



**SHALIMAR
PAINTS**

September 28, 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: Disclosure of Voting Results with Scrutinizer Report under the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the 117th Annual General Meeting (“AGM”) of the Company was held on Thursday, September 26, 2019 at 4:00 p.m. at Nirvana Patio Club, Nirwana Community Ground, Opposite Court Yard Market, Nirvana Country, Southcity-2, Sec-50, Gurugram, Haryana -122001 and business(es) as mentioned in the Notice dated August 12, 2019 convening the AGM were transacted there at.

In this regard, please find enclosed the following:


Voting results of the AGM pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Annexure-I
Consolidated Report of the Scrutinizer dated September 26, 2019, on remote e-voting and voting through Ballot forms at the AGM	Annexure-II

The above results will be available on the website of the Company (www.shalimarpaints.com)

This is for your information and record.

Thanking You,

For **Shalimar Paints Limited**


(Gautam)
Company Secretary



Encl: a/a



**SHALIMAR
PAINTS**

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**

Annexure-I

**VOTING RESULTS OF THE 117TH AGM PURSUANT TO REGULATION 44 OF SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015**

DATE OF AGM	26September,2019
Total No. of shareholders as on Record Date	15790
No of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoters Group	23
Public	37
No of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoters Group	Not Applicable
Public	



**SHALIMAR
PAINTS**

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

Item No. 1		To receive, consider and adopt						
		<p>a. The audited standalone financial statements of the Company for the financial year ended on 31st March, 2019, the Reports of Board of Directors and Auditors thereon, and</p> <p>b. The audited consolidated financial statements of the Company for the financial year ended on 31st March, 2019 and the Report of the Auditors thereon.</p>						
Resolution required: (Ordinary/ Special)		Ordinary						
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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28830828	28830728	100.00	28830728	0	99.9997	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		28830828	28830728	99.9997	28830728	0	99.9997
Public - Institutional holders	E-Voting	2617298	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		2617298	0	0.0000	0	0	0.0000
Public - Non Institutional holders	E-Voting	22852133	7050	0.0309	4050	3000	57.4468	42.5532
	Poll		1835557	8.0323	1835542	15	99.9992	0.0008
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		22852133	1842607	8.0632	1839592	3015	99.8364
G-TOTAL		54300259	30673335	56.4884	30670320	3015	99.9902	0.0098



Item No. 2		Re-appointment of Mr. Ashok Kumar Gupta (DIN: 01722395) as a director liable to retire by rotation.						
Resolution required: (Ordinary/ Special)		Ordinary						
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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28830828	22830728	100.00	22830728	0	99.9997	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	28830828	22830728	99.9997	22830728	0	99.9997	0.0000
Public - Institutional holders	E-Voting	2617298	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	2617298	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutional holders	E-Voting	22852133	7050	0.0309	3880	3170	55.0355	44.9645
	Poll		8557	0.0374	8542	15	99.8247	0.1753
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	22852133	15607	0.0683	12422	3185	79.5925	20.4075
G-TOTAL		54300259	28846335	53.1238	28843150	3185	99.9890	0.0110



Item No. 3	Appointment of Ms. Urvi Jindal (DIN: 08461065) as Non- Executive, Non Independent Director of the Company							
Resolution required: (Ordinary/Special)	Ordinary							
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	28830828	0	-	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		28830828	0	0.0000	0	0	0.0000
Public - Institutional holders	E-Voting	2617298	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		2617298	0	0.0000	0	0	0.0000
Public - Non Institutional holders	E-Voting	22852133	7050	0.0309	3900	3150	55.3191	44.6809
	Poll		1835557	8.0323	1835542	15	99.9992	0.0008
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL		22852133	1842607	8.0632	1839442	3165	99.8282
G-TOTAL		54300259	1842607	3.3934	1839442	3165	99.8282	0.1718



