



**SHALIMAR
PAINTS**

September 30, 2020

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- Details of Voting Results along with Scrutinizer's Report at 118th Annual General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results of the business transacted at the 118th Annual General Meeting (AGM) of the members of the Company, held on Tuesday, 29th September, 2020 at 12:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") along with Scrutinizers Report on remote e-voting and e-voting are enclosed as per the prescribed format.

We request you to kindly take the same on records and acknowledgement receipt.

This is for your information and records.

Thanking you

Yours Faithfully

For Shalimar Paints Limited


(Gautam)
Company Secretary



**SHALIMAR
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.

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 Voting Result

DATE OF AGM	Tuesday, 29 September 2020
Total No. of shareholders as on Record Date (22/09/2020)	22693
No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	Not Applicable Not Applicable
No of shareholders attended the meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"):- Promoters and Promoters Group Public	19 40

AGENDA-WISE VOTING RESULTS

In case of Remote e-voting/e-voting at Annual General Meeting ("AGM")

The mode of voting for all resolution was remote e-voting and e-voting conducted at the meeting.

Item No.	Detail of the Agenda	Resolution required: (Ordinary/Special)	Mode of voting: (E-voting/ Physical Ballot / Poll)	Remarks
1.	To receive, consider and adopt a) The audited standalone financial statements of the Company for the financial year ended on 31st March, 2020, the Reports of Board of Directors and Auditors thereon, and b) The audited consolidated financial statements of the Company for the financial year ended on 31st March, 2020, the Reports of Auditors thereon.	Ordinary	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority.
2.	To appoint a Director in place of Mr. Ashok Kumar Gupta (DIN: 01722395), who retires by rotation and being eligible, Offers himself for re-appointment.	Ordinary	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority.

3.	Appointment of Mr. Sanjay Kumar Gupta (DIN : 07579756) as Non-Executive Independent Director of the company	Ordinary	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority.
4.	Appointment of Ms. Shruti Srivastava (DIN: 08697973) as Non-Executive Independent Director of the company	Ordinary	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority.
5.	Re-appointment of Mr. Alok Perti (DIN: 00475747) as Non-Executive Independent Director for a second term of three consecutive years	Special	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority.



Detail of the Agenda:

Item No. 1	a) The audited standalone financial statements of the Company for the financial year ended on 31st March, 2020, the Reports of Board of Directors and Auditors thereon, and b) The audited consolidated financial statements of the Company for the financial year ended on 31st March, 2020, the Reports of Auditors thereon.									
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	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100			
	Poll	22330386	21978386	98.42	21978386	0	98.4237	0.0000		
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	22330386	21978386	98.4237	21978386	0	98.4237	0.0000		
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll	1964082								
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	1964082	0	0.0000	0	0	0.0000	0.0000		
Public - Non Institutional holders	E-Voting		6523370	21.7404	6523366	4	99.9999	0.0001		
	Poll	30005791	4476	0.0149	4476	0	100.0000	0.0000		
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	30005791	6527846	21.7553	6527842	4	99.9999	0.0000		
G-TOTAL		54300259	28506232	52.4974	28506228	4	100.0000	0.0000		



Item No. 2	To appoint a Director in place of Mr. Ashok Kumar Gupta (DIN: 01722395), who retires by rotation and being eligible, offers himself for re-appointment.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?										
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		21978386	98.42	21978386	0	98.4237	0.0000		
	Poll	22330386								
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	22330386	21978386	98.4237	21978386	0	98.4237	0.0000		
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll	1964082								
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	1964082	0	0.0000	0	0	0.0000	0.0000		
Public - Non Institutional holders	E-Voting		6523370	21.7404	6520364	3006	99.9539	0.0461		
	Poll	30005791	4476	0.0149	4476	0	100.0000	0.0000		
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	30005791	6527846	21.7553	6524840	3006	99.9540	0.0460		
G-TOTAL		54300259	28506232	52.4974	28503226	3006	99.9895	0.0105		



APPOINTMENT OF MR. SANJAY KUMAR GUPTA (DIN: 07579756) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

Item No. 3	APPOINTMENT OF MR. SANJAY KUMAR GUPTA (DIN: 07579756) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?										
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		21978386	98.42	21978386	0	98.4237	0.0000		
	Poll									
	Postal Ballot (if Any)	22330386	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	22330386	21978386	98.4237	21978386	0	98.4237	0.0000		
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll									
	Postal Ballot (if Any)	1964082	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	1964082	0	0.0000	0	0	0.0000	0.0000		
Public - Non Institutional holders	E-Voting		6523370	21.7404	6523364	6	99.9999	0.0001		
	Poll		4476	0.0149	4476	0	100.0000	0.0000		
	Postal Ballot (if Any)	30005791	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	30005791	6527846	21.7553	6527840	6	99.9999	0.0001		
G-TOTAL		54300259	28506232	52.4974	28506226	6	100.0000	0.0000		



