

January 11, 2024

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| To, The Managing Director National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1 G-Block, Bandra-Kurla Complex, Bandra (E) Mumbai – 400051 NSE Symbol-SIRCA | To, The General Manager BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 BSE Scrip Code: 543686 |
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SUB: SUBMISSION OF VOTING RESULT UNDER REGULATION 44 OF THE OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (SEBI LISTING REGULATIONS, 2015)

Dear Sir / Madam,

In continuation to our letter dated December 07, 2023, the Members of the Company on January 09, 2024, have approved the resolution for appointment of Mr. Aman Arora (**DIN: 10328333**) as a Non-executive Independent Director for a term of five consecutive years with effect from November 11, 2023 up to November 10, 2028, through Postal Ballot.

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we hereby submit the result of the e-voting for the resolution as specified in the Postal Ballot Notice dated November 11, 2023. The e-voting for Postal Ballot commenced on December 11, 2023 at 9.00 a.m. (IST) and concluded on January 09, 2024 at 5.00 p.m. (IST). The said resolution was passed with the requisite majority. The resolution is deemed to be passed on the last date of the e-voting, i.e., **January 09, 2024**. The Report of the Scrutiniser viz., Mr. Rohit Verma, Practicing Company Secretary, is enclosed herewith.

Further, the same will also be uploaded on the website of the Company at <https://www.sircapaints.com/> and website of the Company registrar and transfer agent (RTA) i.e. KFin Technologies Limited at <https://ris.kfintech.com> You are requested to take the above information on record.

Thanking You.

Yours faithfully,

For Sirca Paints India Limited

Hira Kumar
Company Secretary & Compliance Officer

Encl: As above



ROHIT VERMA & ASSOCIATES
(Company Secretaries)

*Regd. Office: - 506, LGF, Sector-38, Medicity,
Islampur Colony, Gurugram, Haryana-122002*

Contact No. : 91-9897125686

E-Mail: rohit.verma2388@gmail.com

REPORT OF SCRUTINIZER

The Chairman

Sirca Paints India Limited

CIN: L24219DL2006PLC145092

G-82 KIRTI NAGAR, West Delhi, India, 110015

Sub: Scrutinizer's Report on the Postal Ballot conducted through remote e-voting facility pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, in respect of passing of a Special Resolution as set out in the Postal Ballot Notice dated 11th November, 2023.

Dear Sir,

I, Rohit Verma, Practising Company Secretary, have been appointed as the Scrutinizer by Sirca Paints India Limited ("the Company") for scrutinizing the postal ballot conducted through remote e-voting facility in a fair and transparent S provisions of Sections 110 and 108 of the Companies Act, 2013 (the 'Act') read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 (the 'Management Rules'), Secretarial Standard-2 on General Meetings (the 'SS-2'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the 'MCA'), vide General Circular No. 09/2023 issued on 25 September, 2023 read along with other connected circulars issued from time to time in this regard (the 'MCA Circulars') and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time).

Responsibility of the Management

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder including MCA Circulars issued by MCA relating to conducting Postal Ballot through remote e-voting facility on the resolution as set out in the Notice. As per the MCA Circulars, the Company is advised to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot through remote e-voting facility 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 Management of the Company is also responsible for ensuring compliance in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time relating to voting done by means of postal ballot through remote e-voting facility on the resolution as set out in the Notice.

In accordance with the MCA Circulars, the Company has sent the Notice only through electronic mode. Accordingly, the communication of the 'Assent' and 'Dissent' of the members took place through the remote e-voting facility only.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the postal ballot conducted through remote e-voting facility is to ensure that the voting process is conducted in a fair and transparent manner and is restricted/ limited to issuance of the Scrutinizers' Report on the votes cast as "Assent" or "Dissent" / "For" or "Against" for the Special Resolution stated in the Notice and ascertaining the requisite majority thereon, based on the reports generated from the electronic

voting facility provided by KFin Technologies Limited ('Kfin' or 'Kfintech'), Registrar and Share Transfer Agents (RTA) of the Company providing remote e-voting facility.

The Notice along with Explanatory Statement under Section 102 of the Act, was sent by the Company only through electronic mode to those members whose email addresses were registered with the Company/ Depository Participant(s) as on Friday, 1st December, 2023 ("cut-off date"). Further, the Company vide the Postal Ballot Notice dated 11th November, 2023 had also requested its members to register their email addresses with the Registrar and Share Transfer Agent of the Company. The members holding shares as on the cut-off date were entitled to vote on the proposed resolution as set out in the Notice.

