



27th September, 2024

- | | |
|---|---|
| <p>1. Corporate Relationship Department BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001.</p> | <p>2. Manager – Listing National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.</p> |
|---|---|

Sub.: Voting Results of the Postal Ballot of Kansai Nerolac Paints Limited

- Ref.: 1. Regulation 30 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**
2. BSE Scrip Code- 500165, NSE Symbol- KANSAINER

Dear Sirs,

This is further to our letter dated 26th August, 2024 and 28th August, 2024 regarding the Postal Ballot Notice dated 29th July, 2024 seeking approval of members of the Company in respect of the item set out in the Notice through remote e-voting system.

The remote e-voting for casting the vote had commenced on Wednesday, 28th August, 2024 at 9:00 a.m. (IST) and ended on Thursday, 26th September, 2024 at 5:00 p.m. (IST).

Following special business item forming part of the Postal Ballot Notice, was considered and duly approved by the shareholders, with requisite majority.

| Sr. No. | Special Business Item | Resolution to be passed |
|---------|--|-------------------------|
| 1. | Appointment of Mr. Hirokazu Kotera (holding Director Identification Number 10707431) as a Whole-time Director designated as the Executive Director of the Company, for a period of 3 years commencing from 1st August, 2024 and ending on 31st July, 2027, liable to retire by rotation. | Ordinary Resolution |

Further, it is affirmed that Mr. Kotera is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, as at the date of appointment.



KANSAI NEROLAC PAINTS LIMITED

Registered Office : 28th Floor, A-wing, Marathon Futurax, N. M. Joshi Marg, Lower Parel, Mumbai - 400 013, India T: +91 22 4060 2500/2501 | www.nerolac.com
 CIN: L24202MH1920PLC000825



Details of the results of remote e-voting by Postal Ballot are enclosed as Annexure A, in terms of Regulation 44(3) of the SEBI Listing Regulations and they will also be uploaded on the BSE and NSE's portal, separately.

The Scrutinizer's report dated 27th September, 2024, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, with respect to the results of remote e-voting by Postal Ballot is enclosed as Annexure B.

Please take the above submission on record.

For KANSAI NEROLAC PAINTS LIMITED

G. T. GOVINDARAJAN
COMPANY SECRETARY

Encl.: As above

ANNEXURE A

| General information about company | |
|---|-------------------------------|
| Scrip code | 500165 |
| NSE Symbol | KANSAINER |
| MSEI Symbol | NOTLISTED |
| ISIN | INE531A01024 |
| Name of the company | KANSAI NEROLAC PAINTS LIMITED |
| Type of meeting | Postal Ballot |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 26-09-2024 |
| Start time of the meeting | |
| End time of the meeting | |



| Scrutinizer Details | |
|---|-----------------|
| Name of the Scrutinizer | Sohan J. Ranade |
| Qualification | CS |
| Membership Number | ACS 33416 |
| Date of Board Meeting in which appointed | 29-07-2024 |
| Date of Issuance of Report to the company | 27-09-2024 |



| Kansai Nerolac Paints Ltd | | | | | | | | |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution Required :Ordinary | | | 1 - Appointment of Mr. Hirokazu Kotera (holding Director Identification Number 10707431) as a Whole-time Director designated as the Executive Director of the Company, for a period of 3 years commencing from 1st August, 2024 and ending on 31st July, 2027, liable to retire by rotation. | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| Category | Mode of Voting | 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 |
| | | [1] | [2] | [3]={{[2]/[1]}*100 | [4] | [5] | [6]={{[4]/[2]}*100 | [7]={{[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 606203847 | 606203847 | 100.0000 | 606203847 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 606203847 | 100.0000 | 606203847 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 127219794 | 98104925 | 77.1145 | 70902762 | 27202163 | 72.2724 | 27.7276 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 98104925 | 77.1145 | 70902762 | 27202163 | 72.2724 | 27.7276 |
| Public Non Institutions | E-Voting | 74957804 | 2641885 | 3.5245 | 2632436 | 9449 | 99.6423 | 0.3577 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2641885 | 3.5245 | 2632436 | 9449 | 99.6423 | 0.3577 |
| Total | | 808381445 | 706950657 | 87.4526 | 679739045 | 27211612 | 96.1508 | 3.8492 |

- Voting rights of 89,865 shares pertaining to 22 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions.
- Percentage of votes in favour on votes polled is rounded off to 4 decimals.



