

APL/SEC/54/2026-27/58

7th October 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip 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: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice

Pursuant to Regulation 30 read with Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in continuation of our letter no. APL/SEC/57/2026-27/35 dated 7th September 2026, please find enclosed the Postal Ballot Notice dated 7th September 2026, together with the Explanatory Statement for seeking the approval of the shareholders for the appointment of Mr. Leo Puri (DIN: 01764813) as an Independent Director of the Company for a first term of five (5) consecutive years commencing from 7th September 2026 to 6th September 2031.

In compliance with the provisions of the General Circular No. 03/2025 dated 22nd September 2025 and other relevant Circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time, this Notice is being sent only through electronic mode to all the members whose email addresses are registered with the Company/Registrar and Share Transfer Agent (“RTA”) and/or Depository Participant(s) (“DPs”) and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories, as on Friday, 2nd October 2026 (“Cut-off date”).

The members whose e-mail addresses are not registered with the Company/RTA/ DPs, to receive the Notice, may register their e-mail addresses with MUFG Intime India Private Limited (formerly Link Intime India Private Limited), the RTA of the Company, in the manner provided in the ‘Notes’ section of the enclosed Notice.

The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide the remote e-Voting facility to its members. The remote e-Voting period commences at **9.00 a.m. (IST) on Thursday, 8th October 2026** and ends at **5.00 p.m. (IST) on Friday, 6th November 2026**. The remote e-Voting module will be disabled by NSDL thereafter. The instructions for remote e-Voting are provided in the ‘Notes’ section of the enclosed Notice.





Asian Paints Limited

6A & 6B, Shantinagar,
Santacruz (East)
Mumbai 400 055
Maharashtra, India
T : (022) 6218 1000
www.asianpaints.com

The result of the voting by Postal Ballot will be announced on or before 5.00 p.m. (IST) on **Wednesday, 11th November 2026**.

The Notice is also being made available on the websites of the Company at www.asianpaints.com and NSDL at www.evoting.nsdl.com.

You are requested to take the above information on record.

Thanking you,

Yours truly,

For **ASIAN PAINTS LIMITED**

JEYAMURUGAN JEYAMURUGAN
RAMALINGAM RAMALINGAM
JEYAPANDIYAN JEYAPANDIYAN
Date: 2026.10.07
20:14:26 +05'30'

R J JEYAMURUGAN
CFO & COMPANY SECRETARY

Encl.: As above



Asian Paints Limited

CIN: L24220MH1945PLC004598

Registered Office: 6A & 6B, Shantinagar, Santacruz (East),
Mumbai – 400 055, Maharashtra, India

Email: investor.relations@asianpaints.com; **Website:** www.asianpaints.com

Phone No.: (022) 6218 1000

NOTICE OF POSTAL BALLOT

Dear Member(s),

NOTICE of postal ballot is hereby given pursuant to the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, 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, General Circular No. 03/2025 dated 22nd September 2025 and other relevant circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ('MCA Circulars') and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), that the Special Resolution set out in this Notice of Postal Ballot ('Postal Ballot Notice/Notice'), is proposed to be passed by the members of the Company as on the Cut-off Date (defined below) ('Members') through postal ballot (the 'Postal Ballot') by way of voting through electronic means ('remote e-Voting') only.

In accordance with the provisions of the Act read with the Rules made thereunder and the MCA Circulars, the Postal Ballot Notice is being sent only by email to those Members whose email addresses are registered with the Company/Depository Participant(s) and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, 2nd October 2026.

An Explanatory Statement pursuant to Section 102 of the Act pertaining to the proposed resolution setting out the material facts and the reasons forms part of this Postal Ballot Notice.

SPECIAL BUSINESS

Appointment of Mr. Leo Puri (DIN: 01764813) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from 7th September 2026 to 6th September 2031

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Leo Puri (DIN: 01764813) who has been appointed as an Additional Director in the capacity of an Independent Director by the Board of Directors of the Company with effect from 7th September 2026 and who meets the criteria of independence as prescribed under the Act and the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from 7th September 2026 to 6th September 2031, on such remuneration as may be determined by the Board of Directors of the

Company from time to time in accordance with the Nomination and Remuneration Policy of the Company, which shall be within maximum limits as approved by the shareholders of the Company.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorised to settle any question, difficulty, or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto.”