Item No. 4 APPOINTMENT OF MS. SHRUTI SRIVASTAVA (DIN: 08697973) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		21978386	98.42	21978386	0	98.4237	0.0000
	Poll	22330386						
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	22330386	21978386	98.4237	21978386	0	98.4237	0.0000
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	1964082						
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	1964082	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutional holders	E-Voting		6523370	21.7404	6523362	8	99.9999	0.0001
	Poll	30005791	4476	0.0149	4476	0	100.0000	0.0000
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	30005791	6527846	21.7553	6527838	8	99.9999	0.0001
G-TOTAL		54300259	28506232	52.4974	28506224	8	100.0000	0.0000



Item No. 5 RE-APPOINTMENT OF MR. ALOK PERTI (DIN: 00475747) AS NON-EXECUTIVE INDEPENDENT DIRECTOR FOR A SECOND TERM OF THREE CONSECUTIVE YEARS.

Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?								
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		21978386	98.42	21978386	0	98.4237	0.0000
	Poll	22330386						
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	22330386	21978386	98.4237	21978386	0	98.4237	0.0000
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	1964082						
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	1964082	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutional holders	E-Voting		6523370	21.7404	6520362	3008	99.9539	0.0461
	Poll	30005791	4476	0.0149	4476	0	100.0000	0.0000
	Postal Ballot (if Any)		0	0.0000	0	0	0.0000	0.0000
	TOTAL	30005791	6527846	21.7553	6524838	3008	99.9539	0.0461
G-TOTAL		54300259	28506232	52.4974	28503224	3008	99.9894	0.0106





Consolidated Report of Scrutinizer

[Pursuant to Section 108,109 of the Companies Act, 2013 and Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR)Regulations, 2015]

To,

The Chairman of 118th Annual General Meeting of the Members of
Shalimar Paints Limited

Held on Tuesday, the 29th day of September, 2020,
at 12:30 P.M.,

Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") Facility.

Deemed Venue: Stainless Centre, 4th Floor, Plot No. 50, Sector-32, Gurugram,
Haryana – 122001.

Report on remote e-voting and e-Voting conducted at 118th Annual General Meeting ("AGM") of the members of Shalimar Paints Limited ("the Company"), held on Tuesday, the 29th day of September, 2020 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") Facility.

1. Appointment as Scrutinizer:

I was appointed as the Scrutinizer for conducting the remote e-voting as well as the e-voting by Members at Annual General Meeting, in pursuance of the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (management And Administration) Rules, 2014 as substituted by the Companies (Management And Administration) Amendment Rules, 2016 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, at the 118th Annual General Meeting (AGM) of "Shalimar Paints Limited" ("Company") held on Tuesday, the 29th day of September, 2020 at 12:30 PM through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") Facility at deemed venue of Stainless Centre, 4th Floor, Plot No. 50, Sector –32, Gurugram, Haryana - 122001.

2. Agency:

The Company had appointed Central Depository Services Limited (CDSL) as the agency for providing the remote e-Voting platform and e-voting at the AGM. The Service provider accordingly has set up e-voting facility on their website www.evotingindia.com.



3. Dispatch of Notice convening the Meeting

3.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 08th April, 2020, 13th April, 2020 and 05th May, 2020 respectively issued by the Ministry of Corporate Affairs, advertisements were published in All India Edition of Financial Express (English Newspaper) and Delhi Edition of Jansatta (vernacular language newspaper) having electronic editions on 4th September, 2020 and 05th September, 2020 respectively specifying the date and time of AGM, availability of the notice of Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and DEMAT) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

3.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 04th September, 2020.

3.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by BEETAL Financial & Computer Services Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz. Central Depository Services (India) Limited ("CDSL"), the Company completed dispatch of Notice of AGM:

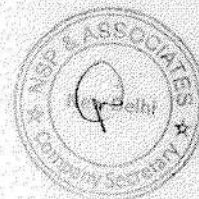
3.3.1 On 04th September, 2020 by E-Mail to members who had already registered their email ids with the Company/Depositories.

4. Cut-off date:

The voting rights were reckoned as on 22nd September, 2020, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.

5. Remote E-voting:

Remote e-Voting platform was open from 26th September, 2020 at 10.00 A.M. and ends on 28th September, 2020 at 5.00 P.M. (IST) and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by CDSL.



6. Voting at the AGM:

- 6.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of ensuring that Members who have cast their votes through remote e-Voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of General Meeting, to only such details related to Members who have cast their votes through e-Voting, such as their names, DP Id/Client Id, folios, number of shares held but not the manner in which they have voted.
- 6.2 Accordingly, CDSL, the remote e-Voting Agency provided us with the names, DP Id/Client Id, folios, shareholding of the Members who had cast their votes through remote e-Voting.
- 6.3 In line with the provisions of the Companies Act, 2013 and in term of the clarification issued by MCA, voting by show of hands was not conducted at the General Meeting as e-voting was offered to the member.

