Asian Paints Limited
Asian Paints House
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Mumbai 400 055
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APL/SEC/08/235

22nd July, 2014

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001

Sir(s),

Sub: **Compliance under Clause 41of the Listing Agreement**

Pursuant to Clause 41 of the Listing Agreement, please find enclosed the following:

- Audited standalone financial results of the Company for the quarter ended 30th June, 2014
- Un-audited consolidated financial results for the quarter ended 30th June, 2014
- Auditor's Report in respect of the audited financial results of the Company for the quarter ended 30th June, 2014
- Audited standalone segment reporting for the quarter ended 30th June, 2014
- Press release for the financial results for the quarter ended 30th June, 2014.

The above results were approved by the Board of Directors at their meeting held today.

Thanking you,

Yours truly,

For **ASIAN PAINTS LIMITED**

JAYESH MERCHANT
CFO & COMPANY SECRETARY,
PRESIDENT – INDUSTRIAL JVs

Cc: The National Stock Exchange of India Limited

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ASIAN PAINTS LIMITED
Registered Office : 6A, Shanti Nagar, Santacruz (E), Mumbai 400 055

AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30th JUNE, 2014

Part I

₹ In Crores

	Statement of Standalone Audited Results for the Quarter Ended 30th June, 2014	AUDITED			
		Quarter Ended			Year Ended
		30.06.2014	31.03.2014	30.06.2013	31.03.2014
1.	**Income from operations**				
	a) Net sales/income from operations (Net of excise duty)	**2,706.86**	2,686.60	2,301.07	**10,300.22**
	b) Other operating income	**33.87**	37.44	18.63	**118.56**
	Total income from operations (net)	**2,740.73**	2,724.04	2,319.70	**10,418.78**
2.	**Expenses**				
	a) Cost of materials consumed	**1,424.23**	1,554.92	1,190.74	**5,758.71**
	b) Purchases of stock-in-trade	**112.58**	72.03	64.34	**256.58**
	c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	**19.42**	(55.66)	39.76	**(75.34)**
	d) Employee benefits expense	**150.55**	102.48	135.29	**482.43**
	e) Depreciation and amortisation expense	**54.70**	53.83	52.99	**212.32**
	f) Other expenses	**544.39**	626.34	470.35	**2,219.13**
	Total expenses	**2,305.87**	2,353.94	1,953.47	**8,853.83**
3.	**Profit from operations before other income, finance costs and exceptional item (1-2)**	**434.86**	370.10	366.23	**1,564.95**
4.	Other income (Refer note no.2)	**48.92**	39.03	52.10	**173.66**
5.	**Profit from ordinary activities before finance costs and exceptional item (3+4)**	**483.78**	409.13	418.33	**1,738.61**
6.	Finance costs	**4.26**	8.78	4.76	**26.08**
7.	**Profit from ordinary activities after finance cost but before exceptional item (5-6)**	**479.52**	400.35	413.57	**1,712.53**
8.	Exceptional Item (Refer note no.3)	**25.16**	9.96	-	**9.96**
9.	**Profit from ordinary activities before tax (7-8)**	**454.36**	390.39	413.57	**1,702.57**
10.	Tax expense	**145.52**	123.32	129.65	**533.51**
11.	**Net Profit from ordinary activities after tax (9-10)**	**308.84**	267.07	283.92	**1,169.06**
12.	Paid-up equity share capital (Face value of ₹1 per share) *(Refer note no.5)*	95.92	95.92	95.92	**95.92**
13.	Reserves excluding Revaluation Reserves as at Balance Sheet date				**3,505.01**
14.	Basic and Diluted Earnings Per Share (EPS) (₹) *(Refer note no.5)* (*not annualised)	**3.22***	2.78*	2.96*	**12.19**

Part II

	Information for the Quarter Ended 30th June, 2014	Quarter Ended			Year Ended
		30.06.2014	31.03.2014	30.06.2013	31.03.2014
A	**PARTICULARS OF SHAREHOLDING #**				
1	Public shareholding				
	- Number of shares	452,818,158	452,818,158	452,881,200	452,818,158
	- Percentage of shareholding	47.21	47.21	47.21	47.21
2	**Promoters and Promoter Group Shareholding**				
	a) Pledged/Encumbered				
	- Number of shares	101,349,860	94,165,000	81,785,000	94,165,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	20.01	18.60	16.15	18.60
	- Percentage of shares (as a % of the total share capital of the company)	10.57	9.82	8.53	9.82
	b) Non-encumbered				
	- Number of shares	405,029,772	412,214,632	424,531,590	412,214,632
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	79.99	81.40	83.85	81.40
	- Percentage of shares (as a % of the total share capital of the company)	42.22	42.97	44.26	42.97
	# *Refer note no.5*				

