



APL/SEC/26/2022-23/05

20th April, 2022

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Fort, Mumbai – 400 001
Scrip Code: 500820

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
Block G, Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400 051
Symbol: ASIANPAINT

Sir/Madam,

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

This is with reference to our letter no. APL/SEC/29/2021-22/24 dated 21st March, 2022, enclosing the Postal Ballot Notice dated 1st March, 2022 ("Notice") for seeking approval of the shareholders of the Company on the following resolutions:

Sr. No.	Description of Resolution(s)	Type of Resolution(s)
1.	Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company to hold office for 5 (five) consecutive years from 21 st October, 2021 to 20 th October, 2026	Special
2.	Appointment of Ms. Nehal Vakil (DIN: 00165627) as a Non-Executive Director of the Company	Ordinary

Pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014, Guidelines prescribed by the Ministry of Corporate Affairs through various Circular(s) and the Listing Regulations, as amended from time to time, the Postal Ballot was conducted through remote e-voting process.

The remote e-voting process concluded today i.e, 20th April, 2022, at 5:00 p.m. (IST), post which the Scrutinizer appointed for scrutiny of Postal Ballot process, Mr. Makarand M. Joshi (Membership No.: 5533, COP: 3662) Partner of M/s. Makarand M. Joshi & Co., Practising Company Secretaries, has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that, the shareholders of the Company have duly passed the above-mentioned resolutions with requisite majority.



Asian Paints Limited
Asian Paints House
6A, Shantinagar
Santacruz (E)
Mumbai 400 055
T : (022) 6218 1000
F : (022) 6218 1111
www.asianpaints.com

In connection with the above, please find enclosed the following:

1. Voting results pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014; and
2. Scrutinizer's Report dated 20th April, 2022 on remote e-voting.

Voting results along with the Scrutinizer's report are also being made available on the Company's website at www.asianpaints.com and on the website of National Securities Depository Limited www.evoting.nsdl.com.

This is for your information and records.

Thanking you,

Yours truly,

For **ASIAN PAINTS LIMITED**

R J JEYAMURUGAN
CFO & COMPANY SECRETARY

Encl.: As above

POSTAL BALLOT VOTING RESULTS

Disclosure pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Postal Ballot Notice	1 st March, 2022 (Voting start date: 22 nd March, 2022 Voting end date: 20 th April, 2022)
Total number of shareholders on record date (i.e. as on Friday, 18th March, 2022)	9,83,248
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter group	
Public	
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoter and Promoter group	
Public	

Resolution 1: Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company to hold office for 5 (five) consecutive years from 21st October, 2021 to 20th October, 2026

Resolution Required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	Total 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	Remote e-voting through Postal Ballot	50,47,85,184	46,05,86,263	91.24	46,05,86,263	0	100.00	0.00
Public Institutions	Remote e-voting through Postal Ballot	25,32,51,537	20,43,29,618	80.68	12,62,71,883	7,80,57,735	61.80	38.20
Public Non Institutions	Remote e-voting through Postal Ballot	20,11,61,069	77,79,035	3.87	77,55,147	23,888	99.69	0.31
Total		95,91,97,790	67,26,94,916	70.13	59,46,13,293	7,80,81,623	88.39	11.61

Resolution 2: Appointment of Ms. Nehal Vakil (DIN: 00165627) as a Non-Executive Director of the Company								
Resolution Required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	Remote e-voting through Postal Ballot	50,47,85,184	46,05,86,263	91.24	46,05,86,263	0	100.00	0.00
Public Institutions	Remote e-voting through Postal Ballot	25,32,51,537	20,43,29,618	80.68	18,36,62,135	2,06,67,483	89.89	10.11
Public Non Institutions	Remote e-voting through Postal Ballot	20,11,61,069	77,68,596	3.86	77,40,858	27,738	99.64	0.36
Total		95,91,97,790	67,26,84,477	70.13	65,19,89,256	2,06,95,221	96.92	3.08

Notes:

- i. Voting rights on the shares transferred to 'Unclaimed Suspense Account and 'Investor Education and Protection Fund' are frozen.
- ii. Votes have not been cast by the Trustees on the shares held by Asian Paints Employees Stock Ownership Trust.
- iii. The votes cast does not include invalid votes and abstained votes.
- iv. All the aforesaid resolutions were passed with requisite majority

For **ASIAN PAINTS LIMITED**

R J JEYAMURUGAN
CFO & COMPANY SECRETARY

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21 678100

Report of Scrutinizer for Voting on Postal Ballot through Remote e-voting

To

Mr. R J Jeyamurugan

CFO & Company Secretary

Asian Paints Limited

6A, Shantinagar, Santacruz (East),

Mumbai - 400055

Dear Sir,

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

- A. Pursuant to the resolution passed by the Board of Directors of Asian Paints Limited (hereinafter referred as "the Company") on Tuesday, March 1, 2022, I, Mr. Makarand M. Joshi, failing him, Ms. Kumudini Bhalerao, Partners of M/s. Makarand M. Joshi & Co, Practicing Company Secretaries, have been appointed as a Scrutinizer for vote casted through electronic mean for the postal ballot process in respect of the Resolutions set out in the Postal Ballot Notice dated March 1, 2022 ("Notice").
- B. Member's approval were sought for following Special Business(es) :-
1. Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company to hold office for 5 (five) consecutive years from 21st October, 2021 to 20th October, 2026; and
 2. Appointment of Ms. Nehal Vakil (DIN: 00165627) as a Non-Executive Director of the Company.
- C. Pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), vide General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and 20/2021 dated December 8, 2021 (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations, the items of special business as set out in the Notice were placed for approval of the members of the Company through remote electronic voting ("remote e-voting") only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of MCA Circulars were sent to those members on Monday, March 21, 2022, whose email addresses were registered with the Company/Depositories and whose names appear in the Register

of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, March 18, 2022 ("cut-off-date").

- D. The remote e-voting facility was provided by National Securities Depository Limited (NSDL).
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The remote e-voting period commenced on Tuesday, March 22, 2022 at 9:00 A.M. (IST) and ended on Wednesday, April 20, 2022 at 5:00 P.M. (IST).
- G. The e-voting was blocked at 5:00 p.m. (IST) on Wednesday, April 20, 2022 and the e-voting summary statement was thereafter downloaded from e-voting website of NSDL i.e. www.evoting.nsdl.com.
- H. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the members, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

I. Result of the Postal Ballot through remote e-voting are as under:

Resolution Item No. 1: Special Resolution

Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company to hold office for 5 (five) consecutive years from 21st October, 2021 to 20th October, 2026.

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
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Total		95,91,97,790	67,26,94,916	70.13	59,46,13,293	7,80,81,623	88.39	11.61

Resolution Item No. 2: Ordinary Resolution

Appointment of Ms. Nehal Vakil (DIN: 00165627) as a Non-Executive Director of the Company.

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	Remote e - voting through Postal Ballot	50,47,85,184	46,05,86,263	91.24	46,05,86,263	0	100.00	0.00
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Total		95,91,97,790	67,26,84,477	70.13	65,19,89,256	2,06,95,221	96.92	3.08

The aforesaid resolutions were passed by the members of the Company with requisite majority.

Note: Voting rights on the shares transferred to 'Unclaimed Suspense Account, 'Investor Education and Protection Fund' and voting rights on those shares held by Asian Paints Employees Stock Ownership Trust are frozen.

**For Makarand M. Joshi & Co.,
Practicing Company Secretaries**

MAKARAND
MADHUSUDA
N JOSHI

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MAKARAND
MADHUSUDAN JOSHI
Date: 2022.04.20 20:18:16
+05'30'

Makarand M. Joshi

Partner

FCS No: F5533

CP No. 3662

PR: 640/2019

UDIN: F005533D000172755

Place: Mumbai

Date: April 20, 2022

For Asian Paints Limited

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R J Jeyamurugan

CFO & Company Secretary

Authorised Representative

Place: Mumbai

Date: April 20, 2022