By Order of the Board of Directors of
Asian Paints Limited

Sd/-
R J Jeyamurugan
CFO & Company Secretary

Mumbai, 7th September 2026

Registered Office:

6A & 6B, Shantinagar, Santacruz (East), Mumbai – 400 055,
Maharashtra, India

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014, in respect of business to be transacted as mentioned in the Notice of Postal Ballot ('Postal Ballot Notice/Notice') together with the relevant details of the Director as required under Regulation 36(3) of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto and forms part of this Postal Ballot Notice.
2. The members may note that this Postal Ballot Notice will also be available on the website of the Company at www.asianpaints.com, the website of the Stock Exchanges on which the equity shares of the Company are listed i.e., BSE Limited ('BSE') at www.bseindia.com and National Stock Exchange of India Limited ('NSE') at www.nseindia.com, and on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com.

Process for registration of email address for obtaining Postal Ballot Notice:

If your email address is not registered with the Depository Participant(s) ('DPs') (for shares held in demat form)/ Company or Registrar and Share Transfer Agent ('RTA') (for shares held in physical form), you may register the same on or before 5.00 p.m. IST on Monday, 26th October 2026, to receive this Postal Ballot Notice by completing the process as under:

- a. Visit the link https://web.in.mpms.mufg.com/EmailReg/Email_Register.html.
- b. Select the name of the Company 'Asian Paints Limited' from the dropdown.
- c. Enter details in respective fields such as DP ID and Client ID (for shares held in demat form)/folio no. and certificate no. (for shares held in physical form), shareholder name, PAN, mobile no., and email address.
- d. Click on the continue button.
- e. System will send One Time Password ('OTP') on the mobile no. and email address.
- f. Click on verify OTP.
- g. Enter OTP received on mobile no. and email address and click on submit.

After successful submission of the email address, NSDL will email you a copy of this Postal Ballot Notice. In case of any queries, members may write to NSDL at evoting@nsdl.com or raise a service request with RTA at https://web.in.mpms.mufg.com/helpdesk/Service_Request.html.

3. Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement pursuant to Sections 102 and 110 of the Act are available for inspection through electronic mode. Members are requested to write to the Company at investor.relations@asianpaints.com for inspection of the said documents.
4. The Board of Directors of the Company has appointed Mr. Makarand M. Joshi (Membership No.: 5533, CP No.: 3662), failing him, Ms. Kumudini Bhalerao (Membership No.: 6667, CP No.: 6690), Partners, Makarand M. Joshi & Co., Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot through remote e-Voting in a fair and transparent manner.

5. **Process and manner for voting through remote e-Voting:**

- i. Pursuant to the provisions of Sections 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company has engaged the services of the NSDL, an agency authorised by the MCA, to provide the facility of remote e-Voting to the members.
- ii. The Cut-off date for the purpose of reckoning voting rights is Friday, 2nd October 2026 ('Cut-off date'). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as of the Cut-off date will be entitled to cast their votes by remote e-Voting. A person who is not a Member as of the Cut-off date should treat this Postal Ballot Notice for information purposes only.
- iii. Voting rights through remote e-Voting cannot be exercised by a proxy.
- iv. The remote e-Voting period commences at 9.00 a.m. IST on Thursday, 8th October 2026 and ends at 5.00 p.m. IST on Friday, 6th November 2026. The members are requested to read the instructions and notes carefully while exercising their assent or dissent and votes be cast through remote e-Voting not later than 5.00 p.m. IST on Friday, 6th November 2026. The facility of remote e-Voting shall be disabled by NSDL immediately after 5.00 p.m. IST on Friday, 6th November 2026, and voting will be disallowed thereafter. The detailed process and manner for remote e-Voting is given below in point no. (vii).
- v. The Scrutinizer shall, immediately after the conclusion of remote e-Voting, submit his Report to the Chairman of the Company or any person authorised by the Chairman. The result of the voting by Postal Ballot will be declared on or before 5.00 p.m. IST on Wednesday, 11th November 2026, at the Registered Office of the Company.