	Particulars	Quarter Ended 30.06.2014
B	**INVESTOR COMPLAINTS**	
	Pending at the beginning of the quarter	**NIL**
	Received during the quarter	**2**
	Disposed off during the quarter	**2**
	Remaining unresolved at the end of the quarter	**NIL**

ASIAN PAINTS LIMITED MUMBAI 400 055.

Notes:

1) A final dividend of ₹4.20 (Rupees Four and Paise Twenty Only) per equity share of the face value of ₹1 each for the financial year 2013-2014 was approved by the shareholders at the Annual General Meeting held on 26th June, 2014 and the same was paid on 30th June, 2014.

2) Other Income for the quarter ended 30th June, 2013 and year ended 31st March, 2014 included dividend of ₹25.75 crores received from its wholly owned subsidiary, Asian Paints International Limited, Mauritius.

3) (a) The Company has discontinued the manufacturing activities at its Bhandup Plant with effect from 5th May, 2014. A "Voluntary Retirement / Separation Scheme" along with an alternate option of relocation to other factories/establishments of the Company was offered to all the workmen at the plant in the month of April, c2014. All workmen have accepted either the Voluntary Retirement/Separation Scheme or relocation to another factory/establishment of the Company. The liability on account of the above would be ₹25.16 crores and the same is recognized as an "Exceptional item" in the Statement of Profit and Loss for the quarter ended 30th June, 2014

   (b) The Company had made a provision for impairment of ₹9.96 crores on certain fixed assets at its Bhandup Plant and the same was disclosed as an "Exceptional Item" in the results for the quarter and year ended 31st March, 2014.

4) The Company has acquired the entire front end sales business including brands, network and sales infrastructure of Ess Ess Bathroom Products Private Limited effective 1st June, 2014 for a consideration of ₹36.48 crores. As a result of this transaction, Intangible Assets consisting of Goodwill of ₹38.58 crores and Brand of ₹4.28 crores has been recognised in the Financials during the quarter ended 30th June, 2014. The above results for the quarter ended 30th June, 2014 include the results of this business and the same is being published as a separate segment under "Home Improvement" as per the requirement of Accounting Standard 17 – "Segment Reporting" as specified in the Companies (Accounting Standards) Rules, 2006 (as amended).

5) With effect from 1st August, 2013, the face value of the Company's equity share has been sub-divided from ₹10 each to 10 (ten) equity shares of ₹1 each fully paid up. In compliance with the Accounting Standard 20 – Earnings Per Share (EPS), the Company has given effect to the said sub-division of shares in computing the earnings per share for all comparative periods.

6) The figures of previous periods have been regrouped, wherever required.

7) The above results were reviewed and recommended by the Audit Committee on 21st July, 2014 and subsequently approved by the Board of Directors at its meeting held on 22nd July, 2014.

FOR AND ON BEHALF OF THE BOARD

Date: 22nd July, 2014
Place: Mumbai

ASIAN PAINTS LIMITED MUMBAI 400 055.

K.B.S. Anand
MANAGING DIRECTOR & CEO

SEGMENT REPORTING

(₹ in Crores)

Sr. No.	Particulars	AUDITED Quarter Ended 30.06.2014
1.	**Segment Revenue**	
	a. Paints	2,752.38
	b. Home Improvement	3.08
	Net sales/income from operations	**2,755.46**
2.	**Segment Results**	
	Profit/(Loss) before tax and interest from each segment	
	a. Paints	479.46
	b. Home Improvement	(1.31)
	Total	**478.15**
	Less: Finance Costs	4.26
	Unallocated Expenses net off unallocable income	19.53
	Total Profit Before Tax	**454.36**
3.	**Capital Employed**	
	a. Paints	2,445.74
	b. Home Improvement	71.69
	c. Unallocable assets less Liabilities	1,392.34
	Total	**3,909.77**

Notes:

1.There are no inter segment transfers.

