STOCK. EXG/ AG/ 2026-27

12th August, 2026

The Corporate Relationship Department
BSE Limited,
1st Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.-C/1, 'G' Block,
Bandra- Kurla Complex,
Bandra (E)
Mumbai – 400051

Listing Department
The Calcutta Stock Exchange Ltd.
7 Lyons Range,
Kolkata-700001

Scrip Code : 509480

Scrip Code: BERGEPAINT

Scrip Code : 12529

Dear Sir/Madam,

Subject: Proceedings of the 102nd Annual General Meeting of Berger Paints India Limited

Ref : Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ["Listing Regulations"]

This is to inform you that the 102nd Annual General Meeting (AGM) of Berger Paints India Limited ("Company") was held on Wednesday, 12th August, 2026, at 11.00 a.m. (IST) through Video Conference (VC) or Other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI), Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India for transacting the business(es) as mentioned in the Notice dated 12th May, 2026 convening the 102nd AGM.

In this regard, please find enclosed the following:

Particulars	Annexure
1. Summary of the proceedings of the 102nd AGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations.	I
2. Consolidated Scrutinizer's Report dated 12th August, 2026 on remote e-voting and e-voting during the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014	II

We request you to take the same on record.

Yours faithfully,
For **BERGER PAINTS INDIA LIMITED**

Arunito Ganguly
Vice President & Company Secretary

Encl.: as above

PROCEEDINGS OF THE 102nd ANNUAL GENERAL MEETING

The 102nd Annual General Meeting (AGM) of the Company was held on Wednesday, 12th August, 2026, through Video Conference (VC) or Other Audio Visual Means (OAVM) in accordance with the MCA Circulars and relevant circulars issued by the SEBI, from time to time and applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The meeting commenced at 11 a.m. (IST) and concluded at 1.36 p.m. (IST) [including the time allowed for e-voting at AGM].

Mr Arunito Ganguly, Vice President & Company Secretary, welcomed the Members attending the AGM and briefed them about the guidelines to be followed during the Meeting for shareholders and registered speakers. Ms Rishma Kaur, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman called the Meeting to Order. Thereafter, she introduced other Directors who joined the Meeting from various locations. All Directors including the respective Chairperson/Chairman of the Audit Committee, Stakeholders' Relationship Committee and Compensation and Nomination and Remuneration Committee etc., were also present at the AGM.

The representatives of M/s. B S R & Co. LLP, Chartered Accountants, Statutory Auditors, Mr Anjan Kumar Roy of M/s Anjan Kumar Roy & Co., Company Secretaries, Secretarial Auditor and Mr A.K. Labh of M/s. A.K. Labh & Co., Company Secretaries, being the Scrutinizer were also present at the Meeting.

Total 177 Members attended the AGM as per the Attendance Record.

Thereafter, the Notice dated 12th May, 2026 convening the 102nd AGM (the "Notice") was taken as read with the consent of the Members present. The Chairman informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice had been kept open for electronic inspection by the Members through the link provided on NSDL's e-voting platform. The Chairman mentioned that there were no qualifications, observations or other adverse remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) or by the Secretarial Auditor in his Secretarial Audit Report for the financial year ended on 31st March, 2026 which may have any adverse effect on the functioning of the Company. Hence, the Auditors' Report on the Financial Statements and the Secretarial Audit Report were not required to be read.

The Chairman then continued delivering her speech to the Shareholders of the Company which included highlights on business performance, financials, outlook, etc.

Thereafter, the resolutions were tabled at the Meeting by the Chairman and she explained the objectives and implications of each items of business except for those in which she was interested which was taken up by the Managing Director & CEO on Chairman's request for consideration by the Shareholders. The Chairman invited the Shareholders who had registered themselves as Speakers and were attending the Meeting through VC or OAVM, to put forward their queries / feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended on 31st March, 2026 and /or on the Agenda Items as contained in the Notice. 22 speakers expressed their feedback, queries and suggestions and thereafter, the

Chairman requested Mr Abhijit Roy (Mr Roy), Managing Director & CEO to respond to the queries raised by the Members and Mr Roy accordingly provided clarifications to their queries.

