



Akzo Nobel India Limited

ATTENDANCE SLIP

CIN: L24292WB1954PLC021516

Regd Off. : Geetanjali Apartment, 1st Floor,
8-B, Middleton Street, Kolkata - 700 071
Tel: 033 - 22267462 Fax: 033-222 77925

61st Annual General Meeting
Friday, August 14, 2015

Name & Address of the Holders

Joint holder, if any

Folio / D.P. & Client I.D. No

No. of Equity Shares held

Name of the Proxy /
Representative, if any

I/We hereby record my/our presence at the 61st Annual General Meeting of the Company, being held at Crystal Hall, Taj Bengal, 34-B, Belvedere Road, Alipore, Kolkata - 700 027 on Friday, August 14, 2015 at 1430 hours.

.....
(Signature of the Shareholder/Proxy/Authorised Representative)

IMPORTANT : This attendance slip may please be handed over at the entrance of the Meeting Hall.

E-VOTING PARTICULARS

Shareholders may please note the electronic voting particulars set out below for the purpose of e-voting in terms of section 108 of the Companies Act, 2013 and Clause 35 B of the Listing Agreement.

EVEN (E-voting Event Number)	USER ID	PASSWORD/PIN

The e-voting period commences on August 11, 2015 (9:00 A.M.) and ends on August 13, 2015 (5:00 P.M.).

Please read the e-voting instructions printed overleaf before exercising the vote. These e-voting details and instructions form an integral part of the Notice of the 61st AGM.



Akzo Nobel India Limited

PROXY FORM

CIN: L24292WB1954PLC021516

Regd Off. : Geetanjali Apartment, 1st Floor,
8-B, Middleton Street, Kolkata - 700 071
Tel: 033 - 22267462 Fax: 033-222 77925

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member:	Folio no. / DP ID:
Registered Address :	Client ID :
	E-mail id :

I/We being the member(s) of shares of the above named Company hereby appoint:

- Name:.....E-mail id:.....
Address:.....Signature:.....or failing him/her
- Name:.....E-mail id:.....
Address:.....Signature:.....or failing him/her
- Name:.....E-mail id:.....
Address:.....Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 61st Annual General Meeting of the Company, to be held at Crystal Hall, Taj Bengal, 34-B, Belvedere Road, Alipore, Kolkata - 700 027 on Friday, August 14, 2015 at 1430 hours and at any adjournment thereof in respect of resolutions as indicated below:

S.No.	Resolution	For*	Against*
1.	Adoption of audited financial statements for the year ended 31 March 2015 and the Reports of the Directors and Auditors thereon		
2.	Declaration of Dividend on equity shares for the year ended 31 March 2015		
3.	Re-appointment of Mr Amit Jain as a Director, who retires by rotation		
4.	Appointment of Auditors for the year 2015-16 and fixation of remuneration		
5.	Appointment of Mr. R Gopalakrishnan as an Independent Director of the Company		
6.	Appointment of Mr. Arvind Uppal as an Independent Director of the Company		
7.	Appointment of Ms. Renu S Karnad as an Independent Director of the Company		
8.	Appointment of Ms. Kimsuka Narasimhan as an Independent Director of the Company		
9.	Ratification of remuneration to Cost Auditors for the year 2015-16		

Signed this _____ day of _____ 2015

.....
Signature of Proxy holder(s)

.....
Signature of Shareholder

Affix
Revenue
Stamp

Notes :

This form of Proxy, in order to be effective, should be deposited at the Registered of the Company, not later than 48 Hours before the commencement of the aforesaid meeting.

For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 61st Annual General Meeting.

*This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

E-VOTING INSTRUCTIONS

1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
2. The facility for voting through ballot paper shall be made available at the Annual General Meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
3. The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
4. The remote e-voting period commences on 11.08.2015 (9:00 am) and ends on 13.08.2015 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 08.08.2015 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter.
5. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "Akzo Nobel remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>
 - (iii) Click on Shareholder - [Login](#)
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "Akzo Nobel India Limited".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to aklabhcs@gmail.com with a copy marked to evoting@nsdl.co.in
 - B. In case a Member receives physical copy of the Notice of Annual General Meeting [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
 - (i) Initial password is provided under 'E-voting Particulars' overleaf.
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
6. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for FMs available at the downloads section of www.evoting.nsd.com or call on toll free no.: 1800-222-990.
7. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
8. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
9. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 08.08.2015.
10. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e 08.08.2015 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or rt@cbmsl.com.
11. Login to e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through "Forgot Password" option available on the site to reset the same.
12. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsd.com or contact NSDL at the following toll free no.: 1800-222-990.
13. Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
14. A member may participate in the Annual General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Annual General Meeting.
15. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting through ballot paper.
16. Mr. A.K Labh, Practising Company Secretary (Membership No. FCS4848, C.P. No. 3238) and sole proprietor M/s. A.K Labh & Co. Company Secretaries, 40 Weston Street, 3rd Floor, Kolkata 700013 has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
17. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "ballot paper" for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.
18. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
19. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.akzonobel.co.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and NSE Limited.