2.As per the requirements of Accounting Standard – 17 – Segment Reporting, the Company has identified Paints and Home Improvement as its business segments with effect from the current year. Home Improvement business represents bathroom fittings business acquired by the Company effective 1st June, 2014. As Segment Reporting was not applicable for the Company in the previous year, no comparative figures for the previous periods have been published

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ASIAN PAINTS LIMITED

Registered Office : 6A, Shanti Nagar, Santacruz (E), Mumbai 400 055

CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30th JUNE, 2014

(₹in Crores)

	Particulars	Unaudited Quarter Ended			Audited Year Ended
		30.06.2014	31.03.2014	30.06.2013	31.03.2014
1.	**Income from operations**				
	a) Net Sales/Income from operations (Net of excise duty)	**3,325.39**	3,266.44	2,818.53	**12,581.64**
	b) Other operating income	**36.85**	40.69	22.58	**133.17**
	Total income from operations (net)	**3,362.24**	**3,307.13**	**2,841.11**	**12,714.81**
2.	**Expenses**				
	a) Cost of materials consumed	**1,768.75**	1,861.57	1,504.29	**7,025.28**
	b) Purchases of Stock-in-trade	**158.29**	123.90	85.08	**405.72**
	c) Changes in inventories of finished goods, work in progress and stock-in-trade	**3.90**	(62.84)	24.38	**(90.28)**
	d) Employee benefits expense	**225.28**	176.07	200.89	**759.71**
	e) Depreciation and amortisation expense	**64.55**	62.17	59.89	**245.66**
	f) Other expenses	**649.51**	723.30	561.80	**2,616.49**
	Total Expenses	**2,870.28**	**2,884.17**	**2,436.33**	**10,962.58**
3.	**Profit from operations before other income, finance costs and exceptional item (1-2)**	**491.96**	**422.96**	**404.78**	**1,752.23**
4.	Other income	**47.31**	31.06	27.71	**134.22**
5.	**Profit from ordinary activities before finance costs and exceptional item (3+4)**	**539.27**	**454.02**	**432.49**	**1,886.45**
6.	Finance costs	**7.78**	11.73	8.55	42.22
7.	**Profit from ordinary activities after finance costs but before exceptional item (5-6)**	**531.49**	**442.29**	**423.94**	**1,844.23**
8.	Exceptional Item	**25.16**	9.96	-	9.96
9.	**Profit from ordinary activities before tax (7-8)**	**506.33**	**432.33**	**423.94**	**1,834.27**
10.	Tax expense	**158.96**	133.62	138.98	571.51
11.	**Net Profit from ordinary activities after tax (9-10)**	**347.37**	**298.71**	**284.96**	**1,262.76**
12.	Minority Interest	**8.67**	11.29	9.76	43.95
13.	**Net Profit after taxes and minority interest (11-12)**	**338.70**	**287.42**	**275.20**	**1,218.81**
14.	Paid-up equity share capital (Face value of ₹ 1 per share)	**95.92**	95.92	95.92	**95.92**
15.	Reserves excluding Revaluation Reserves as at Balance Sheet date				**3,943.30**
16.	Basic and diluted Earnings Per Share (EPS) (₹) (*not annualised)	**3.53***	**3.00***	**2.87***	**12.71**

ASIAN PAINTS LIMITED MUMBAI 400 055.

Notes:

1. The above results for the quarter ended 30th June, 2014 include consolidated financials of Sleek International Private Limited in which the Company obtained 51% stake on 8th August, 2013. In view of this, the results for the quarter ended 30th June, 2014 are not comparable with the corresponding previous period.

2. (a) During the period August 2013 to June 2014, Asian Paints (International) Limited, Mauritius (APIL), wholly owned subsidiary of the Company, acquired an additional stake of 46.71% in its subsidiary, Berger International Limited, Singapore (BIL). Of this 0.02% was acquired during the quarter ended 30th June 2014. The shareholding of APIL in BIL was 96.81% as on 30th June, 2014 and 50.1% as on 30th June, 2013.

   (b) The proposal for selective capital reduction, to convert Berger International Limited, Singapore into wholly owned subsidiary of Asian Paints (International) Limited, Mauritius (wholly owned subsidiary of the Company) has been approved by the High Court in Singapore on 15th July, 2014. The selective capital reduction will be completed after complying with the relevant statutory requirements.

3. The figures of previous periods have been regrouped, wherever required.

4. The above unaudited Consolidated Financial Results of the Company were reviewed and recommended by the Audit Committee on 21st July, 2014 and subsequently approved by the Board of Directors at its meeting held on 22nd July, 2014 and are being published by way of additional information.

