KANSAI NEROLAC PAINTS LIMITED

30th April, 2014

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Dear Sirs,

Stock Code : KANSAINER

Sub - Dr. J. J. Irani to complete term on the Board of our Company; not to seek re-election at the forthcoming AGM.

Dr. J. J. Irani, Chairman of our Company and an Independent Director on the Board, has informed the Company that he does not wish to offer himself for re-election as an Independent Director at the forthcoming Annual General Meeting of the Company to be held on 20th June, 2014 in Mumbai, when he retires by rotation at the AGM.

In his communication to the Company, Dr. Irani has said:

" I have been an Independent Director for more than 10 years, and the Chairman of the Board of the Directors for most of that period.

I realize I am eligible for re-election, but I am of the opinion that would be against the spirit of the recently notified Companies Act- 2013 which has prescribed 2 terms of 5 years each for Independent Directors."

The letter dated 30th April, 2014 from Dr. Irani is enclosed as attachment.

Dr. Irani will retire with effect from the conclusion of the AGM.

Dr. J. J. Irani joined the Board of Directors on 29th October, 2002, and has been the Chairman of the Company since 16th July, 2003.

The Board of Directors has placed on record its sincere appreciation and gratitude for the very valuable and outstanding contribution made by Dr. J. J. Irani during his association with the Company as a Director and then as the Chairman.

For **KANSAI NEROLAC PAINTS LIMITED**

G.T.GOVINDARAJAN
COMPANY SECRETARY

Encl: as above

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Jamshed J Irani

7, Beldih Lake
Northern Town
Jamshedpur - 831001

30th April, 2014

The Company Secretary
Kansai Nerolac Paints
Mumbai

Dear Sir,

Sub: Re-election to the Board of the Company as an Independent Director

I do not wish to offer myself for re-election as an Independent Director at the forthcoming AGM of the Company, to be held on 20th June, 2014.

I have been an Independent Director for more than 10 years, and the Chairman of the Board of the Directors for most of that period.

I realize I am eligible for re-election, but I am of the opinion that would be against the spirit of the recently notified Companies Act-2013, which has prescribed 2 terms of 5 years each for Independent Directors.

I plan to be present at the AGM and my resignation will be effective from the conclusion of the AGM.

Please take appropriate action.

Yours sincerely,

Jamshed J. Irani
30/4/14

Jamshed J Irani