



May 11, 2023

**BSE Limited**

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

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G- Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai 400051  
NSE Symbol : SHALPAINTS

**Sub: Details of Voting Results along with Scrutinizer's Report of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014, approval of the shareholders was sought in the matter as contained in the Postal Ballot Notice dated April 07, 2023.

In this context, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results of Postal Ballot Notice are enclosed as per the prescribed format along with Scrutinizer's Report.

We request you to take note of the same and acknowledge the receipt of this letter.

Thanking you,

Yours faithfully,

**For Shalimar Paints Limited**

SHIKHA RASTOGI  
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by SHIKHA  
RASTOGI  
Date: 2023.05.11  
16:07:51 +05'30'

**Shikha Rastogi**

**Company Secretary**

Encl.: As Above



**Shalimar Paints Ltd.**

Corporate Office: 1<sup>st</sup> Floor, Plot No. 28, Sector 32, Gurugram - 122001, Haryana  
Regd. Office: Stainless Centre, 4<sup>th</sup> 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

**Details of E-voting Result**

Date of declaration of result of postal ballot	Thursday, May 11, 2023
Record Date (i.e. Cut-Off Date)	Friday, April 07, 2023
Total number of shareholders on <del>record date</del> / cut-off date i.e. 07.04.2023 for e-voting	22,523
No of shareholders present in the meeting either in person or through proxy: a) Promoters and Promoter Group b) Public	Not Applicable Not Applicable
No of shareholders attended the meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"):- a) Promoters and Promoter Group b) Public	Not Applicable Not Applicable

**AGENDA-WISE VOTING RESULTS**

**In case of E-voting**

The mode of voting for the resolution was remote e-voting.

Item No.	Details of the Agenda	Resolution required: (Ordinary/ Special)	Mode of voting: (E-voting/ <del>Physical Ballot</del> / <del>Poll</del> )	Remarks
1.	Appointment of Ms. Shan Jain (DIN: 09661574) as Non-Executive Independent Director of the Company	Special	Remote e-voting	The resolution was passed with requisite majority

Agenda - wise disclosure

Resolution No. 1 - Appointment of Ms. Shan Jain (DIN: 09661574) as Non-Executive Independent Director of the Company

Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,04,45,654	70.9159	2,04,45,654	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>2,04,45,654</b>	<b>70.9159</b>	<b>2,04,45,654</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	11,96,785	11,20,000	93.5841	11,20,000	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>11,20,000</b>	<b>93.5841</b>	<b>11,20,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	4,21,89,313	2,46,74,380	58.4849	2,46,73,840	540	99.9978	0.0022
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>2,46,74,380</b>	<b>58.4849</b>	<b>2,46,73,840</b>	<b>540</b>	<b>99.9978</b>	<b>0.0022</b>
<b>Total</b>		<b>7,22,16,926</b>	<b>4,62,40,034</b>	<b>64.0294</b>	<b>4,62,39,494</b>	<b>540</b>	<b>99.9988</b>	<b>0.0012</b>



Date: May 11, 2023

**SCRUTINIZER’S REPORT**

To,  
The Chairperson  
**Shalimar Paints Limited**  
Stainless Centre, 4th Floor, Plot No. 50,  
Sector 32, Gurugram – 122 001

[CIN: L24222HR1902PLC065611]

**Subject: Scrutinizer’s Report on Postal Ballot Process conducted pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and in terms of General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 respectively issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the SEBI Listing Regulations’).**

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of Shalimar Paints Limited (“**the Company**”) on April 07, 2023, I, Ankush Agarwal, Partner, MAKS & Co., Company Secretaries [FRN P2018UP067700], was appointed as Scrutinizer to receive, process and scrutinize the Postal Ballot process including voting only through electronic means, in a fair and transparent manner pursuant to provisions of Sections 108 and 110 of the Companies Act, 2013 (hereinafter referred to as ‘**Act**’) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and in accordance with Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereto including the MCA Circulars, w.r.t. the below mentioned Resolution to be passed by the members of the Company only through remote e-Voting facility provided by Central Depository Services (India) Limited, Authorized Agency, to provide remote e-voting facility.

S. No.	Type of Resolution	Particulars
1.	Special Resolution	Appointment of Ms. Shan Jain (DIN: 09661574) as Non-Executive Independent Director of the Company



