

March 29, 2023

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: OUTCOME OF BOARD MEETING HELD ON 29TH MARCH, 2023

Dear Sir/Ma'am,

In terms of Regulations 30 of the Listing Regulations, we wish to inform you that the Board of Directors of the Company has, at its meeting held today, i.e., on Wednesday, March 29, 2023, which commenced at **03:00 P.M.** and concluded at **4:00 P.M.**, inter alia, considered and approved the following:

1. Increase in the Authorized Share Capital of the Company from **Rs. 32,00,00,000/- (Rupees Thirty-Two Crore only) to Rs. 60,00,00,000/- (Rupees Sixty Crore only)** and corresponding amendment to the Clause V of Memorandum of Association of the Company, subject to approval of Members through Postal Ballot as per Section 110 of the Companies Act, 2013
2. The Board has recommended the issue of **Bonus Shares in the ratio of 1 :1** i.e. 1 (One) Bonus equity share of Rs.10/- each for every 1 (One) fully paid-up equity share of Rs. 10/- each held by the Members of the Company as on the Record Date, subject to approval of the Members of the Company. Information as per regulation 30 of SEBI (LODR) Regulations, 2015 is enclosed herewith.

The Board has fixed Record Date for reckoning eligible shareholders entitled to receive bonus shares, as stated below:

Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed Wednesday, May 11, 2023 as the Record Date, for the purpose of ascertaining the eligibility of shareholders entitled for issuance of Bonus Equity Shares in the proportion of 1 (One) Equity Shares of Rs. 10/-each for every 1 (One) existing Equity Shares of Rs. 10/- each, subject to the approval of Members, which is being obtained through Extra Ordinary General Meeting.

The detailed disclosure for Bonus issue as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, is attached as **Annexure-I**;

3. Appointment of M/s. Jatin Aggarwal & Associates, Practicing Company Secretaries (**FRN: S2020HR742400**) as Secretarial Auditors of the Company to conduct the Secretarial Audit for the financial year 2022-23.

Disclosures required pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated 09th September, 2015 is enclosed as **Annexure - II**.

4. Authorized conducting of the postal ballot process for seeking consent of members of the Company for the Resolutions as set out in the postal ballot Notice, approved the postal ballot notice and other matters incidental thereto
5. Appointment of Mr. Gurvinder Singh (M/s Gurvinder Singh & Associates, FRN: 033157N) Practicing Chartered Accountant for conducting the Postal Ballot / e-voting process in a fair and transparent manner.

Further in accordance with provision of **Regulation 46 of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015**, the said information will also be available on the **company website at www.sircapaints.com**

This is for your information and records

Thanking you,

Yours faithfully

For Sirca Paints India Limited

Suraj Singh
Company Secretary & Compliance Officer

Encl: As above

Annexure-I

As per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below disclosure regarding issue of bonus shares:

Sr. no	Particulars	Description
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2.	Type of Issuance	Bonus Shares
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Rs. 27,40,44000/- (Rupees Twenty Seven Crore Forty Lacs Forty Four thousand Only)
4.	Whether bonus is out of free reserves created out of profits or share premium account	The bonus equity shares will be issued out of free reserves and/or securities premium account of the company available as at March 31, 2022
5.	Bonus ratio	1 (One) Bonus equity share of Rs. 10/- each for every 1 (One) fully paid-up equity shares of Rs. 10/- each held as on a record date.
6.	Details of share capital - pre and post bonus issue	<u>Pre-Bonus paid-up share capital</u> Rs. 27,40,44,000/- (Rupees Twenty-Seven Crore Forty Lacs Forty-Four Thousand Only) divided into 2,74,04,400 (Two Crore Seventy Four Lakhs Four Thousand Four Hundred) Equity Shares of Rs. 10/- each <u>Post-Bonus paid-up share capital</u> Rs. 54,80,88,000/- (Rupees Fifty-Four Crore Eighty Lacs Eighty-Eight Thousand Only) divided into 5,48,08,800/- (Five Crore Forty Eight Lakhs Eight Thousand Eight Hundred) equity shares of Rs. 10/- each
7.	Free reserves and/ or share premium required for implementing the bonus issue	Securities Premium-Rs. 8373.28 Lakhs General reserve- Rs. 11373.19 Lakhs
8.	Free reserves and/or share premium available for capitalization and the date as on which such balance is available	As on 31st March, 2022, the Free Reserves premium and Securities Premium is Rs. 19746.47 Lakhs
9.	Whether the aforesaid figures are audited	Yes
10.	Estimated date by which such bonus shares would be credited/dispatched	Within 2 months from the date of Board by 29th May, 2023

Annexure-II

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. CIR/CFD/ CMD /4/2015 dated 9th September, 2015.

Sr. No.	Particulars	Description
1.	Reason for Change Viz., Appointment, Resignation removal, death-or-otherwise:	Appointment: to Comply with the Companies Act, 2013 and the requirements under the SEBI (LODR) Regulations, 2015
2.	Date of Appointment	March 29, 2023
3.	Term of Appointment	For the Financial Year 2022-23
4.	Brief Profile	<p>Mr. Jatin Aggarwal (M/s Jatin Aggarwal & Associates) is a Practicing Company Secretary bearing Certificate of Practice no. 23318 with experience of more than 3 years in advising various Companies on Company Law and Secretarial Matters, Due Diligence, Certification of Annual Return and other E-forms and filing of various returns with the Office of Registrar of Companies.</p> <p>Professional Practice also includes issue of Compliance Certificates, liaison with various officials in the Office of Registrar of Companies/ RBI/ Regional Director/NCLT.</p>
5.	Disclosure of relationships between directors (in case of Appointment of a director)	Not Applicable