



**SHALIMAR
PAINTS**

April 11, 2023

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort, Mumbai - 400 001
BSE Scrip Code: 509874

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051
NSE Symbol : SHALPAINTS

Sub: Compliance under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In continuation to our letter dated April 10, 2023 and pursuant to Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copies of the newspaper advertisements regarding Notice of Postal Ballot and Remote E-voting information published on April 11, 2023 in the following newspapers:-

- The Financial Express and
- Jansatta - Hindi Edition

This is for your kind information and record please.

Thanking you,

Sincerely yours,

For Shalimar Paints Limited

Shikha Rastogi
Company Secretary



Encl.: As above



**SHALIMAR
PAINTS**

Shalimar Paints Ltd.

Corporate Office: 1st Floor, Plot No. 28, Sector 32, Gurugram - 122001, Haryana

Regd. Office: Stainless Centre, 4th Floor, Plot No. 50, Sector 32, Gurugram - 122001, Haryana.

Call: +91 124 461 6600 Fax: +91 124 461 6659 Toll Free: 1800-103-6509

Email Id: askus@shalimarpaints.com Website: www.shalimarpaints.com CIN: L24222HR1902PLC065611



SHALIMAR PAINTS LIMITED

(CIN: L24222HR1902PLC065611)

Regd. Office: Stainless Centre, 4th Floor, Plot No. 50, Sector-32, Gurugram, Haryana-122001
Corporate Office: 1st Floor, Plot No. 28, Sector - 32, Gurugram, Haryana - 122001
Website: www.shalimarpaints.com E-mail: askus@shalimarpaints.com
Phone No.: +91 124 461 6800 Fax No. +91 124 461 6859

NOTICE OF POSTAL BALLOT AND E-VOTING INFORMATION

- Members are hereby informed that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with General Circulars issued by the Ministry of Corporate Affairs ("MCA") vide Nos.14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022 and 11/2022 dated 08.04.2020, 13.04.2020, 15.06.2020, 28.09.2020, 31.12.2020, 23.06.2021, 08.12.2021, 05.05.2022 and 28.12.2022 respectively ("MCA Circulars") and circulars issued by the Securities and Exchange Board of India ("SEBI Circulars"), the Company is seeking approval of the shareholders through Postal Ballot, by way of voting through electronic means ("remote e-voting") only, in relation to the resolution as set out in the Postal Ballot Notice dated 07.04.2023.
- Pursuant to the said MCA Circulars and SEBI Circulars, the Postal Ballot Notice including remote e-voting instructions has been sent on 10.04.2023 only by email to all those Members whose names appear on the register of members / list of beneficial owners and whose email address is registered with the Company / Depositories as on Friday, 07.04.2023 (i.e. cut-off date). Accordingly, physical copy of the Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope has not been sent to the members for this Postal Ballot and the shareholders are required to communicate their assent or dissent through the remote e-voting system only.
- The members holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e. 07.04.2023, may cast their vote electronically on the business as set out in the Postal Ballot Notice through electronic voting system of CDSL. All the members are informed that:
 - The Special Business as set out in the Postal Ballot Notice will be transacted through voting by electronic means;
 - The remote e-voting period will commence on 11.04.2023 from (09:00 A.M. IST) and will end on 10.05.2023 (upto 05:00 P.M. IST);
 - The remote e-voting module shall be disabled by CDSL thereafter and once the vote on a resolution is cast, member shall not be allowed to change it subsequently;
 - The cut-off date for determining the eligibility to vote through remote e-voting is 07.04.2023 and a person who is not a Member as on the cut-off date should treat this Notice for information purposes only;
 - Mr. Ankush Agarwal, Partner of M/s. MAKES & CO., Practicing Company Secretaries, has been appointed as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.
 - A person whose name is recorded in the register of members/list of beneficial owners as on the cut-off date shall only be entitled to avail the facility of remote e-voting.
 - If you have any queries or issues regarding remote e-voting from the CDSL e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

Members, who are holding shares in physical form and their e-mail addresses are not registered with the Company/their respective Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member/s mentioning their name, complete address, folio number, e-mail address to be registered along with self-attested scanned copy of the PAN Card and any document (such as Driving License, Passport, Bank Statement, Aadhar Card) supporting the registered address of the Member, by e-mail to Beetal Financial & Computer Services Private Limited, Company's RTA at beetal@beetalfinancial.com or at Company's email address: askus@shalimarpaints.com for receiving the Postal Ballot Notice and all other communication(s) sent by the Company, from time to time. Members holding shares in electronic/demat form can update their email address with their Depository Participants.

The Postal Ballot Notice contains the instructions regarding the manner in which the shareholders can cast their vote through remote e-voting.

The Postal Ballot Notice is also available on the Company's website at www.shalimarpaints.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, where the Company's shares are listed and on the website of Central Depository Services (India) Limited at www.cdslindia.com.