I submit my report as under:

- i. The Company completed the dispatch of Notice (for the process of remote e-voting), only through electronic mode to members whose e-mail addresses were registered with the Company/ Depository Participant(s) and whose name(s) appeared in the Register of Members/ Register of Beneficial Owners as on the cut-off date.
- ii. An advertisement regarding Notice/ remote e-voting was published in the newspapers i.e., English Daily "Financial Express" (Delhi Edition) and Hindi Daily "Jansatta" (Delhi Edition) on 8th December, 2023.
- iii. The members have cast their votes through remote e-voting facility on the designated website URL: (<https://evoting.kfintech.com/>).
- iv. The remote e-voting for postal ballot process commenced on 11th December, 2023 (9.00 a.m. IST) and ended on, 09th January, 2024 (5.00 p.m. IST).
- v. All the votes received upto 5:00 P.M. on 9th January, 2024, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny. The remote e-voting facility was disabled by 'Kfintech' immediately thereafter.
- vi. A total number of 181 members have cast their vote on the e-voting platform.
- vii. The results of remote e-voting were unblocked by me, by accessing the data downloaded by me from the website of 'Kfintech' (<https://evoting.kfintech.com/>). The votes were then unblocked by me at 5:42 P.M. on 09th January, 2024, in the presence of two witnesses, Mr. Sumit Kumar & Mr. Shivam Kumar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Nitish Sharma
Address: Gurugram



Name: Shivam Kumar
Address: Gurugram

- viii. The votes cast through remote e-voting facility on the Postal Ballot, as downloaded from the 'Kfintech' website were duly scrutinized.
- ix. The particulars of postal ballot received from members in e-voting report generated from 'Kfintech' have been entered in a separate Register maintained for the purpose.

- x. The report on results of the remote e-voting facility for postal ballot is as under:

**SPECIAL RESOLUTION FOR APPOINTMENT OF MR. AMAN ARORA (DIN: 10328333) AS AN
INDEPENDENT DIRECTOR OF THE COMPANY.**

a) Voted "in favour" of the Resolution:

| Number of members voted | Number of valid votes cast by them (Shares) | % of total number of valid votes cast |
|-------------------------|---|---------------------------------------|
| 172 | 41739235 | 99.9989% |

b) Voted "against" the Resolution:

| Number of members voted | Number of valid votes cast by them (Shares) | % of total number of valid votes cast |
|-------------------------|---|---------------------------------------|
| 8 | 427 | 0.0010% |

c) Voted "abstained" the Resolution:

| Number of members voted | Number of valid votes cast by them (Shares) |
|-------------------------|---|
| 1 | 90 |

d) Invalid votes:

| Number of members whose votes were declared invalid | Number of Invalid Votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

- xi. Based on the aforesaid result, I report that the Special Resolution as set out in the Notice dated 11th November, 2023, has been passed with the requisite majority. You may accordingly declare the result of remote e-voting facility for postal ballot.

Thanking you,
Yours faithfully,



Rohit Verma,
Practicing Company Secretary
(M. No. 34764)
(COP No.: 20729)
UDIN: A034764E003183272

Place: DELHI
Dated: 11/01/2024

Countersign
For Sirca Paints India Limited

For SIRCA PAINTS INDIA LIMITED

Sanjay
Chairman Cum Managing Director

Sanjay Agarwal
DIN: 01302479
Chairman Cum Managing Director

| Voting results | |
|--|------------|
| Record date | 01-12-2023 |
| Total number of shareholders on record date | 51737 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of resolution passed in the meeting | 1 |
| Disclosure of notes on voting results | |



| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | APPOINTMENT OF MR. AMAN ARORA (DIN: 10328333) AS AN INDEPENDENT DIRECTOR OF THE COMPANY | | | | |
| 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 | 37022020 | 37022020 | 100 | 37022020 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 37022020 | 37022020 | 100 | 37022020 | 0 | 100 |
| Public- Institutions | E-Voting | 1169782 | 1097878 | 93.8532 | 1097878 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1169782 | 1097878 | 93.8532 | 1097878 | 0 | 100 |
| Public- Non Institutions | E-Voting | 16616998 | 3619764 | 21.7835 | 3619337 | 427 | 99.9882 | 0.0118 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 16616998 | 3619764 | 21.7835 | 3619337 | 427 | 99.9882 |
| Total | | 54808800 | 41739662 | 76.155 | 41739235 | 427 | 99.999 | 0.001 |
| Whether resolution is Pass or Not. | | | | | | | | Yes |
| Disclosure of notes on resolution | | | | | | | | |

