



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

APL/SEC/33/2023-24/36

15th September, 2023

BSE Limited
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/33/2023-24/33 dated 16th August, 2023, enclosing the Postal Ballot Notice dated 25th July, 2023 (“Notice”) for seeking approval of the shareholders of the Company on the following resolution:

Sr. No.	Description of Resolution	Type of Resolution
1.	Appointment of Mrs. Ireena Vittal (DIN: 05195656) as an Independent Director of the Company to hold office for a period of five consecutive years from 25 th July, 2023 to 24 th July, 2028	Special

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., Friday, 15th September, 2023, 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 Makarand M. Joshi & Co., 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 resolution with requisite majority.





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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 15th September, 2023 on remote e-voting.

Voting results along with the Scrutinizer's report are 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	25 th July, 2023 (Voting start date: 17 th August, 2023 Voting end date: 15 th September, 2023)
Total number of shareholders on record date (i.e. as on Friday, 11th August, 2023)	10,14,888
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 Mrs. Ireena Vittal (DIN: 05195656) as an Independent Director of the Company to hold office for a period of five consecutive years from 25 th July, 2023 to 24 th July, 2028									
Resolution Required: (Ordinary/Special)			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Sr. 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}
1.	Promoter and Promoter Group	Remote e-voting through Postal Ballot	50,47,85,198	49,06,78,512	97.2054	49,06,78,512	0	100.0000	0.0000
2.	Public Institutions		26,52,22,270	21,97,03,218	82.8374	19,74,61,003	2,22,42,215	89.8762	10.1238
3.	Public Non-Institutions		18,91,90,322	34,91,956	1.8457	32,79,379	2,12,577	93.9124	6.0876
Total			95,91,97,790	71,38,73,686	74.4240	69,14,18,894	2,24,54,792	96.8545	3.1455

Notes:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account', 'Suspense Escrow Demat Account', 'Investor Education and Protection Fund' and voting rights on shares held by Asian Paints Employees Stock Ownership Trust are frozen.
2. The votes cast does not include abstained votes.
3. There were no invalid votes cast on the above resolution.
4. The aforesaid resolution was passed by the members of the Company 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) 022-21678100

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

To
Mr. R J Jeyamurugan
CFO & Company Secretary
Asian Paints Limited ("the Company")
6A, Shantinagar, Santacruz (East),
Mumbai - 400 055

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 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Makarand M. Joshi (Membership No. 5533), Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on Tuesday, 25th July, 2023, for votes casted through electronic means for the postal ballot process in respect of the resolution as set out in the Postal Ballot Notice dated 25th July, 2023 ("Notice").
- B. Member's approval was sought for special business i.e., appointment of Mrs. Ireena Vittal (DIN: 05195656) as an Independent Director of the Company to hold office for a period of five consecutive years from 25th July, 2023 to 24th July, 2028.
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 11/2022 dated 28th December, 2022 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the item of special business as set out in the Notice was placed for approval of the members of the Company through 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 the MCA Circulars were sent to those members on Wednesday, 16th August, 2023, whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, 11th August, 2023 ("cut-off date").

- D. The Company had appointed National Securities Depository Limited (“NSDL”) for providing remote e-voting facility to the members of the Company.
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- F. The remote e-voting period commenced on Thursday, 17th August, 2023 from 9.00 a.m. (IST) and ended today i.e., Friday, 15th September, 2023 at 5.00 p.m. (IST).
- G. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Friday, 15th September, 2023 at 5.00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by NSDL. The remote 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 Rules 20(4)(xiv) and 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 and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.

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

Resolution Item No. 1 - Special Resolution:

Appointment of Mrs. Iirena Vittal (DIN: 05195656) as an Independent Director of the Company to hold office for a period of five consecutive years from 25th July, 2023 to 24th July, 2028.

Sr. 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
1.	Promoter and Promoter Group	Remote e-voting through Postal Ballot	50,47,85,198	49,06,78,512	97.2054	49,06,78,512	0	100.0000	0.0000
2.	Public Institutions		26,52,22,270	21,97,03,218	82.8374	19,74,61,003	2,22,42,215	89.8762	10.1238
3.	Public Non-Institutions		18,91,90,322	34,91,956	1.8457	32,79,379	2,12,577	93.9124	6.0876
Total			95,91,97,790	71,38,73,686	74.4240	69,14,18,894	2,24,54,792	96.8545	3.1455

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account', 'Suspense Escrow Demat Account', 'Investor Education and Protection Fund' and voting rights on shares held by Asian Paints Employees Stock Ownership Trust are frozen.
2. The votes cast does not include abstained votes.
3. There were no invalid votes cast on the above resolution.
4. The aforesaid resolution was passed by the members of the Company with requisite majority.

Thanking you,

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

Digitally signed by MAKARAND MADHUSUDAN JOSHI
DN: cn=MAKARAND MADHUSUDAN JOSHI, c=IN,
st=Maharashtra, o=Personal,
serialNumber=bea4609e399287838241404700ee8d3949a
e4badb642ed597e8360b687ca030f
Date: 2023.09.15 20:37:21 +05'30'

Makarand M. Joshi
Partner
FCS No.: 5533 & CP No.: 3662
PR: 640/2019
UDIN: F005533E001021471
Date: 15th September, 2023
Place: Mumbai

For Asian Paints Limited

Digitally signed by
JEYAMURUGAN JEYAMURUGAN
RAMALINGAM RAMALINGAM
JEYAPANDIYAN JEYAPANDIYAN
Date: 2023.09.15
21:20:35 +05'30'

R J Jeyamurugan
CFO & Company Secretary
Authorized Representative
Date: 15th September, 2023
Place: Mumbai