



Asian Paints Limited
Asian Paints House
6A, Shantinagar,
Santacruz (East)
Mumbai 400 055
T: (022) 3981 8000
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www.asianpaints.com

APL/SEC/08/147

December 17, 2012

BSE Limited
Corporate Relationship Department
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Sir(s),

Sub: **Results of Postal Ballot**

This is to inform that the voting conducted through Postal Ballot, pursuant to Section 192A of the Companies Act, 1956 read with Companies (Passing of Resolutions by Postal Ballot) Rules, 2011, for:

1. Alteration of the Main Object Clause of the Memorandum of Association of the Company pursuant to Sections 16, 17, 18 and other applicable provisions of the Companies Act, 1956 as set out in the Item No.1 of the Postal Ballot Notice.
2. Commencement of all or any of the new line of the businesses as set out in the Item No. 2 of the Postal Ballot Notice pursuant to the provisions of Section 149 (2A) and other applicable provisions of the Companies Act, 1956

has been approved by the shareholders with requisite majority and the result for the same is appended herewith.

Further, the disclosure pursuant to Clause 35A of the Listing Agreement pertaining to the result of Postal Ballot is also enclosed.

Thanking you,

Yours truly,

For **ASIAN PAINTS LIMITED**


JAYESH MERCHANT
CHIEF FINANCIAL OFFICER &
COMPANY SECRETARY



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RESULT OF POSTAL BALLOT

Pursuant to Section 192A of the Companies Act, 1956 read with Companies (Passing of Resolutions by Postal Ballot) Rules, 2011, approval of the members was sought for:

1. Alteration of the Main Object Clause of the Memorandum of Association of the Company pursuant to Sections 16, 17, 18 and other applicable provisions of the Companies Act, 1956 as set out in the Item No.1 of the Postal Ballot Notice.
2. Commencement of all or any of the new line of the businesses as set out in the Item No. 2 of the Postal Ballot Notice pursuant to the provisions of Section 149 (2A) and other applicable provisions of the Companies Act, 1956.

Based on the Scrutinizer's Report dated December 12, 2012, the Result of Postal Ballot was declared on December 17, 2012 at the Registered Office of the Company, as follows:

Particulars	No. of Postal Ballot Forms / Electronic votes	No of Equity Shares	Percentage
Resolution No.1:			
Total Postal Ballot Forms received	2396	60150449	-
Less: Postal Ballots/E-votes - Invalid	99	78295	-
Postal Ballots/E-votes - Valid	2297	60072154	-
Votes cast in favour of the resolution	2267	60061721	99.98
Votes cast in against the resolution	30	10433	0.02
Resolution No. 2:			
Total Postal Ballot Forms received	2341	60127846	-
Less: Postal Ballots/E-votes - Invalid	99	78295	-
Postal Ballots/E-votes - Valid	2242	60049551	-
Votes cast in favour of the resolution	2206	60039780	99.98
Votes cast in against the resolution	36	9771	0.02

The aforesaid special resolutions have therefore been approved by the shareholders with the requisite majority.

For ASIAN PAINTS LIMITED

Ashwin Choksi

ASHWIN CHOKSI
CHAIRMAN

Place: Mumbai

Date: December 17, 2012

In accordance with Clause 35A of the Listing Agreement, the details of business transacted by the Company through the Postal Ballot (including E-voting) are furnished below:

- Date of the declaration of result for Postal Ballot: December 17, 2012
- Total number of shareholders on record date : Total Number of shareholders as on October 30, 2012 were 59,994.
- Details of the Notice:

Resolution No.1:

Alteration of the Main Object Clause of the Memorandum of Association of the Company pursuant to Sections 16, 17, 18 and other applicable provisions of the Companies Act, 1956 as set out in the Item No.1 of the Postal Ballot Notice.

Resolution required: Special resolution

Mode of Voting: Postal ballot/E-voting

Promoter/Public	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
Promoter and Promoter Group	50631679	50631679	100.00	50631679	0	100.00	0.00
Public – Institutional holders	8591847	8591847	100.00	8591847	0	100.00	0.00
Public-Others	855008	848628	99.25	838195	10433	98.77	1.23
Total	60078534	60072154	99.98	60061721	10433	99.98	0.02



Resolution No.2:

Commencement of all or any of the new line of the businesses as set out in the Item No. 2 of the Postal Ballot Notice pursuant to the provisions of Section 149 (2A) and other applicable provisions of the Companies Act, 1956.

Resolution required: Special resolution
Mode of Voting: Postal Ballot/E-voting

Promoter/Public	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
Promoter and Promoter Group	50631679	50631679	100.00	50631679	0	100.00	0.00
Public – Institutional holders	8591847	8591847	100.00	8591847	0	100.00	0.00
Public-Others	855008	826025	96.61	816254	9771	98.82	1.18
Total	60078534	60049551	99.94	60039780	9771	99.98	0.02