The declared result along with the report of the Scrutinizer shall be placed on the website of the Company (www.asianpaints.com) and on the website of NSDL (www.evoting.nsdl.com) immediately after the declaration of the result by the Chairman or a person authorised by the Chairman. The result along with the report of the Scrutinizer shall also be immediately forwarded to BSE and NSE and will be displayed on the notice board of the Company at its Registered Office.

- vi. Resolution passed by the members by means of Postal Ballot shall be deemed to have been passed at a General Meeting of the Members. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for remote e-Voting, i.e., Friday, 6th November 2026.
- vii. The detailed process and manner for remote e-Voting are explained below:

Step 1 : Access to NSDL e-Voting system

Step 2 : Cast your vote electronically on NSDL e-Voting system

Details for Step 1 are mentioned below:

I. Login method for e-Voting for individual shareholders holding securities in demat mode

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 (subsumed as part of the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026), on "e-Voting facility provided by Listed Entities", e-Voting process has been enabled to all the individual demat account holders, by way of a single login credential, through their demat accounts/

websites of Depositories/DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-Voting Service Provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-Voting process. Shareholders are advised to update their mobile no. and email address in their demat accounts in order to access e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	A. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email ID/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. B. NSDL IDeAS facility If you are already registered, follow the below steps: 1. Visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a personal computer or on a mobile phone. 2. Once the home page of e-services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. 3. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. 4. Click on 'Access to e-Voting' appearing on the left-hand side under e-Voting services and you will be able to see e-Voting page. 5. Click on options available against the Company name or ESP – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period. If you are not registered, follow the below steps: 1. Option to register is available at https://eservices.nsdl.com/. 2. Select 'Register Online for IDeAS' Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Enter your 8-digit DP ID, 8-digit Client ID and Verification code as displayed on the screen and click on 'Submit'. 4. After successful registration, please follow the steps given in Points B (1-5) above.

Type of shareholders	Login Method
	C. E-Voting website of NSDL 1. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile phone. 2. Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/ Member' section. 3. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to the NSDL website wherein you can see the e-Voting page. Click on options available against the Company name or ESP – NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. D. Shareholder/Member can also download the NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. NSDL Speede App is available on  App Store  Google Play  
Individual shareholders holding securities in demat mode with Central Depository Services (India) Limited ('CDSL')	A. CDSL Easi/Easiest facility If you are already registered, follow the below steps: 1. Users can login through their existing User ID and Password. An option will be made available to reach the e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab and then use the existing Easi Username & Password. 2. After successful login, the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the ESP for casting your vote during the remote e-Voting period. Additionally, the links have been provided to access the system of all ESP's, so that the user can visit the ESP's websites directly.

Type of shareholders	Login Method
	If you are not registered, follow the below steps: 1. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com. Click on login & My Easi New (Token) Tab and then click on registration option. B. E-Voting website of CDSL 1. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile and email address as recorded in the demat account. 2. After successful authentication, the user will be able to see the e-Voting option where the e-Voting is in progress and also will be able to directly access the system of all ESPs.
Individual shareholders (holding securities in demat mode) logging through their DPs	1. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility. 2. Once logged-in, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to NSDL/CDSL site after successful authentication, wherein you can see the e-Voting feature. 3. Click on options available against the Company name or ESP – NSDL and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/Password are advised to use the ‘**Forgot User ID**’ and ‘**Forgot Password**’ option available at respective websites.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL

Login type	Helpdesk details
Securities held with NSDL	Please contact the NSDL helpdesk by sending a request to evoting@nsdl.com or call at contact no.: (022) 4886 7000.
Securities held with CDSL	Please contact the CDSL helpdesk by sending a request to helpdesk.evoting@cdslindia.com or call at toll free no.: 1800 21 09911.