By order of the Board of Directors
For Shalimar Paints Limited

Sd/-
Shikha Rastogi
Company Secretary

Place: Gurugram
Dated: April 10, 2023

Particulars	For period ended December 31, 2022	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Profit and Loss				
Total revenue				
- Revenue from operations	14,745.50	16,843.02	12,759.48	24,782.14
- Other Income	1,453.42	1,679.85	1,492.34	1,630.54
Total Expenses	15,599.31	19,279.04	17,527.55	23,520.93
Profit / (loss) before tax	599.61	(756.17)	(3,275.73)	2,891.75
Tax Expenses				
Profit / (loss) after tax	420.75	(570.11)	(2418.92)	2,820.75
Total comprehensive income for the period	442.29	(617.15)	(2,202.18)	2,846.93
Earnings per equity share: Basic; (Continuing operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Earnings per equity share: Diluted (Continuing operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Earnings per equity share: Basic (Discontinued operations) (in ₹)	-	-	-	-
Earnings per equity share: Basic (Total Continuing and discontinued operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Earnings per equity share: Diluted (Total Continuing and discontinued operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Cash Flow				
Net cash (used in) operating activities	NA	2,273.52	545.08	4,928.93
Net cash generated from / (used in) investing activities	NA	(1,761.36)	383.52	3,221.07
Net cash generated from financing activities	NA	(737.59)	(700.60)	(8,870.52)
Cash and cash equivalents (opening balance)	NA	989.37	761.37	1,481.89
Balance as per statement of cash flows	NA	763.94	989.37	761.37
Additional Information				
Net worth	NA	60,359.49	60,976.64	63,178.82
Cash and Cash Equivalents	NA	763.94	989.37	761.37
Current Investments	NA	4,519.80	18,139.87	21,331.82
Net Sales	14,745.50	16,843.02	12,759.48	24,782.14
EBITDA	1765.00	1,102.59	(1,122.84)	5,714.29
EBIT	(672.69)	(2,172.19)	(4,445.91)	2,235.88
Dividend amounts	-	-	-	-
Long term debt to working capital	NA	0.11	0.07	0.06
Current Liability ratio- Current Liabilities/Non-Current Liabilities	NA	2.29	1.37	1.54
Total Debts to Total assets (times)	NA	0.03	0.04	0.03
Debt Service Coverage Ratios (times)(including lease liability)	NA	3.92	1.65	4.95
Interest Income	1248.62	1,282.69	737.38	477.33
Interest Expense	156.12	263.83	322.16	974.67
Interest service coverage ratio (times)(including interest on lease liabilities)	NA	4.18	(3.49)	5.86

*Since the above figures are based on unaudited limited reviewed financials for the nine months period ended December 31, 2022, therefore, the figures under balance sheet and cash flow statement, are not available.

Latest audited financial statements along with the notes to accounts and any audit qualifications:

The audited financial statement for FY 2021-22 along with the notes to accounts and the Financial Results for the quarter ended December 31, 2022 are available on the website of the Company www.radiocity.com and available in the link viz. <https://www.radiocity.in/investors/annual-reports> and <https://www.radiocity.in/investors/quarterly-financial-results>.

Change in the accounting policies in last three years and their effect on the profits and reserves:

There is no change in the accounting policies in the last three years which has effect on the profits and reserves.

Summary table of contingent liabilities as disclosed in the restated financial statements:

Nil

Summary table of related party transactions in last 3 years as disclosed in the restated financial statements:

(All amounts in ₹ Lakhs)

Nature of transactions	For the year ended March 31,		
	2022	2021	2020
Particulars			
Sale and purchase of services:			
Purchase of advertisement space/material			
Jagran Prakashan Limited	80.15	27.40	304.98
Midday Infomedia Limited	6.52	52.97	166.97
Advertisement income (net)			
Jagran Prakashan Limited	189.58	108.59	243.41
Midday Infomedia Limited	8.12	17.35	183.62
Other Income			
Jagran Prakashan Limited	5.10	2.13	-
Revenue from website designing, development & maintenance services			
Midday Infomedia Limited	-	-	75.00
Purchase of fixed assets			
Jagran Prakashan Limited	-	0.39	-
Other transaction:			
Rent charged by related parties for use of common facilities / utilities:			
Jagran Prakashan Limited	49.19	31.50	31.65
VRSM Enterprises LLP	44.67	43.64	38.10
Staff welfare expenses			
Jagran Prakashan Limited	-	-	5.45
Expenses reimbursement paid			
Jagran Prakashan Limited	41.15	35.69	26.30
Midday Infomedia Limited	46.22	5.91	-
Expenses reimbursement received			
Jagran Prakashan Limited	0.33	3.59	7.71
Midday Infomedia Limited	70.59	58.75	9.58
MMI Online Limited	-	-	5.82
Security deposit given			
Jagran Prakashan Limited	-	50.00	-
VRSM Enterprises LLP	-	-	35.00

Details of its other group companies including their capital structure and financial statements:

Midday Infomedia Limited and MMI Online Limited are our Group Companies, details of which are provided below:

1. Midday Infomedia Limited ("Midday")

Corporate Information

Midday was incorporated on January 16, 2008 under the Companies Act, 1956. The registered office of Midday is situated at 6th Floor, RNA Corporate Park, Off. Western Express Highway, Kalanagar, Bandra East, Mumbai 400 051. Midday is engaged in the business of printing and publishing of newspapers in English, Gujarati and Urdu Language.