1. In connection with the above referred matter, I submit my report as under:
  - 1.1 In terms of the MCA Circulars, Companies are advised to take all decisions requiring members' approval, other than items of Special business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. The Company had decided to conduct the Postal Ballot in accordance with provisions of MCA Circulars. Accordingly, in compliance with the requirements of the MCA Circulars, the physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were required to communicate their assent or dissent through the remote e-voting system only.
  - 1.2 The Company had completed the dispatch of Postal Ballot Notice by email on Monday, April 10, 2023 to all its shareholders whose names appeared in the Register of Members/List of Beneficial Owners as received from the Depositories, National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) on Friday, April 07, 2023 (hereinafter called as “Cut-off Date”) and who have registered their email addresses with the Company or Depository / Depository Participants.
  - 1.3 The Company had published post-dispatch of Postal Ballot Notice, advertisements regarding completion of dispatch of Postal Ballot notice to eligible members through e-mail in “The Financial Express” (All India Edition) in English and in “Jansatta” (Delhi Edition) in Hindi on Tuesday, April 11, 2023.
  - 1.4 The Remote E-voting period commenced on Tuesday, April 11, 2023 (9:00 A.M. IST) and ended on Wednesday, May 10, 2023 (5:00 P.M. IST) via e-voting Platform on the designated website of CDSL, Authorized Agency to provide remote e-voting facility, viz. [www.cdslindia.com](http://www.cdslindia.com).
  - 1.5 E-votes cast up to the close of working hours (i.e. 5:00 P.M. IST) on Wednesday, May 10, 2023 being the last date and time fixed by the Company for the receipt of the e-votes were considered for my scrutiny i.e. remote e-voting was not allowed after 5:00 P.M. IST on Wednesday, May 10, 2023 and voting portal of [www.cdslindia.com](http://www.cdslindia.com) was blocked forthwith. Further, on completion of remote e-voting, we unblocked the e-voting results on [www.cdslindia.com](http://www.cdslindia.com) and downloaded the results for my scrutiny and report.
  - 1.6 The total voting capital of the Company for determining the voting rights as on **Cut-Off Date** was Rs. 14,44,33,852/- (Rupees Fourteen Crore Forty Four Lakhs Thirty Three Thousand Eight Hundred Fifty Two Only) consisting of 7,22,16,926 (Seven Crore Twenty Two Lakhs Sixteen Thousand Nine Hundred Twenty Six) Equity Shares of Face Value Rs. 2/- (Rupees Two Only) each.
  - 1.7 The registers and all other related documents shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I will hand over these documents to the Company.
2. In accordance with the basis of acceptance and rejection and on proper scrutiny of all the postal ballot votes by e-voting, I report the results of Postal Ballot through E-voting only as under:



**MAKS & CO.**

Company Secretaries

FRN: P2018UP067700

O: 516, Wave Silver Tower, Sector 18, Noida – 201301

E: [services@forecoreprofessionals.com](mailto:services@forecoreprofessionals.com)

**DETAILS OF VOTING ON POSTAL BALLOT**  
*(Through Remote E-voting only)*

**RESOLUTION NO. 1:**

**APPOINTMENT OF MS. SHAN JAIN (DIN: 09661574) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

Special Resolution				
Particulars	Number of Valid Votes			Percentage of total net valid votes casted
	Postal Ballot	e-Votes	Total	
Assent	NA	4,62,39,494	4,62,39,494	99.999
Dissent	NA	540	540	0.001
<b>Total</b>	<b>NA</b>	<b>4,62,40,034</b>	<b>4,62,40,034</b>	<b>100.00</b>

Therefore, the Resolution No. 1, has been approved with requisite majority. The detailed break up of voting through e-voting in respect of the Resolution No. 1 is attached to this report & marked as **Annexure A**.

Having regards to the aforesaid scrutiny, I hereby report that:

- (i) The above Resolution No. 1 proposed by the Company through Postal Ballot has been carried /approved with requisite majority; and
  - (ii) I confirm that the complete Postal Ballot e-voting process has been conducted in a fair and transparent manner.
3. You may accordingly declare the results of the voting on Postal Ballot done through e-voting.

Thanking You.

Yours sincerely,

For **MAKS & Co.**,

**Company Secretaries**

[FRN P2018UP067700]

**Peer Review Certificate No.: 2064/2022**

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AGARWAL

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**Ankush Agarwal**

**Partner**

**Membership No: F9719**

**Certificate of Practice No: 14486**

**UDIN: F009719E000289647**

**Date: 11-05-2023**

**Place: Noida, U.P.**

**Countersigned by**

SHIKHA  
RASTOGI

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Date: 2023.05.11  
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**Chairman/Authorized  
Signatory**



**MAKS & CO.**

Company Secretaries

FRN: P2018UP067700

O: 516, Wave Silver Tower, Sector 18, Noida – 201301

E: [services@forecoreprofessionals.com](mailto:services@forecoreprofessionals.com)

**Annexure – A**

A detailed summary of the postal ballot result is given herein below:

**RESOLUTION NO. 1 - SPECIAL RESOLUTION**

**APPOINTMENT OF MS. SHAN JAIN (DIN: 09661574) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

<b>VOTING THROUGH E-VOTING</b>				
<b>Particulars</b>	<b>No. of shareholders</b>	<b>No. of Shares</b>	<b>Paid-up value of the Shares (In Rs.)</b>	<b>% of Total Paid-up Capital (Approx.)</b>
(a) Total Votes Received	130	4,62,40,034	9,24,80,068	64.029
(b) Less: Abstained	0	0	NA	NA
(c) Net Valid Votes	130	4,62,40,034	9,24,80,068	64.029
(d) Votes with Assent	117	4,62,39,494	9,24,78,988	64.029
(e) Votes with Dissent	13	540	1080	0.001

**ANKUSH  
AGARWAL**

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