



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/40/2024-25/7

8th May 2024

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/35/2024-25/4 dated 8th April 2024, enclosing the Postal Ballot Notice dated 28th March 2024 (“Notice”) for seeking approval of the shareholders of the Company on the following resolutions:

Sr. No.	Description of Resolution	Type of Resolution (s)
1.	Appointment of Dr. Gopichand Katragadda (DIN: 02475721) as an Independent Director of the Company to hold office for a period of five consecutive years from 1 st April 2024 to 31 st March 2029	Special
2.	Ratification of the remuneration payable to Joshi Apte & Associates, Cost Accountants (Firm Registration No.: 000240), Cost Auditors of the Company for the financial year ending 31 st March 2024	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., Wednesday, 8th May 2024, at 5:00 p.m. (IST), post which the Scrutinizer appointed for scrutiny of the 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 resolutions 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 8th May 2024 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.

You are requested to take this information on record.

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	28 th March 2024 (Voting start date: 9 th April 2024 Voting end date: 8 th May 2024)
Total number of shareholders on the record date (i.e. as of Saturday, 30th March 2024)	11,48,193
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 Dr. Gopichand Katragadda (DIN: 02475721) as an Independent Director of the Company to hold office for a period of five consecutive years from 1st April 2024 to 31st March 2029

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	49,21,82,642	97.5034	49,21,82,642	0	100.0000	0.0000
2.	Public Institutions		26,42,66,447	22,21,06,840	84.0466	21,64,12,332	56,94,508	97.4361	2.5639
3.	Public Non-Institutions		19,01,46,145	22,66,636	1.1920	22,38,274	28,362	98.7487	1.2513
Total			95,91,97,790	71,65,56,118	74.7037	71,08,33,248	57,22,870	99.2013	0.7987

Resolution 2: Ratification of the remuneration payable to Joshi Apte & Associates, Cost Accountants (Firm Registration No.: 000240), Cost Auditors of the Company for the financial year ending 31st March 2024

Resolution Required: (Ordinary/Special) **Ordinary**

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	49,21,82,642	97.5034	49,21,82,642	0	100.0000	0.0000
2.	Public Institutions		26,42,66,447	22,15,74,570	83.8451	21,70,61,919	45,12,651	97.9634	2.0366
3.	Public Non-Institutions		19,01,46,145	22,63,222	1.1903	22,41,723	21,499	99.0501	0.9499
Total			95,91,97,790	71,60,20,434	74.6478	71,14,86,284	45,34,150	99.3668	0.6332

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. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular no. SEBI/ HO/ AFD/ AFD – PoD – 2/ CIR/ P/ 2023/ 148 dated 24th August 2023 have been restricted as provided in the said circular.
5. The aforesaid resolutions were passed by the members of the Company with requisite majority.

For **ASIAN PAINTS LIMITED**

R J JEYAMURUGAN
CFO & COMPANY SECRETARY

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, 28th March, 2024, for votes casted through electronic means for the postal ballot process in respect of the resolutions as set out in the Postal Ballot Notice dated 28th March 2024 ("Notice").
- B. Member's approval were sought for the following business:
- i. Appointment of Dr. Gopichand Katragadda (DIN: 02475721) as an Independent Director of the Company to hold office for a period of five consecutive years from 1st April 2024 to 31st March 2029 through a Special Resolution.
 - ii. Ratification of remuneration payable to Joshi Apte & Associates, Cost Accountants (Firm Registration No.: 000240), Cost Auditors of the Company for the financial year ending 31st March 2024 through an Ordinary Resolution.
- 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 resolutions 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 Monday, 8th April 2024, 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 Saturday, 30th March, 2024 ("cut-off date").

Head Office

Ecstasy, 802-805, 8th Floor, Citi Of Joy, JSD, Mulund West, Mumbai-400080, Maharashtra
Board Number: +91 22 2167 8100 **Nasik Branch:** 0253- 2316533, 2516455 www.mmjc.in

- 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 Tuesday, 9th April 2024 from 9.00 a.m. IST and ended today i.e., Wednesday, 8th May 2024 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 Wednesday, 8th May 2024 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 Dr. Gopichand Katragadda (DIN: 02475721) as an Independent Director of the Company to hold office for a period of five consecutive years from 1st April 2024 to 31st March 2029.

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1.	Promoter and Promoter Group	Remote e-voting through Postal Ballot	50,47,85,198	49,21,82,642	97.5034	49,21,82,642	0	100.0000	0.0000
2.	Public Institutions		26,42,66,447	22,21,06,840	84.0466	21,64,12,332	56,94,508	97.4361	2.5639
3.	Public Non-Institutions		19,01,46,145	22,66,636	1.1920	22,38,274	28,362	98.7487	1.2513
	Total		95,91,97,790	71,65,56,118	74.7037	71,08,33,248	57,22,870	99.2013	0.7987

Resolution Item No. 2 - Ordinary Resolution:

Ratification of the remuneration payable to Joshi Apte & Associates, Cost Accountants (Firm Registration No.: 000240), Cost Auditors of the Company for the financial year ending 31st March 2024.

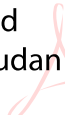
Sr. No.	Category	Mode of voting	Total no. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
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It is to be 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. Voting rights of Foreign Portfolio Investors, if any who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular no. SEBI/ HO/ AFD/ AFD - PoD - 2/ CIR/ P/ 2023/ 148 dated 24th August 2023 have been restricted as provided in the said circular.
3. The votes cast does not include invalid and abstained votes.
4. The aforesaid resolutions were 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: 2024.05.08
20:59:37 +05'30'

Makarand M. Joshi
Partner
FCS No.: 5533 & CP No.: 3662
PR: 640/2019
UDIN: F005533F000335632
Date: 8th May 2024
Place: Mumbai

For Asian Paints Limited

R J Jeyamurugan
CFO & Company Secretary
Authorized Representative
Date: 8th May 2024
Place: Mumbai