Shareholding Pattern

The shareholding pattern of Midday is as follows:

S. No.	Name of shareholder	No. of equity shares of ₹ 10 each	Percentage of issued capital (%)
1.	Jagran Prakashan Limited	2,98,70,327	100
2.	Mr. Sanjay Gupta (Nominee shareholder for Jagran Prakashan Limited)	1	-
3.	Mr. Shailesh Gupta (Nominee shareholder for Jagran Prakashan Limited)	1	-
4.	Mr. R. K. Agarwal (Nominee shareholder for Jagran Prakashan Limited)	1	-
5.	Mr. Jimmy Oza (Nominee shareholder for Jagran Prakashan Limited)	1	-
6.	Mr. Ashish Shah (Nominee shareholder for Jagran Prakashan Limited)	1	-
7.	Ms. Tinaz Nooshian (Nominee shareholder for Jagran Prakashan Limited)	1	-
TOTAL		2,98,70,327	100

Board of Directors

The Board of Directors of Midday comprises of the following persons:

- Mr. Sanjay Gupta
- Mr. Vikas Joshi
- Mr. Shailesh Gupta
- Mr. Shashidhar Sinha
- Ms. Anita Nayyar

Financial Information

The following information has been derived from the audited financial statements of Midday for the last three audited Financial Years:

(All amounts in ₹ Lakhs, unless stated otherwise)

Particulars	For the year ended March 31,		
	2022	2021	2020
Equity Share Capital	2,987.03	2,787.03	1,987.03
Reserves and surplus (excluding revaluation reserves)	2,849.62	3,792.35	4,767.34
Sales/Turnover from operations	4,926.06	3,042.56	8,773.16
Net Profit/(Loss) available to equity shareholders	(1,100.90)	(1,792.73)	(807.27)
Basic EPS (in ₹)	(3.80)	(8.32)	(4.06)
Diluted EPS (in ₹)	(3.80)	(8.32)	(4.06)
Net asset value per share (in ₹)*	19.54	23.61	34.00 (rounded off)

*Net asset value per Equity Share (₹) is net worth at the end of the period/year excluding preference share capital but including share capital suspense account and shares held by Trust / total number of equity shares outstanding at the end of the year (including share capital suspense account)

2. MMI Online Limited ("MMI")

Corporate Information

MMI was incorporated on November 03, 2008 under the Companies Act, 1956. The registered office of MMI is situated at Jagran Building 2, Sarvodaya Nagar, Kanpur, Uttar Pradesh - 208005. MMI is engaged in the business of digital media & online content services in sectors like news, education, medicine, travel and tourism.

Shareholding Pattern

The shareholding pattern of MMI is as follows:

S. No.	Name of shareholder	No. of equity shares of ₹ 10 each	Percentage of issued capital (%)
1.	Jagran Prakashan Limited	2,19,55,000	44.92
2.	Kanchan Properties Limited	2,39,22,230	48.95
3.	Sarvodaya MFD Services Private Limited	29,89,450	6.12
4.	Pramod Kumar Nigam	1,000	0.00
5.	Narendra Kumar Gupta	1,000	0.00
6.	Padam Kumar Jain	1,000	0.00
7.	Bhanwar Lal Kothiwari	1,000	0.00
8.	Anil Kothiwari	1,000	0.00
TOTAL		4,88,71,680	100

Board of Directors

The board of directors of MMI comprises the following persons:

- Mr. Sanjay Gupta
- Mr. Shailesh Gupta
- Mr. Bharat Gupta

Financial Information

The following information has been derived from the audited financial statements of MMI for the last three Financial Years:

(All amounts in ₹ Lakhs, unless stated otherwise)

Particulars	For the year ended March 31,		
	2022	2021	2020
Equity Share Capital	488.72	488.72	488.72
Reserves and surplus (excluding revaluation reserves)	(127.99)	(162.55)	(226.45)
Sales/Turnover from operations	2786.47	2380.93	2583.16
Net Profit/(Loss) available to equity shareholders	20.49	54.19	9.64
Basic EPS (in ₹)	0.42	1.11	0.20
Diluted EPS (in ₹)	0.42	1.11	0.20
Net asset value per share (in ₹)*	7.38	6.67	5.37

*Net asset value per Equity Share (₹) is net worth at the end of the period/year excluding preference share capital but including share capital suspense account and shares held by Trust / total number of equity shares outstanding at the end of the year (including share capital suspense account)

DENTAX (INDIA) LIMITED

Registered Office: MMS Chambers, 4A, Council House Street, 1st Floor, Room No. D1, BBD Bag, Kolkata - 700 001
Tel. No. +91-033 10011981; E-mail: dentaxindia@gmail.com; Website: www.dentaxindia.com CIN: L51109WB1984PLC037860

Recommendations of the Committee of Independent Directors ("IDC") of Dentax (India) Limited ("Dentax Company") in relation to the Open Offer ("Offer") made by Cabana Management Consultancy Private Limited ("Acquirer 1"), Mr. Sumit Govind Sharma ("Acquirer 2"), Ms. Priya Sumit Sharma ("Acquirer 3") and Ms. Koushal Govindprasad Sharma ("Acquirer 4") (hereinafter jointly called as the "Acquirers") to the Public Shareholders of the Target Company ("Shareholders") under Regulations 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Subsequent Amendments thereto ("SEBI (SAST) Regulations, 2011").

