairs and SEBI from time to time in this regard. The meeting commenced at 3.00 p.m.

Shri M B Parekh, Chairman of the Company, chaired the proceedings of the meeting. He welcomed all the Directors and Shareholders of the Company to the AGM. Then he requested Smt. Manisha Shetty, Company Secretary to elaborate on applicable legal provisions for holding this AGM.

Smt. Manisha Shetty informed the Members as under:

- a. This meeting was conducted through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) facility without the physical presence of the Members.
- b. In terms of the provisions of Section 108 of the Companies Act, 2013, Rules issued thereunder and Regulation 44 of Listing Regulations, the Company had provided e-voting facility to the Members to exercise their right to vote on the resolutions proposed to be passed at the AGM through electronic voting system prior to the AGM (remote e-voting). The remote e-voting period which had commenced on Sunday, 6th August, 2023 at 9.00 a.m. ended on Wednesday, 9th August, 2023 at 5.00 p.m. Members who had not exercised their vote earlier, could also vote during the AGM (e-voting). She further informed that e-voting platform shall remain open until 15 minutes after closure of the meeting.
- c. The Company had taken all feasible steps under the circumstances to ensure that the shareholders were provided an opportunity to participate in this AGM and vote.
- d. The detailed instructions for speakers and participants had been provided in the notice of AGM.
- e. The facility for appointment of proxy was not available at this meeting as per the MCA circulars. The Company had received certified copies of Resolutions from Body Corporate who were members u/s 113 of the Companies Act, 2013 authorising their Representatives to attend and vote at the meeting.
- f. The Company has tied up with NSDL to provide facility for voting through remote e-voting, e-voting at AGM and for participation of members in AGM.
- g. Live screening of this meeting is being webcast on NSDL portal.

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The Chairman announced that the requisite quorum was present through Video Conference and as such he called the meeting to be in order. He announced commencement of e-voting at the AGM. All Directors of the Company were present for the meeting through VC from their respective locations. The Executive Director Finance & Chief Financial Officer, Statutory Auditors and Secretarial Auditors were also present during the meeting.

The Chairman then introduced the other Directors present in the Meeting.

The Notice convening the AGM and the Annual Report of the Company for the financial year ended 31st March, 2023, were taken as read as the same were already circulated to the members. As the Statutory Auditors' Report and Secretarial Auditors' Report, did not contain any qualifications/adverse remarks, they were also taken as read.

The Chairman then informed the Members that the necessary registers and documents referred to in the Notice dated 8th May, 2023 convening the AGM were available for inspection.

Then the Chairman delivered his speech to the Members of the Company, which included highlights on business performance, financials, outlook, etc.

The Chairman then placed before the meeting nine resolutions as set out in the Notice of the AGM for the Members' approval.

The Members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the AGM. Total 11 shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses were provided to the Members by the Chairman, Managing Director and Executive Director Finance & Chief Financial Officer of the Company.

The Board of Directors of the Company had appointed M/s. Parikh & Associates, Practising Company Secretaries as the Scrutinizer for scrutiny of the votes cast through the remote e-voting platform and also for electronic voting at the AGM and he would submit his Consolidated Report on remote e-voting and electronic voting at this meeting within the stipulated time. The Chairman authorized Smt. Manisha Shetty, Company Secretary to publish the results of voting alongwith Scrutinizer's Report on the website of the Company and NSDL and also intimate to BSE and NSE.

The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and observations.

As informed by the Company Secretary, voting on the NSDL platform continued for additional 15 minutes after closure of the meeting to enable the Members to cast their votes.

On completion of the e-voting process, the meeting concluded at 4:15 p.m.

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As per the Scrutinizer's Report, following nine resolutions were passed with requisite majority:

1. Ordinary Resolution for Adoption of Audited Standalone Financial Statements of the Company together with the reports of Board of Directors and Auditors' thereon and the Audited Consolidated Financial Statements of the Company with Auditor's Report for the year ended 31st March, 2023.
2. Ordinary Resolution for declaration of dividend on Equity Shares.
3. Ordinary Resolution for re-appointment of Shri A N Parekh (DIN: 00111366) as a Director, who retires by rotation.
4. Ordinary Resolution for re-appointment of Shri Sudhanshu Vats (DIN: 05234702) as a Director, who retires by rotation.
5. Ordinary Resolution for appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 54th Annual General Meeting (AGM) until the conclusion of the 59th AGM of the Company.
6. Special Resolution for re-appointment of Shri M. B. Parekh (DIN: 00180955) as the Whole Time Director (designated as Executive Chairman) for a further period of 5 years with effect from 1st August, 2023.
7. Special Resolution for re-appointment of Shri A B Parekh (DIN: 00035317), as a Whole Time Director (designated as Executive Vice Chairman) of the Company, for a further period of 5 years with effect from 1st August, 2023.
8. Special Resolution for payment of commission for a sum not exceeding 1% p.a. of the net profits of the Company to the Non-Executive Directors of the Company.
9. Ordinary Resolution for ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors for the financial year ending 31st March, 2024.