7. Counting Process:

- 7.1 On Completion of voting at the meeting, BEETAL Financial & Computer Services Private Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of Members who had cast their votes, their holding details and details of vote cast on each of the resolution provided by the CDSL.
- 7.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorization/ proxies lodged with the Company.

8. Results:

8.1 I observed that:

- 8.1.1 3 Members had cast their votes through e-voting during the AGM;
8.1.2 97 Members had cast their votes through remote e-voting.

- 8.2 Based on the reports generated from the e-voting system provided by CDSL and e-voting casted at Annual General Meeting, we submit the consolidated results of e-voting and e-Voting casted at Annual General Meeting herewith, in respect to each item on the agenda as set out in the Notice of the 118th AGM as Annexure - 1.



9. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of 118th Annual General Meeting. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice.
10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 118th AGM to declare the result of the meeting.

Thanking You,
Yours faithfully,

For NSP & Associates
Company Secretaries

Naveen Shree Pandey
Proprietor (Scrutinizer)

FCS: 9028

CP No.: 10937

UDIN: F009028B000809377

Date: 29th September, 2020

Place: Noida

By Order of the Board
For Shalimar Paints Limited

Gautam
Company Secretary



Annexure-1

RESOLUTION 01: (ORDINARY RESOLUTION)

Consider and adopt the Audited Financial Statements (including consolidated financial statement) of the Company the reports of the Board of Directors' and Auditors' thereon for the financial year ended 31st March, 2020.

Mode	Total Vote rs	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote voting	E- 97	28501756	0	0	94	28501752	3	4
E-Voting AGM	at 3	4476	0	0	3	4476	0	0
Total	100	28506232	0	0	97	28506228	3	4

Total Valid Shares (Total Shares) = 28506232

Votes in Favour (% of Total Valid Shares) = 28506228 (99.99% apprx.)

Votes Against (% of Total Valid Shares) = 4 (00.01% apprx.)



RESOLUTION 02:(ORDINARY RESOLUTION)

Ordinary Resolution to appoint a Director in place of Mr. Ashok Kumar Gupta (DIN: 01722395), who retires by rotation and being eligible, offers himself for re-appointment.

Mode	Total Vote rs	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	97	28501756	0	0	92	28498750	5	3006
E-Voting at AGM	3	4476	0	0	3	4476	0	0
Total	100	28506232	0	0	95	28503226	5	3006

Total Valid Shares (Total Shares) =28506232

Votes in Favour (% of Total Valid Shares)

= 28503226 (99.99% apprx.)

Votes Against (% of Total Valid Shares)

= 3006 (00.01% apprx.)



RESOLUTION 03: (ORDINARY RESOLUTION)

Ordinary Resolution to Appoint Mr. Sanjay Kumar Gupta (Din: 07579756) As Non-Executive Independent Director who was appointed as an Additional Director (Independent), to hold office for a period of five (5) consecutive years with effect from 27th December, 2019

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	57	28501756	0	0	93	28301750	4	6
E-Voting at AGM	3	4476	0	0	3	4476	0	0
Total	100	28506232	0	0	96	28306226	4	6

Total Valid Shares (Total Shares) = 28506232

Votes in Favour (% of Total Valid Shares) = 28306226 (99.99% approx.)

Votes Against (% of Total Valid Shares) = 6 (0.01% approx.)



RESOLUTION 04: (ORDINARY RESOLUTION)

Ordinary Resolution to Appoint Ms. Shruti srivastava (Din: 08697973) as Non-executive Independent director of the Company who was appointed as an Additional Director (Independent), to hold office for a period of three (3) consecutive years with effect from 20th February, 2020.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	97	28501756	0	0	92	28501748	5	8
E-Voting at AGM	3	4476	0	0	3	4476	0	0
Total	100	28506232	0	0	95	28506224	5	8

Total Valid Shares (Total Shares) = 28506232

Votes in Favour (% of Total Valid Shares)

= 28506224 (99.99% apprx.)

Votes Against (% of Total Valid Shares)

= 8 (00.01% apprx.)



RESOLUTION 05:(SPECIAL RESOLUTION)

Special resolution for Re-appointment of Mr. Alok Perti (Din: 00475747) as Non-executive Independent director for a Second Term Of Three Consecutive Years w.e.f. 30th June, 2020.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	97	28501756	0	0	91	28498748	6	3008
E-Voting at AGM	3	4476	0	0	3	4476	0	0
Total	100	28506232	0	0	94	28503224	6	3008

Total Valid Shares (Total Shares) = 28506232

Votes in Favour (% of Total Valid Shares) = 28503224 (99.99% apprx.)

Votes Against (% of Total Valid Shares) = 3008 (00.01% apprx.)

For NSP & Associates
Company Secretaries



Navleen Shree Pandey
Proprietor (Scrutinizer)

FCS: 9028

CP No.: 10937

UDIN: F009028B000809377

Date: 29th September, 2020

Place: Noida

By Order of the Board
For Shalimar Paints Limited


Gautam
Company Secretary