Sr.	Particulars	Price (in Rs. per Equity Share)
1	Date	10/04/2023
2	Target Company ("TC")	Dentax (India) Limited
3	Details of the Offer pertaining to the Target Company	The Offer is being made by the Acquirers pursuant to Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011 for the acquisition upto 26,20,363 (Twenty-Six lakhs Twenty Thousand Three Hundred Sixty Three Only) Equity Shares of the Face Value of Rs. 10/- each representing 26% of the emerging voting capital of the Target Company at a Price of ₹10/- (Rupees Ten Only) ("Offer Price") per share, payable in Cash.
4	Acquirer	Cabana Management Consultancy Private Limited ("Acquirer 1"), Mr. Sumit Govind Sharma ("Acquirer 2"), Ms. Priya Sumit Sharma ("Acquirer 3"), Ms. Koushal Govindprasad Sharma ("Acquirer 4")
5	Manager to the Offer	Kunvarji Fintstock Private Limited
6	Members of the Committee of Independent Directors (IDC)	1. Shri Pankaj Dhanuka - Chairman 3. Shri Kailash Dhanuka Member 2. Shri Ashish Goenka Member 4. Shri Kiran Thakural Member
7	IDC Member's relationship with the Target Company (Director, Equity shares owned, any other contract/relationship), if any	IDC Member's is an Independent Director on the Board of the Target Company. They do not have any Equity holding in the Target Company. None of them has entered into any other contract or has other relationships with the Target Company.
8	Trading in the Equity shares/other securities of the TC by IDC Members	No trading in the Equity Shares of the Target Company has been done by any of the IDC Members.
9	IDC Member's relationship with the Acquirer (Director, Equity shares owned, any other contract/relationship), if any.	None of the IDC Members holds any contracts, nor have any relationship with the Acquirers in their personal capacities.
10	Trading in the Equity shares/other securities of the Acquirer by IDC Members	No trading in the Equity Shares/other securities of the Acquire by IDC Members
11	Recommendation on the Offer, as to whether that the Offer is fair and reasonable and in line with the offer, is or is not, fair and reasonable	Based on the review of the Public Announcement and the Detailed Public Statement issued by the Manager to the Offer on behalf of the Acquirers, IDC Members believe the SEBI (SAST) Regulations, 2011.
12	Summary of reasons for the recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed a) The Public Announcement ("PA") dated 11/01/2023; b) The Detailed Public Statement ("DPS") which was published on 18/01/2023; c) The Draft Letter of Offer ("DLOF") dated 25/01/2023; d) The Letter of Offer ("LOF") dated 30/03/2023. Based on the review of PA, DPS, DLOF and LOF, the IDC Members are of the view that the Offer Price is in line with the parameters prescribed by SEBI in the Regulations. The Equity Shares of the Target Company are not frequently traded on the Calcutta Stock Exchanges (CSE) during the Twelve (12) calendar months preceding the month in which PA was made as set out under Regulation 2(1) (j) of SEBI (SAST) Regulation, 2011. The Offer Price of Rs. 10/- (Ten Only) per Equity Share is justified in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of the following:
13	Details of Independent Advisors, if any.	None
14	Any other matter to be highlighted	None

To the best of our knowledge and belief, after making the proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of information or otherwise, and includes all the information required to be disclosed by the Target Company under the Regulations.

For and on behalf of the Committee of Dentax (India) Limited

Place: Kolkata
Date: April 10, 2023

Sd/-
Mr. Pankaj Dhanuka
Director (DIN:03183366)

Internal Risk Factors:

1. Early Termination for Extraordinary Reasons, Illegality, etc.

If the Issuer determines that, for reasons beyond its control, the performance of its obligations under the Bonus NCRPS has become illegal or impractical in whole or in part for any reason, the Issuer may without any obligation terminate early the Bonus NCRPS. If the Issuer terminates early the Bonus NCRPS, the Issuer will, if and to the extent permitted by applicable law, pay the holder of each such Bonus NCRPS an amount determined by the Issuer.

शालीमार पेन्ट्स लिमिटेड
CIN: L24222HR1902PLC065611
 पंजीकृत कार्यालय: स्टेनलेस सेंटर, चौथा तल, प्लॉट नं. 50, सेक्टर-32, गुरुग्राम, हरियाणा-122001
 कॉर्पोरेट कार्यालय: पहली मंजिल, प्लॉट नंबर 28, सेक्टर- 32, गुरुग्राम, हरियाणा- 122001
 वेबसाइट: www.shalimarpaints.com, ई-मेल: askus@shalimarpaints.com
 फोन नं. +91 124 461 6600; फैक्स नं.: +91 124 461 6659