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Annexure B

Name of the Company	PIDILITE INDUSTRIES LIMITED
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Regulation 30 of the Listing Regulations – details regarding the proceedings of the Meeting		
Sr. no	Particulars	Details
1	Date of the AGM/EGM	10th August, 2023
2	Total Number of Shareholders as on record date i.e. as on cut-off date 3rd August, 2023	6,08,488
3	No. of Shareholders present in the meeting	Nil
4	No of shareholders present though VC	
	(i) Promoter and Promoter Group	22
	(ii) Public	76

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Resolution Required : (Ordinary)		<p>1 - Ordinary Resolution for adoption of:</p> <p>i. the audited standalone financial statements of the Company for the financial year ended 31st March, 2023 together with the reports of Board of Directors and the Auditors' thereon; and</p> <p>ii. the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023 together with the report of the Auditors' thereon.</p>						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84624443	85.8140	84567347	57096	99.9325	0.0675
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84624443	85.8140	84567347	57096	99.9325	0.0675
Public Non Institutions	E-Voting	54402694	1732012	3.1837	1731629	383	99.9779	0.0221
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1732012	3.1837	1731629	383	99.9779	0.0221
Total		508455285	431044526	84.7753	430987047	57479	99.9867	0.0133

Pidilite Industries Ltd

Resolution Required : (Ordinary)		2 - Ordinary Resolution for declaration of dividend on Equity Shares.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	84727484	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	84727484	0	100.0000	0.0000
Public Non Institutions	E-Voting	54402694	1733622	3.1866	1733245	377	99.9783	0.0217
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1733622	3.1866	1733245	377	99.9783	0.0217
Total		508455285	431149177	84.7959	431148800	377	99.9999	0.0001

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Resolution Required : (Ordinary)		3 - Ordinary Resolution for re-appointment of Shri A N Parekh (DIN: 00111366) as a Director, who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	59200761	25526723	69.8720	30.1280
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	59200761	25526723	69.8720	30.1280
Public Non Institutions	E-Voting	54402694	1733557	3.1865	1731259	2298	99.8674	0.1326
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1733557	3.1865	1731259	2298	99.8674	0.1326
Total		508455285	431149112	84.7959	405620091	25529021	94.0788	5.9212

Pidilite Industries Ltd

Resolution Required : (Ordinary)		4 - Ordinary Resolution for re-appointment of Shri Sudhanshu Vats (DIN: 05234702) as a Director, who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	59295383	25432101	69.9836	30.0164
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	59295383	25432101	69.9836	30.0164
Public Non Institutions	E-Voting	54402694	1733585	3.1866	1731321	2264	99.8694	0.1306
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1733585	3.1866	1731321	2264	99.8694	0.1306
Total		508455285	431149140	84.7959	405714775	25434365	94.1008	5.8992

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Resolution Required : (Ordinary)		5 - Ordinary Resolution for appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 54th Annual General Meeting (AGM) until the conclusion of						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	84670388	57096	99.9326	0.0674
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	84670388	57096	99.9326	0.0674
Public Non Institutions	E-Voting	54402694	1733558	3.1865	1726040	7518	99.5663	0.4337
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1733558	3.1865	1726040	7518	99.5663	0.4337
Total		508455285	431149113	84.7959	431084499	64614	99.9850	0.0150

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Resolution Required : (Special)		6 - Special Resolution for re-appointment of Shri M. B. Parekh (DIN: 00180955) as the Whole Time Director (designated as Executive Chairman) for a further period of 5 years with effect from 1st August, 2023.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727481	85.9184	71301019	13426462	84.1534	15.8466
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727481	85.9184	71301019	13426462	84.1534	15.8466
Public Non Institutions	E-Voting	54402694	1733224	3.1859	1731072	2152	99.8758	0.1242
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1733224	3.1859	1731072	2152	99.8758	0.1242
Total		508455285	431148776	84.7958	417720162	13428614	96.8854	3.1146

