



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/40/2023-24/15

22nd December 2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Security Code: 500820

National Stock Exchange of India Limited
Exchange Plaza, 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/40/2023-24/11 dated 22nd November 2023, enclosing the Postal Ballot Notice dated 26th October 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 Mr. Soumitra Bhattacharya (DIN: 02783243) as an Independent Director of the Company to hold office for a period of five consecutive years from 26 th October 2023 to 25 th October 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, 22nd December 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 22nd December 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	26 th October 2023 (Voting start date: 23 rd November 2023 Voting end date: 22 nd December 2023)
Total number of shareholders on record date (i.e. as on Friday, 17th November 2023)	10,14,888
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group Public	Not Applicable

Resolution 1: Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as an Independent Director of the Company to hold office for a period of five consecutive years from 26th October 2023 to 25th October 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	49,11,51,704	97.2991	49,11,51,704	0	100.0000	0.0000
2.	Public Institutions		26,42,97,795	21,82,08,566	82.5616	21,76,30,659	5,77,907	99.7352	0.2648
3.	Public Non-Institutions		19,01,14,797	24,88,019	1.3087	24,66,002	22,017	99.1151	0.8849
Total			95,91,97,790	71,18,48,289	74.2129	71,12,48,365	5,99,924	99.9157	0.0843

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense 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 Thursday, 26th October, 2023, for votes cast through electronic means for the postal ballot process in respect of the resolution as set out in the Postal Ballot Notice dated 26th October, 2023 ("Notice").
- B. Member's approval was sought for special business i.e., Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as an Independent Director of the Company to hold office for a period of five consecutive years from 26th October, 2023 to 25th October, 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. 09/2023 dated 25th September, 2023 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 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, 22nd November, 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, 17th November, 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, 23rd November, 2023 from 9.00 a.m. (IST) and ended today i.e., Friday, 22nd December, 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, 22nd December, 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 DP ID 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 Mr. Soumitra Bhattacharya (DIN: 02783243) as an Independent Director of the Company to hold office for a period of five consecutive years from 26th October, 2023 to 25th October, 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
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1.	Promoter and Promoter Group	Remote e-voting through Postal Ballot	50,47,85,198	49,11,51,704	97.2991	49,11,51,704	0	100.0000	0.0000
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It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense 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**

MAKARAND Digitally signed by
MAKARAND
MADHUSUDAN MADHUSUDAN JOSHI
JOSHI Date: 2023.12.22 20:05:48
+05'30'

Makarand M. Joshi
Partner
FCS No.: 5533 & CP No.: 3662
PR: 640/2019
UDIN: F005533E003018906
Date: 22nd December, 2023
Place: Mumbai

For Asian Paints Limited

JEYAMURUGAN Digitally signed by
JEYAMURUGAN
RAMALINGAM RAMALINGAM
JEYAPANDIYAN JEYAPANDIYAN
JEYAPANDIYAN Date: 2023.12.22
20:40:36 +05'30'

R J Jeyamurugan
CFO & Company Secretary
Authorized Representative
Date: 22nd December 2023
Place: Mumbai