पोस्टल बिलेट एवं ई-वोटिंग जानकारी को सूचना

1) सदस्यों को पेशेवर सूचना दी जाती है कि कोर्पोरेट मामलों के मंत्रालय द्वारा जारी पारदर्शिता ("एमसीए") संधि 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022 और 11/2022 दिनांक 08.04.2020, 13.04.2020, 15.06.2020, 28.09.2020, 31.12.2020, 23.06.2021, 08.12.2021, 05.05.2022 और 28.12.2022 क्रमशः ("एमसीए परिपत्र") और प्रतिभूति और विनियम बोर्ड द्वारा जारी परिपत्र भारत ("सेबी परिपत्र") के साथ पठित सेबी (आपत्तियों के सूचीकरण एवं प्रकटीकरण अपेक्षाएं) विनियमों, 2015 (सेबी सूचीकरण विनियमों) तथा कंपनी एक्ट, 2013 ("एक्ट") की धारा 110 और इसके अधीन बनाए गए नियमों के सभी लागू प्रावधानों की अनुपालना में पोस्टल बिलेट नोटिस दिनांक 07.04.2023 में निर्धारित प्रस्ताव के संबंध में, कंपनी केवल इलेक्ट्रॉनिक माध्यमों ("रिमोट ई-वोटिंग") के माध्यम से वोटिंग के माध्यम से पोस्टल बिलेट के माध्यम से शेयरधारकों को मंजूरी मांग रही है।

2) उक्त एमसीए परिपत्रों और सेबी परिपत्रों के अनुसार, रिमोट ई-वोटिंग निर्देशों सहित पोस्टल बिलेट नोटिस केवल उन सभी सदस्यों को ईमेल द्वारा 10.04.2023 को भेजा गया है, जिनके नाम सदस्यों के रजिस्टर / लाभांश स्वामियों की सूची में दिखाई देते हैं और जिनके ईमेल पता कंपनी / डिपॉजिटरी के साथ शुद्ध है, 07.04.2023 (यानी कट-ऑफ डेट) के रूप में पंजीकृत है। तदनुसार, इस पोस्टल बिलेट के लिए सदस्यों को पोस्टल बिलेट नोटिस, पोस्टल बिलेट फॉर्म और प्री-पेड थ्रिजनेस रिप्लाइ लिफाफे की भौतिक प्रति नहीं भेजी गई है और शेयरधारकों को केवल रिमोट ई-वोटिंग सिस्टम के माध्यम से अपनी सहमति या असहमति की सूचना देनी होगी।

3) कट-ऑफ तारीख यानी 07.04.2023 को भौतिक रूप में या डीमैट/रिजल्टाइड रूप में इक्विटी शेयर रखने वाले सदस्य, सीडीएसएल की इलेक्ट्रॉनिक वोटिंग प्रणाली के माध्यम से पोस्टल बिलेट नोटिस में निर्धारित व्यवसाय पर अपना वोट इलेक्ट्रॉनिक रूप से डाल सकते हैं। सभी सदस्यों को सूचित किया जाता है कि:

- पोस्टल बिलेट के नोटिस में निर्धारित विशेष व्यवसायों को इलेक्ट्रॉनिक माध्यमों से मतदान के माध्यम से लेन-देन किया जाएगा,
- रिमोट ई-वोटिंग 11.04.2023 को (सुबह 09:00 बजे आईएसटी) शुरू होगा और 10.05.2023 (शाम 05:00 बजे आईएसटी तक) समाप्त होगा।
- रिमोट ई-वोटिंग मॉड्यूल को उसके चार सीडीएसएल द्वारा निष्क्रिय कर दिया जाएगा और एक बार प्रस्ताव पर वोट डालने के बाद, सदस्य को बार में इसे बदलने की अनुमति नहीं दी जाएगी।
- रिमोट ई-वोटिंग के माध्यम से वोट देने की पात्रता निर्धारित करने की कट-ऑफ तारीख 07.04.2023 है और एक व्यक्ति जो कट-ऑफ तारीख को सदस्य नहीं है, उसे इस सूचना को केवल सूचना के उद्देश्य से लेना चाहिए;
- मैसर्स एमएकेएस एंड कंपनी के पार्टनर श्री अंकुश अग्रवाल, प्रैक्टिसिंग कंपनी सेक्रेटरीज को पोस्टल बिलेट प्रक्रिया को निष्पक्ष और पारदर्शी तरीके से संचालित करने के लिए स्क्रूटिनाइजर के रूप में नियुक्त किया गया है।
- जिस व्यक्ति का नाम कट-ऑफ तारीख को सदस्यों के रजिस्टर/लाभांश स्वामियों की सूची में दर्ज है, वही रिमोट ई-वोटिंग की सुविधा का लाभ उठाने का हकदार होगा।
- यदि आपके पास सीडीएसएल ई-वोटिंग सिस्टम से रिमोट ई-वोटिंग के संबंध में कोई प्रश्न या समस्या है, तो आप www.evotingindia.com पर सहायता अनुभाग के तहत अक्सर पूछे जाने वाले प्रश्न ("एफएक्यू") और ई-वोटिंग मैनुअल का संदर्भ ले सकते हैं या helpdesk.evoting@cdslindia.com पर ईमेल लिखें या टोल फ्री नंबर 1800 22 55 33 पर संपर्क करें।

