

APL/SEC/09/269

25th June, 2013

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

Dear Sir(s),

Sub: Outcome of the Annual General Meeting – Clause 35A of the Listing Agreement

This is to inform that the 67th Annual General Meeting of the Company was held on Monday, 24th June, 2013 at 10.00 a.m. at Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jaganath Bhosle Marg, Next to Sachivalaya Gymkhana, Mumbai- 400 021.

Please find enclosed disclosure pursuant to Clause 35A of the Listing Agreement pertaining to outcome of the AGM.

Please take the same on record and acknowledge.

Thanking you,

Yours truly,

For ASIAN PAINTS LIMITED



JAYESH MERCHANT
CFO & COMPANY SECRETARY,
PRESIDENT - INDUSTRIAL JVs

✓ Cc: The National Stock Exchange of India Limited

In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 67th Annual General Meeting of the Company are furnished below:

- Date of the Annual General Meeting : 24th June, 2013
- Book Closure Dates : 8th June, 2013 to 24th June, 2013
(both days inclusive)
- Total number of shareholders on record : Total number of shareholders as on 7th June, 2013 were 62305.
- No. of shareholders present in the meeting either in person or through proxy

Promoters and Promoter Group	103
Public	198

- No. of shareholders attended the meeting through video conferencing

Promoters and Promoter Group	-
Public	-

- Details of the Agenda:

The following business was transacted by the shareholders:

Sr. No.	Details of the Agenda	Resolution required	Mode of voting
ORDINARY BUSINESS			
1.	Adoption of audited annual accounts of the Company for the year ended 31 st March, 2013 together with the Reports of the Board of Directors and Auditors thereon	Ordinary resolution	The resolution was passed with requisite majority by show of hands.
2.	Declaration of the payment of final dividend of ₹ 36.50 (Rupees thirty six and paise fifty only) per share for the financial year ended 31 st March, 2013 and confirmation of the interim dividend of ₹ 9.50 (Rupees nine and paise fifty only) per share declared and paid during the financial year ended 31 st March, 2013	Ordinary resolution	The resolution was passed with requisite majority by show of hands.
3.	Re-appointment of Shri Mahendra Choksi as Director of the Company	Ordinary resolution	The resolution was passed with requisite majority by show of hands.



4.	Approval to retirement of Ms. Tarjani Vakil, a Director, who retired by rotation at the Annual General Meeting and did not seek re-appointment and the vacancy so created was not filled.	Ordinary resolution	The resolution was passed with requisite majority by show of hands.
5.	Re-appointment of Shri Mahendra Shah as Director of the Company	Ordinary resolution	The resolution was passed with requisite majority by show of hands.
6.	Re-appointment of Shri S Ramadorai as Director of the Company	Ordinary resolution	The resolution was passed with requisite majority by show of hands.
7.	Re-appointment of M/s. Shah & Co., Chartered Accountants, (Registration Number 109430W) and M/s. BSR & Associates, Chartered Accountants, (Registration Number 116231W) as Joint Statutory Auditors of the Company	Ordinary resolution	The resolution was passed with requisite majority by show of hands.
SPECIAL BUSINESS			
8.	Appointment of Shri M K Sharma as a Director of the Company	Ordinary Resolution	The resolution was passed with requisite majority by show of hands.
9.	Revision in remuneration payable to Shri Jalaj Dani (relative of Company's Directors - Shri Ashwin Dani and Mrs. Ina Dani) holding an office or place of profit in the Company, subject to approval of the Central Government.	Special Resolution	The resolution was passed with requisite majority by show of hands.
10.	Revision in remuneration payable to Shri Manish Choksi (relative of Company's Directors - Shri Ashwin Choksi and Shri Mahendra Choksi) holding an office or place of profit in the Company, subject to approval of the Central Government	Special Resolution	The resolution was passed with requisite majority by show of hands.
11.	Appointment of Mr. Vivek Vakil (a relative of Company's Director Mr. Abhay Vakil and Mr.		The resolution was passed with requisite majority by show of



	Amar Vakil) to hold and continue to hold an office or place of profit in the Company as an Executive in the Corporate Finance Department.	Special Resolution	hands.
12.	Sub-division of each Equity Share of nominal face value of ₹ 10 (Rupees Ten) each into 10 (ten) Equity Shares of the nominal face value ₹ 1 (Rupee One) each fully paid up	Ordinary Resolution	The resolution was passed with requisite majority by show of hands
13.	Amendment to the Capital clause (Clause V) of the Memorandum of Association of the Company, subsequent to approval of sub-division of Equity Shares	Special Resolution	The resolution was passed with requisite majority by show of hands.
14.	Amendment to the Articles of Association of the Company, subsequent to approval of sub-division of Equity Shares	Special Resolution	The resolution was passed with requisite majority by show of hands.

