



**SHALIMAR
PAINTS**

May 29, 2019

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

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

Reference: Scrip Code - NSE-SHALPAINTS, BSE-509874

Subject: Sub: Annual Secretarial Compliance Report for the Year Ended March 31, 2019

Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019

Dear Sir/ Ma'am,

In terms of Clause 3 (b) (iii) of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2019, issued by M/s Arun Goel & Associates, Practising Company Secretaries

This is for your information and record.

Thanking you,

For **Shalimar Paints Limited**


Surender Kumar
Managing Director & CEO



Encl: a/a



THE ART & SCIENCE OF 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 (India)

B: +91 124 461 6600 **F:** +91 124 461 6659.

E: askus@shalimarpaints.com | www.shalimarpaints.com | CIN: L24222HR1902PLC065611

ARUN GOEL & ASSOCIATES

COMPANY SECRETARIES

Office: 169, Basement Ashoka Part-III, Faridabad, Haryana – 121003

SECRETARIAL COMPLIANCE REPORT

SHALIMAR PAINTS LTD

(CIN: L24222HR1902PLC065611)

for the year ended 31st March, 2019

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019, according to the provisions of:

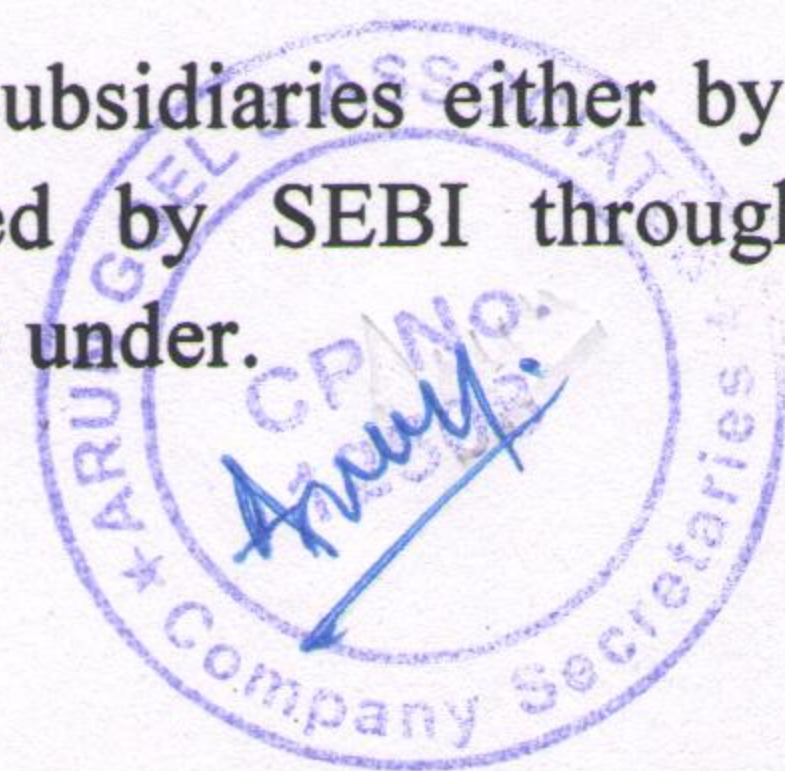
- (a) all the documents and records made available to us and explanation provided by Shalimar Paints Ltd. ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2019 in respect of compliance with the provisions of :
 - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Based on the above examination, we hereby report that, during the Review Period:

- (a) The Listed Entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder. However, in the absence of any transaction relating to buy back of securities and issue of Non-Convertible and Redeemable Preference Shares during the review period, the Compliance of the 'relevant regulations mentioned above do not arise.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) No action was taken against the listed entity/ its promoters/ directors/material subsidiaries either by SEBI by Stock Exchanges (including under the Standard Operating procedures Issued by SEBI through various circulars/under the aforesaid Acts/Regulations and circular/guidelines issued there under.



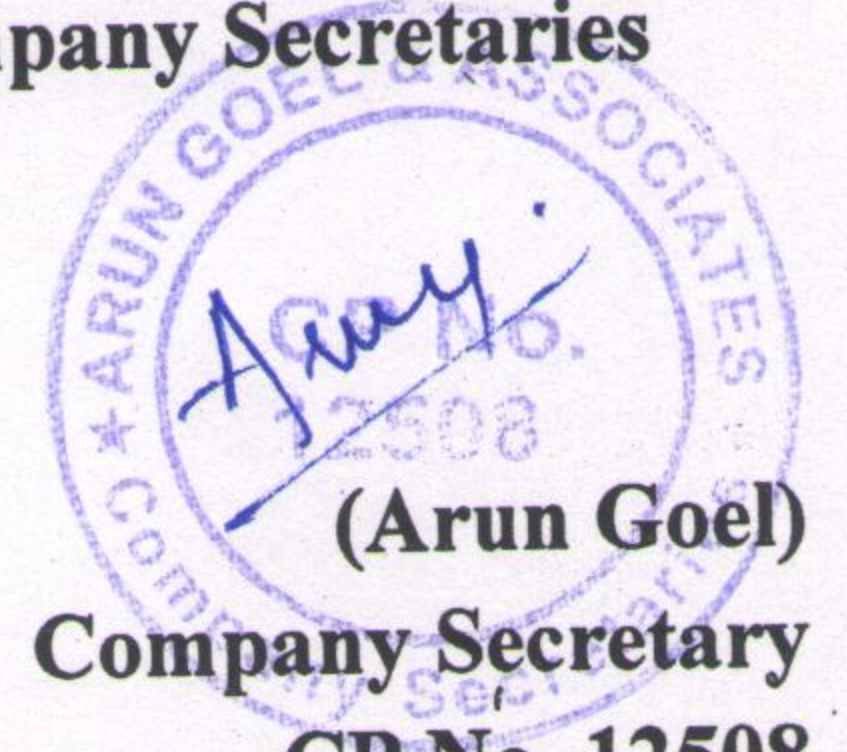
Mobile: - 09810165074, 08802444222

Email: -arun_goel89@yahoo.com; csarungoel@gmail.com

(d) This being the first reporting since the issue of notification so reporting on actions to comply with the observations made in the previous report does not arise.

Date: 23.05.2019
Place: Faridabad

For Arun Goel & Associates
Company Secretaries



(Arun Goel)
Company Secretary
CP No. 12508
M.No. F 9892