सदस्य, जो भौतिक रूप में शेयरधारक हैं और उनके ई-मेल पते कंपनी/उनके संबंधित डिपॉजिटरी प्रतिभागियों के साथ पंजीकृत नहीं हैं, से अनुरोध है कि वो पोस्टल बिलेट नोटिस और कंपनी द्वारा समय-समय पर भेजे गए अन्य सभी संचार प्राप्त करने के लिए इलेक्ट्रॉनिक/डीमैट फॉर्म में शेयर रखने वाले सदस्य अपने डिपॉजिटरी प्रतिभागियों के साथ अपना ईमेल पता अपडेट करने के हेतु उनके नाम, पूरा पता, फोन नंबर, पंजीकृत किए जाने वाले ई-मेल पते का उल्लेख करते हुए पते कार्ड और पंजीकृत पते के समर्थन में किसी भी दस्तावेज (जैसे ड्राइविंग लाइसेंस, पासपोर्ट, बैंक स्टेटमेंट, आधार कार्ड) को बीएल फाइनेंशियल एंड कंप्यूटर सर्विसेज प्राइवेट लिमिटेड, कंपनी आरटीए को beetal@beetalfinancial.com पर ई-मेल द्वारा या कंपनी के ईमेल पते: askus@shalimarpaints.com भेजें।

पोस्टल बिलेट नोटिस में उस तरीके के बारे में निर्देश होते हैं जिससे शेयरधारक रिमोट ई-वोटिंग के माध्यम से अपना वोट डाल सकते हैं।

पोस्टल बिलेट नोटिस कंपनी की वेबसाइट www.shalimarpaints.com पर, स्टॉक एक्सचेंज यानी वीएसई लिमिटेड और रजिस्ट्रार स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड की वेबसाइट www.bseindia.com और www.nseindia.com पर भी उपलब्ध है, जहां कंपनी के शेयर सूचीबद्ध हैं और सेंट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड की वेबसाइट www.cdslindia.com पर उपलब्ध हैं।

निदेशकों के बोर्ड के आदेशानुसार

कृते शालीमार पेन्ट्स लिमिटेड

हस्ता/-

शिखा रसोगी

कंपनी सचिव

स्थान: गुरुग्राम

दिनांक: 10 अप्रैल, 2023

Particulars	For period ended December 31, 2022	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Profit and Loss				
Total revenue				
- Revenue from operations	14,745.50	16,843.02	12,759.48	24,782.14
- Other Income	1,453.42	1,679.85	1,492.34	1,630.54
Total Expenses	15,599.31	19,279.04	17,927.55	23,520.93
Profit / (loss) before tax	599.61	(766.17)	(3,275.73)	2,891.75
Tax Expenses				
Profit / (loss) after tax	420.75	(570.11)	(2,418.92)	2,820.75
Total comprehensive income for the period	442.29	(617.15)	(2,202.18)	2,846.93
Earnings per equity share: Basic (Continuing operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Earnings per equity share: Diluted (Continuing operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Earnings per equity share: Basic (Discontinued operations) (in ₹)	-	-	-	-
Earnings per equity share: Basic (Total Continuing and discontinued operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Earnings per equity share: Diluted (Total Continuing and discontinued operations) (in ₹)	0.12	(0.16)	(0.70)	0.82
Cash Flow				
Net cash (used in) operating activities	NA	2,273.52	545.08	4,928.93
Net cash generated from / (used in) investing activities	NA	(1,761.36)	383.52	3,221.07
Net cash generated from financing activities	NA	(737.59)	(700.60)	(8,870.52)
Cash and cash equivalents (opening balance)	NA	989.37	761.37	1,481.89
Balance as per statement of cash flows	NA	763.94	989.37	761.37
Additional Information				
Net worth	NA	60,359.49	60,976.64	63,178.82
Cash and Cash Equivalents	NA	763.94	989.37	761.37
Current Investments	NA	4,519.80	18,139.87	21,331.82
Net Sales	14,745.50	16,843.02	12,759.48	24,782.14
EBITDA	1,765.00	1,102.59	(1,122.84)	5,714.29
EBIT	(672.69)	(2,172.19)	(4,445.91)	2,235.88
Dividend amounts	-	-	-	-
Long term debt to working capital	NA	0.11	0.07	0.06
Current Liability ratio- Current Liabilities/Non-Current Liabilities	NA	2.29	1.37	1.54
Total Debts to Total assets (times)	NA	0.03	0.04	0.03
Debt Service Coverage Ratios (times)(including lease liability)	NA	3.92	1.65	4.95
Interest Income	1248.62	1,282.69	737.38	477.33
Interest Expense	156.12	263.83	322.16	974.67
Interest service coverage ratio (times)(including interest on lease liabilities)	NA	4.18	(3.49)	5.86

*Since the above figures are based on unaudited limited reviewed financials for the nine months period ended December 31, 2022, therefore, the figures under balance sheet and cash flow statement, are not available.