The Chairman informed the Members that the Company had availed the services of NSDL to provide remote e-voting facility to the Shareholders in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, which commenced on Sunday, 9th August, 2026 (9:00 A.M.) (IST) and ended on Tuesday, 11th August, 2026 (5:00 P.M.) (IST) and the facility of e-voting during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting. The voting rights of the Members were reckoned based on the number of shares held by them as on the Record Date i.e., Wednesday, 5th August, 2026. Mr A. K. Labh (FCS-4848/CP-3238) of M/s A. K. Labh & Co., Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting by Members (who have not cast their vote through remote e-voting) participating at the AGM through VC or OAVM as on the date of AGM in a fair and transparent manner. Thereafter, the following businesses as set out in the Notice dated 12th May, 2026 convening the AGM were transacted:

Sr. No.	Details of the Resolution	Type of Resolution
1.	Approval of Audited financial statements (including the audited consolidated financial statements) for the financial year ended 31st March, 2026, the report of the Board of Directors along with relevant Annexures and the Statutory Auditors.	Ordinary
2.	Payment of Dividend for the financial year ended 31st March, 2026.	Ordinary
3.	Re-appointment of Mr Kanwardip Singh Dhingra (DIN : 02696670) as a Director of the Company.	Ordinary
4.	Re-appointment of Mr Abhijit Roy (DIN : 03439064) as Managing Director and CEO for a period of 4 consecutive years from 1st July, 2027 up to 30th June, 2031.	Special
5.	Payment of remuneration by way of commission within the overall limit of / not exceeding the limit of 1% of the Net Profits of the Company for the financial year 2025-26 to Ms Rishma Kaur (DIN: 00043154)	Special
6.	Payment of remuneration by way of commission within the overall limit of / not exceeding the limit of 1% of the Net Profits of the Company for the financial year 2025-26 to Mr Kanwardip Singh Dhingra (DIN: 02696670)	Special
7.	Ratification of remuneration to be paid to the Cost Auditors of the Company for the financial year 2026-27	Ordinary

The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Members joining the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the eligible Members to cast their votes.

The Scrutinizer's Report (*marked as Annexure-II*) was received on 12th August, 2026 and as set out therein, all the Resolutions have been passed with requisite majority. Based on the Scrutinizer's Report, Mr Arunito Ganguly, Vice President and Company Secretary signed the consolidated voting results and declared that all the aforesaid businesses as contained in the Notice dated 12th May, 2026 convening the 102nd AGM were duly approved with requisite majority by the Members of the Company through remote e-voting and e-voting conducted during the AGM.

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BERGER PAINTS INDIA LIMITED

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

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Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Chairman
of the 102nd Annual General Meeting of
Berger Paints India Limited
Berger House, 129, Park Street,
Kolkata – 700 017

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 102nd Annual General Meeting ("AGM") of the members of ***"Berger Paints India Limited"*** (*"Company"*) held on Wednesday, the 12th day of August, 2026 at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular No. 20/2020 dated the 5th day of May, 2020 and subsequent circulars issued by MCA in this regard (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 12th day of May, 2026. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

A. K. LABH & CO. Kolkata

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IAF

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DIM, DHRD, PGHDSM, DIRPM
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I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Sunday, the 9th day of August, 2026 up to 5:00 P.M. IST on Tuesday, the 11th day of August, 2026.

2. The shareholders holding shares as on the "cut off" date, i.e. Wednesday the 5th day of August, 2026 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice of the AGM dated the 12th day of May, 2026.

3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.

4. The votes were unblocked on Wednesday, the 12th day of August, 2026 around 01:50. P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No 6, 3rd Floor, 27, Ital Gacha Road, Kolkata – 700 079 and Ms. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700 060, who are not in employment of the Company.

5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

6. The combined result of the remote e-voting and e-voting at the AGM **[EVEN : 140060]** are as under:

*<A> **ORDINARY BUSINESS :***

a) Resolution 1 : Ordinary Resolution

Approval of the Audited financial statements (including the audited consolidated financial statements) for the financial year ended 31st March, 2026, the Report of the Board of Directors along with relevant Annexures and that of the Statutory Auditors.

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*(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*
Remote e-voting	650	1,05,78,96,391	
E-voting at AGM	15	2,229	
Total	**665**	**1,05,78,98,620**	**99.9541**

*(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*
Remote e-voting	19	4,85,541	
E-voting at AGM	0	0	
Total	**19**	**4,85,541**	**0.0459**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	62,301

b) Resolution 2 : Ordinary Resolution

Declaration and payment of dividend of Rs. 4/- (400%) per equity share against the face value of Re. 1/- (One) each of an equity share fully paid up.