II. Login method for e-Voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to login to the NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile phone.
2. Once the home page of e-Voting system is launched, click on the icon ‘**Login**’ which is available under ‘**Shareholder/Member**’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP, and a Verification Code as shown on the screen.

4. Alternatively, if you are registered for NSDL e-services i.e., IDeAS, you can login at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you login to NSDL e-services after using your login credentials, click on e-Voting and you can proceed to Step 2 i.e., cast your vote electronically.

5. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL/CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8-Character DP ID followed by 8-Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16-Digit Beneficiary ID. For example, if your Beneficiary ID is 12***** then your User ID is 12*****
c) For Members holding shares in Physical Form	EVEN followed by folio no. registered with the Company. For example, if EVEN is 143265 and if the folio no. is 001*** then User ID is 143265***

6. Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email address is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email address. Trace the email sent to you from NSDL in your mailbox from evoting@nsdl.com. Open the email and open the attachment i.e., a .pdf file. The password to open the .pdf file is your 8-digit Client ID for NSDL account, last 8 digits of Beneficiary ID for CDSL account or folio no. for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - In case you have not registered your email address with the Company/Depositories, please follow instructions mentioned below in this Notice.

7. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:

- Click on 'Forgot User Details/ Password?' (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- 'Physical User Reset Password?' (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio no., PAN, name and registered address.
- Members can also use the OTP-based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, click on agree to 'Terms and Conditions' by selecting on the check box.

9. Now, you will have to click on 'Login' button.
10. After you click on the 'Login' button, home page of e-Voting will open.

Details for Step 2 are mentioned below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle is in active status.
2. Select 'EVEN 143265' of the Company to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed and you will receive a confirmation by way of a SMS on your registered mobile no. from Depository.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email addresses are not registered with the Depositories/ Company for procuring User ID and Password for e-Voting on the resolution set out in this Notice

Shareholders/Members may send a request to evoting@nsdl.com for procuring User ID and Password for e-Voting by providing below mentioned documents:

1. Members whose shares are held in physical mode, are requested to provide folio no., name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), and Aadhaar (self-attested scanned copy of Aadhaar Card).
2. Members whose shares are held in demat mode, are requested to provide DP ID Client ID (16-digit DP ID + Client ID for NSDL demat accounts or 16-digit Beneficiary ID for CDSL demat accounts), name, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN Card), Aadhaar (self-attested scanned copy of Aadhaar Card). If you are an individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at note no. 5(vii) 'Step 1: Access to NSDL e-Voting system'.

General Guidelines for Shareholders:

1. Institutional Shareholders/Corporate Members (i.e., other than individuals, HUF, NRI, etc.) are requested to upload their Board Resolution/Power of Attorney/Authority Letter by clicking on 'Upload Board Resolution/Authority Letter' displayed under 'e-Voting' tab in their login or send a scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter, etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer at asianpaints.scrutinizer@asianpaints.com with a copy marked to evoting@nsdl.com.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website shall be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries relating to remote e-Voting, you may refer to the Frequently Asked Questions ('FAQs') for shareholders and the e-Voting user manual for shareholders available in the download section of NSDL's e-Voting website at www.evoting.nsdl.com or call at telephone number: (022) 4886 7000 or send a request to Ms. Veena Suvarna, Assistant Vice President, NSDL at evoting@nsdl.com.

Explanatory Statement

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 read with Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, sets out the material facts relating to the proposed resolution.

In accordance with the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Companies (Appointment and Qualification of Directors) Rules, 2014, ('Appointment of Directors Rules'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), and the Articles of Association of the Company, and based on the recommendation of Nomination and Remuneration Committee ('NRC'), the Board of Directors of the Company, at its meeting held on 7th September 2026, *inter alia*, approved the appointment of Mr. Leo Puri (DIN: 01764813) as an Additional Director in the capacity of an Independent Director of the Company for a term of five consecutive years commencing from 7th September 2026 to 6th September 2031 and recommended his appointment to the shareholders as an Independent Director of the Company, not liable to retire by rotation, on such remuneration as may be determined by the Board of Directors of the Company from time to time in accordance with the Nomination and Remuneration Policy of the Company, which shall be within the maximum limits as approved by the shareholders of the Company.