1. Latest audited financial statements along with the notes to accounts and any audit qualifications:

The audited financial statement for FY 2021-22 along with the notes to accounts and the Financial Results for the quarter ended December 31, 2022 are available on the website of the Company www.radiocty.com and available in the link viz. <https://www.radiocty.in/investors/annual-reports> and <https://www.radiocty.in/investors/quarterly-financial-results>.

m. Change in the accounting policies in last three years and their effect on the profits and reserves:

There is no change in the accounting policies in the last three years which has effect on the profits and reserves.

n. Summary table of contingent liabilities as disclosed in the restated financial statements:

Nil

o. Summary table of related party transactions in last 3 years as disclosed in the restated financial statements:

(All amounts in ₹ Lakhs)

Nature of transactions	For the year ended March 31,		
	2022	2021	2020
Particulars			
Sale and purchase of services:			
Purchase of advertisement space/material			
Jagran Prakashan Limited	80.15	27.40	304.98
Midday Infomedia Limited	6.52	52.97	166.97
Advertisement income (net)			
Jagran Prakashan Limited	189.58	108.59	243.41
Midday Infomedia Limited	8.12	17.35	183.62
Other Income			
Jagran Prakashan Limited	5.10	2.13	-
Revenue from website designing, development & maintenance services			
Midday Infomedia Limited	-	-	75.00
Purchase of fixed assets			
Jagran Prakashan Limited	-	-	0.39
Other transaction:			
Rent charged by related parties for use of common facilities / utilities:			
Jagran Prakashan Limited	49.19	31.50	31.65
VRSM Enterprises LLP	44.67	43.64	38.10
Staff welfare expenses			
Jagran Prakashan Limited	-	-	5.45
Expenses reimbursement paid			
Jagran Prakashan Limited	41.15	35.69	26.30
Midday Infomedia Limited	46.22	5.91	-
Expenses reimbursement received			
Jagran Prakashan Limited	0.33	3.59	7.71
Midday Infomedia Limited	70.59	58.75	9.58
MMI Online Limited	-	-	5.82
Security deposit given			
Jagran Prakashan Limited	-	50.00	-
VRSM Enterprises LLP	-	-	35.00

p. Details of its other group companies including their capital structure and financial statements:

Midday Infomedia Limited and MMI Online Limited are our Group Companies, details of which are provided below:

1. Midday Infomedia Limited ("Midday")

Corporate Information

Midday was incorporated on January 16, 2008 under the Companies Act, 1956. The registered office of Midday is situated at 6th Floor, RNA Corporate Park, Off. Western Express Highway, Kalanagar, Bandra East, Mumbai 400 051. Midday is engaged in the business of printing and publishing of newspapers in English, Gujarati and Urdu Language.

Shareholding Pattern

The shareholding pattern of Midday is as follows:

S. No.	Name of shareholder	No. of equity shares of ₹ 10 each	Percentage of issued capital (%)
1.	Jagran Prakashan Limited	2,98,70,327	100
2.	Mr. Sanjay Gupta (Nominee shareholder for Jagran Prakashan Limited)	1	-
3.	Mr. Shailesh Gupta (Nominee shareholder for Jagran Prakashan Limited)	1	-
4.	Mr. R. K. Agarwal (Nominee shareholder for Jagran Prakashan Limited)	1	-
5.	Mr. Jimmy Oza (Nominee shareholder for Jagran Prakashan Limited)	1	-
6.	Mr. Ashish Shah (Nominee shareholder for Jagran Prakashan Limited)	1	-
7.	Ms. Tinaz Nooshian (Nominee shareholder for Jagran Prakashan Limited)	1	-
	TOTAL	2,98,70,327	100

Board of Directors

The Board of Directors of Midday comprises of the following persons:

- Mr. Sanjay Gupta
- Mr. Vikas Joshi
- Mr. Shailesh Gupta
- Mr. Shashidhar Sinha
- Ms. Anita Nayyar

Financial Information

The following information has been derived from the audited financial statements of Midday for the last three audited Financial Years:

(All amounts in ₹ Lakhs, unless stated otherwise)

Particulars	For the year ended March 31,		
	2022	2021	2020
Equity Share Capital	2,987.03	2,787.03	1,987.03
Reserves and surplus (excluding revaluation reserves)	2,849.62	3,792.35	4,767.34
Sales/Turnover from operations	4,926.06	3,042.56	8,773.16
Net Profit/(Loss) available to equity shareholders	(1,100.90)	(1,792.73)	(807.27)
Basic EPS (in ₹)	(3.80)	(8.32)	(4.06)
Diluted EPS (in ₹)	(3.80)	(8.32)	(4.06)
Net asset value per share (in ₹) *	19.54	23.61	34.00 (rounded off)

* Net asset value per Equity Share (₹) is net worth at the end of the period/year excluding preference share capital but including share capital suspense account and shares held by Trust / total number of equity shares outstanding at the end of the year (including share capital suspense account)

2. MMI Online Limited ("MMI")

Corporate Information

MMI was incorporated on November 03, 2008 under the Companies Act, 1956. The registered office of MMI is situated at Jagran Building 2, Sarvodaya Nagar, Kanpur, Uttar Pradesh - 208005. MMI is engaged in the business of digital media & online content services in sectors like news, education, medicine, travel and tourism.