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Resolution Required : (Special)		7 - pecial Resolution for re-appointment of Shri A B Parekh (DIN: 00035317), as a Whole Time Director (designated as Executive Vice Chairman) of the Company, for a further period of 5 years with effect from 1st August, 2023.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	58148929	26578555	68.6305	31.3695
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	58148929	26578555	68.6305	31.3695
Public Non Institutions	E-Voting	54402694	1733024	3.1855	1731213	1811	99.8955	0.1045
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1733024	3.1855	1731213	1811	99.8955	0.1045
Total		508455285	431148579	84.7958	404568213	26580366	93.8350	6.1650

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Resolution Required : (Special)		8 - Special Resolution for payment of commission for a sum not exceeding 1% p.a. of the net profits of the Company to the Non -Executive Directors of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	83607682	1119802	98.6783	1.3217
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	83607682	1119802	98.6783	1.3217
Public Non Institutions	E-Voting	54402694	1730090	3.1802	1716727	13363	99.2276	0.7724
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1730090	3.1802	1716727	13363	99.2276	0.7724
Total		508455285	431145645	84.7952	430012480	1133165	99.7372	0.2628

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Resolution Required : (Special)		9 - Ordinary Resolution for ratification of payment of remuneration to M/s. V J Talati & Co., Cost Auditors for the financial year ending 31st March, 2024.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	355438742	344688071	96.9754	344688071	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344688071	96.9754	344688071	0	100.0000	0.0000
Public Institutions	E-Voting	98613849	84727484	85.9184	84727484	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84727484	85.9184	84727484	0	100.0000	0.0000
Public Non Institutions	E-Voting	54402694	1732573	3.1847	1728832	3741	99.7841	0.2159
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1732573	3.1847	1728832	3741	99.7841	0.2159
Total		508455285	431148128	84.7957	431144387	3741	99.9991	0.0009

To,
The Chairman
Pidilite Industries Limited
Regent Chambers, 7th Floor,
Jamnalal Bajaj Marg, 208, Nariman Point,
Mumbai – 400 021.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and e-voting during the AGM for the 54th Annual General Meeting of Pidilite Industries Limited held on Thursday, August 10, 2023 at 3:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of Pidilite Industries Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 54th Annual General Meeting ("AGM") of Pidilite Industries Limited on Thursday, August 10, 2023 at 3:00 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated May 8, 2023, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circular dated December 28, 2022 and other circulars issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by National Securities Depository Limited's ('NSDL') for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, August 6, 2023 at 9:00 a.m. (IST) and ended on Wednesday, August 9, 2023 at 5:00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, August 3, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the results of the remote e-voting and e-voting during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution**To receive, consider and adopt:**

- a. **the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and**
- b. **the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7,163	43,09,87,047	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	57,479	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution**Declaration of dividend on Equity Shares.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7,168	43,11,48,800	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	377	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution**Re-appointment of Shri A N Parekh (DIN: 00111366) as a Director, who retires by rotation.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6,728	40,56,20,091	94.08

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*449	2,55,29,021	5.92

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution**Re-appointment of Shri Sudhanshu Vats (DIN: 05234702) as a Director, who retires by rotation.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6,728	40,57,14,775	94.10

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*450	2,54,34,365	5.90

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 5: Ordinary Resolution

Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 54th Annual General Meeting (AGM) until the conclusion of the 59th AGM of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7,146	43,10,84,499	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	64,614	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 6: Special Resolution

Re-appointment of Shri M. B. Parekh (DIN: 00180955) as the Whole Time Director (designated as Executive Chairman) for a further period of 5 years with effect from 1st August, 2023.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6,962	41,77,20,162	96.89

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*214	1,34,28,614	3.11

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 7: Special Resolution

Re-appointment of Shri A B Parekh (DIN: 00035317), as a Whole Time Director (designated as Executive Vice Chairman) of the Company, for a further period of 5 years with effect from 1st August, 2023.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6,724	40,45,68,213	93.83

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*451	2,65,80,366	6.17

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 8: Special Resolution**Payment of commission for a sum not exceeding 1% p.a. of the net profits of the Company to the Non -Executive Directors of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7,058	43,00,12,480	99.74

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
115	11,33,165	0.26

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