As a part of the Board's structured succession-planning process, the NRC and the Board evaluated the skills and attributes required of the next Chair of the Board, including demonstrated leadership of complex organisations, strategic and financial expertise, experience across consumer-facing and international businesses, governance judgment, stakeholder orientation and the ability to facilitate constructive and independent Board deliberations. Following the evaluation, the Board of Directors of the Company at the aforesaid meeting also elected Mr. Leo Puri as the Chairman of the Board with effect from 23rd January 2027 following the completion of the tenure of the incumbent Chairman. He shall hold office as Chairman of the Board up to the conclusion of his term, subject to the approval of the shareholders for his appointment as an Independent Director through this Postal Ballot Notice. His appointment from 7th September 2026 also provides an orderly transition period before he assumes the office of Non-Executive Chairman on 23rd January 2027.

In accordance with the provisions of 17(1C) of the Listing Regulations and Section 161(1) of the Act, Mr. Leo Puri shall hold office until the date of the next General Meeting or for a period of three months from the date of appointment, whichever is earlier and is eligible for appointment as an Independent Director for a term of five consecutive years, subject to the approval of the shareholders as required under the Listing Regulations. The approval of the Members is therefore being sought within the prescribed period.

Mr. Leo Puri possesses the skills, expertise and competencies considered relevant by the NRC and the Board for the effective discharge of his role as an Independent Director of the Company, including in the areas of sales and marketing, international business, general management and leadership, financial and risk management, technical, professional, legal, governance and regulatory matters.

The Company has received the requisite statutory declarations and disclosures from Mr. Leo Puri including the following:

- (i) Consent to act as a Director of the Company in Form DIR-2 pursuant to Section 152 of the Act read with the Appointment of Directors Rules;
- (ii) Confirmation that he is not disqualified from being appointed as a Director in Form DIR-8 pursuant to Section 164 of the Act read with the Appointment of Directors Rules;
- (iii) Declaration that he has not been debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any such authority;
- (iv) Confirmation that he is registered with the Independent Director's databank in terms of Section 150 of the Act read with Rule 6 of the Appointment of Directors Rules; and
- (v) Declaration that he meets the criteria of independence specified in Section 149 read with Schedule IV of the Act, the Appointment of Directors Rules and the Listing Regulations.

Further, the Company has also obtained a certificate from Makarand M. Joshi & Co., Practicing Company Secretaries, confirming that Mr. Leo Puri is not debarred from being appointed as a Director of the Company.

He will be eligible for sitting fees and commission on the same basis as other Non-Executive Independent Directors, subject to the higher responsibilities associated with the office of Non-Executive Independent Chairman, within the shareholder-approved overall ceiling. He does not have any other pecuniary relationship, directly or indirectly, with the Company.

In the opinion of the NRC and the Board of Directors of the Company, the appointment of Mr. Leo Puri would be in the interest of the Company and its shareholders, considering his four decades of experience and the strategic, financial and governance input he is expected to bring. The NRC and the Board of Directors of the Company are also of the opinion that Mr. Leo Puri meets the criteria of independence and fulfils the conditions as specified under the Act and the Listing Regulations and is independent of the management.

The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Leo Puri for the office of Director of the Company.

The relevant details relating to appointment of Mr. Leo Puri, including his profile, as required by the Act, the Listing Regulations and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in the 'Annexure' to this Postal Ballot Notice.

Accordingly, it is proposed to seek approval of shareholders of the Company by way of a Special Resolution through Postal Ballot for the appointment of Mr. Leo Puri as an Independent Director of the Company to hold office for a term of five consecutive years commencing from 7th September 2026 to 6th September 2031, not liable to retire by rotation.