Item No. 4	Appointment of Mr. Ashok Kumar Agarwal (DIN: 08154563) 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28830828	28830728	100.00	28830728	0	99.9997	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	28830828	28830728	99.9997	28830728	0	99.9997	0.0000
Public - Institutional holders	E-Voting	2617298	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	2617298	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutional holders	E-Voting	22852133	7050	0.0309	3900	3150	55.3191	44.6809
	Poll		1835557	8.0323	1835542	15	99.9992	0.0008
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	22852133	1842607	8.0632	1839442	3165	99.8282	0.1718
G-TOTAL		54300259	30673335	56.4884	30670170	3165	99.9897	0.0103



Annexure-II

MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT FOR E-VOTING AND POLL OF SHALIMAR PAINTS LIMITED
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman,
The 117th Annual General Meeting
Of the Equity Shareholder of Shalimar Paints Limited

Sub: Result of Voting conducted through electronic voting and poll conducted at the 117th AGM of Shalimar Paints Limited held on September 26th, 2019 at 04.00 P.M. at Nirvana Patio Club, Nirvana Community Ground, Opposite Court Yard Market, Nirvana Country, South City-2, Sector-50, Gurugram, Haryana -122002

Dear Sir,

I, Manisha Rawat, Practicing Company Secretary having office at B-603, Gayatri Apartments, Plot No.27, Sector-10, Dwarka, Delhi-110075 was appointed as a Scrutinizer by the Board of Directors of Shalimar Paints Limited (the Company) at the Board Meeting held on August 12, 2019 for the purpose of scrutinizing the e-voting held between Monday, September 23, 2019 (9:00 am IST) and ends on Wednesday, September 25, 2019 (5:00 pm IST) and the Poll taken on resolutions at the 117th AGM of Shalimar Paints Limited held on September 26, 2019 at 04.00 P.M. at Nirvana Patio Club, Nirvana Community Ground, Opposite Court Yard Market, Nirvana Country, South City-2, Sector-50, Gurugram, Haryana-122002.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means and voting by ballot paper by the shareholders on the resolutions proposed in the Notice of the 117th Annual General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by physical ballot paper, at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of physical voting through ballot paper, at AGM.

I hereby report as under:

Page | 1

Office address: B-603, Gayatri Apartments, Plot No.27, Sector-10, Dwarka, Delhi-110075
Email : manisharawatfcs@gmail.com; mrawatandassociates@gmail.com; ☎: +91-9999016929



1. The Company had dispatched Notice of the 117th Annual General Meeting, the Annual Report 2018-2019, Attendance Slip & Proxy Form to 15,851 Shareholders as per the records of the Company as on August 23, 2019 through Email and registered post.
2. As prescribed in clause (v) of sub rule 3 of the rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, published in English in 'Financial Express' dated September 04, 2019 and in Hindi in 'Jansatta' dated September 04, 2019.
3. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company had provided the facility of electronic voting to 15,790 shareholders to cast votes electronically and also at the 117th AGM by means of poll through ballot paper. The entitlement to voting by equity Shareholders was determined on the basis of shareholding as on cut-off date i.e. September 19, 2019.
4. The Company extended the facility of electronic voting to the shareholders of the Company from Monday, September 23, 2019 (9:00 am IST) to Wednesday, September 25, 2019 (5:00 pm IST) through the Central Depository Services (India) Ltd. ("CDSL") being the service provider for providing the facility of e-voting to the shareholders on their website <https://www.evotingindia.com>.
5. At the 117th AGM of the Company held on 26th September, 2019, the Chairman of the Company called for a Poll through ballot paper to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the physical ballot voting. The Board of Directors of the Company had appointed me as Scrutinizer for the same.
6. The e-voting results were unblocked by me on 26th September, 2019 at 05:07 PM in the presence of two witnesses Mr. Puneet Kumar Singh and Mr. Puneet Jain.
7. Based on the reports generated from the e-voting system provided by CDSL and votes casted on Poll through ballot paper, I submit the consolidated results of e-voting and Poll through ballot paper, as under:



a) As an Ordinary Resolution- Item No.1

To consider and adopt:

- a. the audited standalone financial statements of the Company for the financial year ended on 31st March, 2019, the Reports of the Board of Directors and Auditors thereon, and
 b. the audited consolidated financial statements of the Company for the financial year ended on 31st March, 2019 and the Report of the Auditors thereon.