FOR AND ON BEHALF OF THE BOARD

K.B.S. Anand
MANAGING DIRECTOR & CEO

Date: 22nd July, 2014
Place: Mumbai

ASIAN PAINTS LIMITED MUMBAI 400 055.

B S R & Co. LLP
Chartered Accountants
1st Floor, Lodha Excelus
Apollo Mills Compound
N. M. Joshi Marg, Mahalakshmi
MUMBAI 400 011
India

Shah & Co.
Chartered Accountants
3C Maker Bhavan No. 2
New Marine Lines
MUMBAI 400 020

Independent Auditors' Report

The Board of Directors of Asian Paints Limited

Report on the Financial results

We have audited the quarterly financial results of Asian Paints Limited ('the Company') for the quarter ended 30 June 2014 attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us.

Management's Responsibility for the Financial results

These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management. These interim financial statements have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued pursuant to the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement.

An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

Independent Auditors' Report (*Continued*)

Asian Paints Limited

An audit includes performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as year to date financial results:

(i) are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and

(ii) give a true and fair view of the net profit and other financial information for the quarter ended 30 June 2014.

Report on Other Legal and Regulatory Requirements

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Akhil Bansal
Partner
Membership No: 090906

Gurgaon
22 July 2014

For **Shah & Co.**
Chartered Accountants
Firm's Registration No: 109430W

Ashish Shah
Partner
Membership No: 103750

Mumbai
22 July 2014

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PRESS RELEASE

ASIAN PAINTS CONSOLIDATED INCOME FROM OPERATIONS UP BY 18.3%

Mumbai, July 22, 2014: Asian Paints today announced its financial results for the first quarter ended June 30, 2014.

"The Decorative business registered double digit growth during the quarter with good growth across geographies. The Automotive coatings JV (PPG-AP), saw good growth in the General Industrial segment and Refinish segments while the Automotive segment demand was subdued. The Industrial Coatings JV (AP-PPG), which had seen a decline in the previous year, saw good volume growth in the Industrial Liquid Paints and Road Marking business. Performance of the International units were a mixed bag with units in Caribbean, UAE, Singapore and Bangladesh doing well. Operations in Egypt were affected due to weak business sentiment in the country." **said K.B.S. Anand, Managing Director & CEO, Asian Paints Limited.**

"The Sleek business performed well during the quarter with new dealer openings in certain geographies. During the quarter, Asian Paints has acquired the front end sales business (including brands, network and sales infrastructure) of Ess Ess Bathroom Products Pvt Ltd, a prominent player in the bath and wash segment in India" **he added.**

Consolidated Results: Q1-FY'2015: For the quarter ended June 30, 2014, on consolidation of accounts of the subsidiaries and joint ventures of Asian Paints - Income from Operations increased by 18.3 % to ₹ 3,362.2 crores from ₹ 2,841.1 crores. PBDIT (before exceptional item) for the quarter increased by 19.8 % to ₹ 556.5 crores as compared to ₹ 464.7 crores of the previous year. Net Profit after Minority Interest for the quarter increased by 23.1 % to ₹ 338.7 crores from ₹ 275.2 crores.

Standalone Results: Q1-FY'2015: For the quarter ended June 30, 2014, Income from Operations has increased by 18.2 % to ₹ 2740.7 crores from ₹ 2319.7 crores. PBDIT (before exceptional item) for the quarter increased by 14.2 % to ₹ 538.5 crores from ₹ 471.3 crores. Other Income for the quarter ended 30th June 2013 and year ended 31st March 2014 included ₹ 25.75 crores of dividend received from its wholly owned subsidiary, Asian Paints International Limited, Mauritius. Net Profit on a Standalone basis for the quarter ended June 30, 2014 increased by 8.8 % to ₹ 308.8 crores from ₹ 283.9 crores.

About Asian Paints Limited:

Asian Paints is India's largest paint company and ranked among the top ten Decorative coatings companies in the world with a consolidated turnover of ₹ 12,714.8 crores (₹ 127.15 billion). Asian Paints along with its subsidiaries have operations in 17 countries across the world with 23 paint manufacturing facilities, servicing consumers in 65 countries through Berger International, SCIB Paints - Egypt, Asian Paints, Apco Coatings and Taubmans.

~ends~

Corporate Identification Number (CIN): L24220MH1945PLC004598
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Corporate Communications : Tel : +91-22-3981 8387 (D) / 39818000 (B); Fax : +91-22-39818888 ;
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