A copy of the draft letter of appointment of Mr. Leo Puri setting out the terms and conditions of appointment has been uploaded on the website of the Company at www.asianpaints.com.

Other than Mr. Leo Puri, to whom the resolution relates, and his relatives, none of the Directors, Key Managerial Personnel, or their relatives are in any way, concerned or interested, financially or otherwise, except to the extent of their respective shareholding, if any, in the proposed Special Resolution as set out in this Postal Ballot Notice.

The Board of Directors recommends the Special Resolution set out in this Postal Ballot Notice for the appointment of Mr. Leo Puri as an Independent Director of the Company, not liable to retire by rotation, and accordingly seeks the approval of the Members thereto.

By Order of the Board of Directors of
Asian Paints Limited

Sd/-
R J Jeyamurugan
CFO & Company Secretary

Mumbai, 7th September 2026

Registered Office:

6A & 6B, Shantinagar, Santacruz (East), Mumbai – 400 055,
Maharashtra, India

Annexure to Postal Ballot Notice

Mr. Leo Puri	
DIN	01764813
Age	65 years
Qualifications	• Masters in Philosophy, Politics and Economics from the University of Oxford, U.K. • Masters of Law from the University of Cambridge, U.K.
Brief resume along with experience	Mr. Leo Puri is an industry leader and financial sector veteran with four decades of experience. He presently serves as the Advisory India Chair, Apax, a global private equity firm. He also holds Board positions as the Chairman and Independent Director at Fortis Healthcare Limited, Lead Independent Director at Dr. Reddy's Laboratories Limited and Independent Director at Amadeus IT Group, based out of Madrid, Spain. He currently chairs the Governing Council of the Institute for Sustainability, Employment and Growth, a not-for-profit policy body that works with State and Central governments on initiatives relating to renewable energy, smart cities and employment generation. He has previously served as the Chairman of the Association of Mutual Funds in India (AMFI) and as a member of various government and regulatory advisory committees. He has also served as the Chairman, South & Southeast Asia for JP Morgan Chase; Managing Director and Chief Executive Officer of UTI Asset Management Company Limited; Managing Director and General Partner at Warburg Pincus; and Senior Partner at McKinsey & Company. He has also served on the boards of several prominent organisations.
Expertise in specific Functional Areas	• Sales & Marketing experience • International Business experience • General management and leadership • Financial and risk management skills • Technical, professional skills and knowledge including legal, governance and regulatory aspects
Date of first appointment on the Board	7 th September 2026
Shareholding in the Company as on the date of Notice (self and beneficial basis)	Nil

Terms and conditions of appointment	Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from 7 th September 2026 up to 6 th September 2031.
Details of remuneration last drawn	Not applicable
Details of proposed remuneration	Sitting fees and commission as approved by the Board of Directors / Shareholders in accordance with the applicable provisions of law and the Nomination and Remuneration Policy of the Company. The detailed criteria are available in the Nomination and Remuneration Policy of the Company at https://www.asianpaints.com/NRCPolicy.html .
Inter se relationships between • Directors • Key Managerial Personnel	Nil Nil
Number of meetings of the Board attended during the Financial Year 2026-27	7 th September 2026 (Attended 1 out of 1 Board meeting held during the financial year 2026-27 since his appointment)
Chairpersonship/Membership of the Committee(s) of the Board of Directors of the Company as on the date of Notice	Nil
Other companies in which he is a Director excluding Directorship in Private and Section 8 companies as on the date of Notice	Directorship in Listed Companies • Dr. Reddy's Laboratories Limited • Fortis Healthcare Limited
Chairpersonship/Membership of the Committee(s) of Board of Directors of other companies in which he is a Director excluding Private and Section 8 companies as on the date of Notice	Dr. Reddy's Laboratories Limited • Member of Science, Technology and Operations Committee • Member of Nomination, Governance and Compensation Committee • Chairman of Stakeholders' Relationship Committee Fortis Healthcare Limited • Chairman of Risk Management Committee
Listed companies from which the Director has resigned in the past three years	Hindustan Unilever Limited