Shareholding Pattern

The shareholding pattern of MMI is as follows:

S. No.	Name of shareholder	No. of equity shares of ₹ 10 each	Percentage of issued capital (%)
1.	Jagran Prakashan Limited	2,19,55,000	44.92
2.	Kanchan Properties Limited	2,39,22,230	48.95
3.	Sarvodaya MFD Services Private Limited	29,89,450	6.12
4.	Pramod Kumar Nigam	1,000	0.00
5.	Narendra Kumar Gupta	1,000	0.00
6.	Padam Kumar Jain	1,000	0.00
7.	Bhanwar Lal Kothiwari	1,000	0.00
8.	Anil Kothiwari	1,000	0.00
	TOTAL	4,88,71,680	100

Board of Directors

The board of directors of MMI comprises the following persons:

- Mr. Sanjay Gupta
- Mr. Shailesh Gupta
- Mr. Bharat Gupta

Financial Information

The following information has been derived from the audited financial statements of MMI for the last three Financial Years:

(All amounts in ₹ Lakhs, unless stated otherwise)

Particulars	For the year ended March 31,		
	2022	2021	2020
Equity Share Capital	488.72	488.72	488.72
Reserves and surplus (excluding revaluation reserves)	(127.99)	(162.55)	(226.45)
Sales/Turnover from operations	2786.47	2380.93	2583.16
Net Profit/(Loss) available to equity shareholders	20.49	54.19	9.64
Basic EPS (in ₹)	0.42	1.11	0.20
Diluted EPS (in ₹)	0.42	1.11	0.20
Net asset value per share (in ₹) *	7.38	6.67	5.37

* Net asset value per Equity Share (₹) is net worth at the end of the period/year excluding preference share capital but including share capital suspense account and shares held by Trust / total number of equity shares outstanding at the end of the year (including share capital suspense account).

DENTAX (INDIA) LIMITED

Registered Office: MMS Chambers, 4A, Council House Street, 1st Floor, Room No. D1, BBD Bag, Kolkata - 700 001
 Tel. No. +91-033 1001198; E-mail: dentaxindia@gmail.com; Website: www.dentaxindia.com CIN: L51109WB1984PLC037960

Recommendations of the Committee of Independent Directors ("IDC") of Dentax (India) Limited ("Target Company") in relation to the Open Offer ("Offer") made by Cabana Management Consultancy Private Limited ("Acquirer 1"), Mr. Sumit Govind Sharma ("Acquirer 2"), Ms. Priya Sumit Sharma ("Acquirer 3") and Ms. Koushal Govindprasad Sharma ("Acquirer 4") (hereinafter jointly called as the "Acquirers") to the Public Shareholders of the Target Company ("Shareholders") under Regulations 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Subsequent Amendments thereto ("SEBI (SAST) Regulations, 2011").

Sl. No.	Date	Particulars	Price (in Rs. per Equity Share)
1	10/04/2023		10/-
2	Target Company ("TC")	Dentax (India) Limited	
3	Details of the Offer pertaining to the Target Company	The Offer is being made by the Acquirers pursuant to Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011 for the acquisition upto 26,20,363 (Twenty-Six lakhs Twenty Thousand Three Hundred Sixty Three only) Equity Shares of the Face Value of Rs. 10/- each representing 26% of the emerging voting capital of the Target Company at a Price of ₹10/- (Rupees Ten Only) ("Offer Price") per share, payable in Cash.	
4	Acquirer	Cabana Management Consultancy Private Limited ("Acquirer 1"), Mr. Sumit Govind Sharma ("Acquirer 2"), Ms. Priya Sumit Sharma ("Acquirer 3"), Ms. Koushal Govindprasad Sharma ("Acquirer 4")	
5	Manager to the Offer	Kunvarji Finstock Private Limited	
6	Members of the Committee of Independent Directors (IDC)	1. Shri Pankaj Dhanuka Chairman 2. Shri Ashish Goenka Member 3. Shri Kailash Dhanuka Member 4. Shri Kiran Thakural Member	
7	IDC Member's relationship with the Target Company (Director, Equity shares owned, any other contract/relationship), if any	IDC Member is an Independent Director on the Board of the Target Company. They do not have any Equity holding in the Target Company. None of them has entered into any other contract or has other relationships with the Target Company.	
8	Trading in the Equity shares/other securities of the TC by IDC Members	No trading in the Equity Shares of the Target Company has been done by any of the IDC Members.	
9	IDC Member's relationship with the Acquirer (Director, Equity shares owned, any other contract/relationship), if any	None of the IDC Members holds any contracts, nor have any relationship with the Acquirers in their personal capacities.	
10	Trading in the Equity shares/other securities of the Acquirer by IDC Members	No trading in the Equity Shares/other securities of the Acquire by IDC Members	
11	Recommendation on the Open offer, as to whether that the Offer is fair and reasonable and in line with the offer, is or is not, fair and reasonable	Based on the review of the Public Announcement and the Detailed Public Statement issued by the Manager to the Offer on behalf of the Acquirers, IDC Members believe the SEBI (SAST) Regulations, 2011.	
12	Summary of reasons for the recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed a) The Public Announcement ("PA") dated 11/01/2023; b) The Detailed Public Statement ("DPS") which was published on 18/01/2023; c) The Draft Letter of Offer ("DLOF") dated 25/01/2023; d) The Letter of Offer ("LOF") dated 30/03/2023. Based on the review of PA, DPS, DLOF and LOF, the IDC Members are of the view that the Offer Price is in line with the parameters prescribed by SEBI in the Regulations. The Equity Shares of the Target Company are not frequently traded	