*(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*

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Remote e-voting	655	1,05,83,86,112	
E-voting at AGM	15	2,229	
Total	**670**	**1,05,83,88,341**	**99.9999**

(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*
Remote e-voting	15	415	
E-voting at AGM	0	0	
Total	**15**	**415**	**0.0001**

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	62,301

c) Resolution 3 : Ordinary Resolution

Re-appointment of Mr Kanwardip Singh Dhingra (DIN: 02696670), Director of the Company, who retires by rotation at this meeting and, being eligible, has offered himself for re-appointment.

(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*
Remote e-voting	613	1,05,48,78,524	
E-voting at AGM	14	2,226	
Total	**627**	**1,05,48,80,750**	**99.6686**

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(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*
Remote e-voting	58	35,08,003	
E-voting at AGM	1	3	
Total	**59**	**35,08,006**	**0.3314**

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	62,301

<B> ***SPECIAL BUSINESS :***

d) Resolution 4 : Special Resolution

Re-appointment of Mr Abhijit Roy [DIN: 03439064] as the Managing Director and Chief Executive Officer of the Company w.e.f. 1st July, 2027 for a further period of 4 consecutive years up to 30th June, 2031.

(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*
Remote e-voting	595	1,05,33,25,149	
E-voting at AGM	14	2,226	
Total	**609**	**1,05,33,27,375**	**99.5218**

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*(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***
Remote e-voting	77	50,61,378	
E-voting at AGM	1	3	
Total	**78**	**50,61,381**	**0.4782**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	***Total number of votes cast by them***
1	62,301

e) Resolution 5 : Special Resolution

Payment of remuneration by way of commission within the overall limit of/not exceeding the limit of 1% of the Net Profits of the Company during the financial year 2026-2027 to Ms Rishma Kaur, (DIN: 00043154), Non-Executive, Non-Independent Chairman of the Company, which may exceed 50% (fifty percent) of the total annual remuneration payable to all the Non-Executive Directors of the Company, during the financial year 2026-2027.

*(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***
Remote e-voting	600	1,05,64,22,235	
E-voting at AGM	14	2,226	
Total	**614**	**1,05,64,24,461**	**99.8162**

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(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*
Remote e-voting	68	19,45,677	
E-voting at AGM	1	3	
Total	**69**	**19,45,680**	**0.1838**

(iii) ***Invalid*** *Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	62,301

f) Resolution 6 : Special Resolution

Payment of remuneration by way of commission within the overall limit of/not exceeding the limit of 1% of the Net Profits of the Company during the financial year 2026-2027 to Mr Kanwardip Singh Dhingra, (DIN: 02696670), Non-Executive, Non-Independent Vice Chairman of the Company, which may exceed 50% (fifty percent) of the total annual remuneration payable to all the Non-Executive Directors of the Company during the financial year 2026-2027.

(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*
Remote e-voting	605	1,05,64,51,162	
E-voting at AGM	14	2,226	
Total	**619**	**1,05,64,53,388**	**99.8171**

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*(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*
Remote e-voting	64	19,35,347	
E-voting at AGM	1	3	
Total	**65**	**19,35,350**	**0.1829**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	62,301

g) Resolution 7 : Ordinary Resolution

Ratification of the remuneration payable to the cost auditors, namely M/s N Radhakrishnan & Co., Cost Accountants (Firm Registration No.000056) and M/s Shome and Banerjee, Cost Accountants (Firm Registration No. 000001), for the financial year ending on 31st March, 2027.

*(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*
Remote e-voting	648	1,05,83,75,411	
E-voting at AGM	14	2,226	
Total	**662**	**1,05,83,77,637**	99.9989

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(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***
Remote e-voting	22	11,116	
E-voting at AGM	1	3	
Total	**23**	**11,119**	**0.0011**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	***Total number of votes cast by them***
1	62,301

7. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company

8. The electronic e-voting registers and other documents related thereto are returned herewith for your safe custody.

Thanking You,

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

A. K. LABH & CO. Kolkata

(CS A. K. LABH)
Proprietor
FCS – 4848 / CP No. – 3238
UIN : S1999WB026800
PRCN : 7207/2025
UDIN : F004848H001093727

Place : Kolkata
Dated : 12.08.2026

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MEMBER OF MULTILATERAL RECOGNITION ARRANGEMENT IAF

A. K. LABH
FCS, ACMA, MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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Witness:

1.

Rohit Kumar

(Rohit Kumar)
Basundhara Apartment
Flat No 6, 3rd Floor
27, Ital Gacha Road
Kolkata - 700 079

A. K. LABH & CO. Kolkata

2.

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata – 700 060

Received the Report of the Scrutinizer
For Berger Paints India Limited

Arunito

(Arunito Ganguly)
Vice President & Company Secretary
FCS : 9285

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