MODE	BALLOTS /E-VOTERS	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT/ E-VOTERS	NO.OF SHARES	BALLOT/ E-VOTERS	NO. OF SHARES	BALLOT/ E-VOTERS	NO.OF SHARES
1	2	3	4	5	6	7	8	9
ELEC.	47	28837778	0	0	46	28834778	1	3000
PHY.	31	1914057	1	78500	29	1835542	1	15
TOTAL	78	30751835	1	78500	75	30670320	2	3015

Total Valid shares (3-5) = 30673335

Votes in Favour (% of Total Valid shares) = 99.99%

Votes in Against (% of Total Valid shares) = 0.01 %

Abstain/Invalid: 1 Ballot (78500 Votes)

b) As an Ordinary Resolution- Item No.2

Re-appointment of Mr. Ashok Kumar Gupta as a director liable to retire by rotation

MODE	BALLOTS /E-VOTERS	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT/ E-VOTERS	NO.OF SHARES	BALLOT/ E-VOTERS	NO. OF SHARES	BALLOT/ E-VOTERS	NO.OF SHARES
1	2	3	4	5	6	7	8	9
ELEC.	47	28837778	0	0	44	28834608	3	3170
PHY.	31	1914057	2	1905500	28	8542	1	15
TOTAL	78	30751835	2	1905500	72	28843150	4	3185

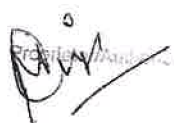
Total Valid shares (3-5) = 28846335

Votes in Favour(% of Total Valid shares) = 99.99%

Votes in Against (% of Total Valid shares) = 0.01%

Abstain/Invalid: 2 Ballot (1905500 Votes)

For Manisha Rawat & Associates
 Company Secretary



Page 13

c) As an Ordinary Resolution- Item No.3:

Appointment of Ms. Urvi Jindal (DIN: 08461065) as Non-Executive cum non-Independent Director of the Company

MODE	BALLOTS /E-VOTERS	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT/ E-VOTERS	NO.OF SHARES	BALLOT/ E-VOTERS	NO. OF SHARES	BALLOT/ E-VOTERS	NO.OF SHARES
1	2	3	4	5	6	7	8	9
ELEC.	47	28837778	30	28830728	15	3900	2	3150
PHY.	31	1914057	1	78500	29	1835542	1	15
TOTAL	78	30751835	31	28909228	44	1839442	3	3165

Total Valid shares (3-5) = 1842607
 Votes in Favour (% of Total Valid shares) = 99.83%
 Votes in Against (% of Total Valid shares) = 0.17%
 Abstain/Invalid: 31 Ballot (28909228 Votes)

d) As an Special Resolution: Item No.4

Appointment of Mr. Ashok Kumar Aggarwal (DIN: 08154563) as Non-Executive Independent Director of the Company

MODE	BALLOTS /E-VOTERS	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT/ E-VOTERS	NO.OF SHARES	BALLOT/ E-VOTERS	NO. OF SHARES	BALLOT/ E-VOTERS	NO.OF SHARES
1	2	3	4	5	6	7	8	9
ELEC.	47	28837778	0	0	45	28834628	2	3150
PHY.	31	1914057	1	78500	29	1835542	1	15
TOTAL	78	30751835	1	78500	74	30670170	3	3165

Total Valid shares (3-5) = 30673335
 Votes in Favour (% of Total Valid shares) = 99.99%
 Votes in Against (% of Total Valid shares) = 0.01%
 Abstain/Invalid: 1 Ballot (78500 Votes)

(Handwritten signature and stamp)

Based on the above, all the above Resolutions stand passed under e-voting and poll through ballot paper, with the requisite majority.

I hereby confirm that I am maintaining the Registers in respect of the votes cast through e-voting and poll along with physical ballot papers. I shall be arranging to hand over these records to Mr. Gautam, Company Secretary for safe keeping.

Thanking you,
Yours faithfully
For Manisha Rawat & Associates
Company Secretaries



Manisha Rawat
Proprietor
Membership No.:F7288
COP No. : 15073

Place: New Delhi
Date: September 27, 2019



Signed by Mr. Gautam
Company Secretary