SCRUTINISER'S REPORT ON POSTAL BALLOT

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

The Chairman
Kansai Nerolac Paints Limited,
28th Floor, A-wing, Marathon Futurex,
N.M. Joshi Marg, Lower Parel,
Mumbai 400 013, Maharashtra – India

Dear Sir,

I, Sohan J. Ranade, Partner of JHR & Associates Practicing Company Secretaries Thane, was appointed by the Board of Directors of Kansai Nerolac Paints Limited (CIN: L24202MH1920PLC000825) ('the Company') at their meeting held on 29th July 2024 as the Scrutiniser for conducting the Postal Ballot voting process.

My responsibility as the Scrutiniser is restricted to ascertaining the voting processes and make the Scrutiniser's Report of the votes cast 'in favour' or 'against' the resolution contained in the notice of Postal Ballot. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolution contained in the notice.


The Company had provided the Remote e-voting facility. The detailed procedure and instructions to use such facility were part of the notice of Postal Ballot.

Further to the above, I submit my report as under:-


- i. The Equity shareholders of the Company as on the "cut-off" date i.e Friday, 23rd August, 2024 were entitled to vote on the resolution as set out in the notice.
- ii. The voting period commenced on Wednesday, 28th August 2024 at 9.00 a.m. (IST) and ended on Thursday, 26th September, 2024 at 5.00 p.m. (IST).



- iii. The voting on the resolution as set out in the notice was allowed in electronic mode only.
- v. On Thursday, 26th September, 2024 after the end of the Remote e-voting period, a detailed voting summary report was generated from the portal of National Securities Depository Limited ('NSDL') in the presence of two witnesses, Ms. Tejaswi Jogal and Ms. Dhanashree Kadam who are not in the employment of the Company and who have signed below in the confirmation.



Ms. Tejaswi Jogal



Ms. Dhanashree Kadam

- vi. During the process of scrutiny, I did not find any invalid vote.
- vii. Based on the report of Remote e-voting generated from the portal of NSDL, the result of the Postal Ballot is as under: -

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Special Business:

Item No. 1: Ordinary Resolution

Appointment of Mr. Hirokazu Kotera (holding Director Identification Number 10707431) as a Whole-time Director designated as the Executive Director of the Company, for a period of 3 years commencing from 1st August, 2024 and ending on 31st July, 2027, liable to retire by rotation.

Voted in favour of the resolution:

| Type of Voting | Number of Ballots | Number of Votes | Percentage |
|-----------------|-------------------|-----------------|------------|
| Remote E-voting | 1,087 | 67,97,39,045 | 96.1508 |

Voted against the resolution:

| Type of Voting | Number of Ballots | Number of Votes | Percentage |
|-----------------|-------------------|-----------------|------------|
| Remote E-voting | 162 | 2,72,11,612 | 3.8492 |

Less voted:

| Type of voting | Number of Ballots | Number of Votes |
|----------------|-------------------|-----------------|
| Less Voted | 1 | 69,906 |

The resolution was passed with requisite majority.



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301, Sai-Krupa Co-operative Housing Society,
B-Cabin, Shivaji Nagar, Opp. Anandashram Society,
Sane Guruji Path, Naupada, Thane (W) 400 602.
Contact us at : 022-2544 2434, +91 89764 42434
info@jhrasso.com | jhranade24@gmail.com



JHR & Associates

Company Secretaries

Notes:

- 1 Percentage beyond 4 decimal points ignored under Rounding off.
- 2 Shareholders voting 'for' and 'against' simultaneously have been considered separately.

The relevant records will be handed over to the Company Secretary in due course of time.

Date: 27th September 2024

Place: Thane



JHR & Associates
Company Secretaries

Sohan J. Ranade

Partner

(ACS: 33416, CP:12520)

UDIN: A033416F001331570

Mr G. T. Govindarajan
Company Secretary
(Authorised by the Chairman)