

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L24222HR1902PLC065611

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS0547D

(ii) (a) Name of the company

SHALIMAR PAINTS LTD

(b) Registered office address

Stainless Centre, 4th Floor, Plot No. 50, Sector 32, NA
Gurugram
Gurgaon
Haryana
122001

(c) *e-mail ID of the company

AS*****TS.COM

(d) *Telephone number with STD code

01*****00

(e) Website

www.shalimarpaints.com

(iii) Date of Incorporation

16/12/1902

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U67120DL1993PTC052486

Pre-fill

Name of the Registrar and Transfer Agent

BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

99,MADANGIR, B/4, LOCAL SHOPPING CENTRE,
NEAR DADA HARSUKH DAS MANDIR

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

27/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HELLA INFRA MARKET PRIVATE	U46632MH2016PTC283737	Holding	52.85
2	SHALIMAR ADHUNIK NIRMAN	U24220DL2007PLC168944	Subsidiary	99.99

3	EASTERN SPECIALITY PAINTS & U24240HR2009PTC066208	Subsidiary	100
---	---	------------	-----

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	100,000,000	83,711,178	83,711,178	83,711,178
Total amount of equity shares (in Rupees)	200,000,000	167,422,356	167,422,356	167,422,356

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	100,000,000	83,711,178	83,711,178	83,711,178
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	200,000,000	167,422,356	167,422,356	167,422,356

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	197,768	72,019,158	72216926	144,433,852	144,433,852	
Increase during the year	0	11,507,832	11507832	23,015,664	23,015,664	1,477,011,38
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	11,494,252	11494252	22,988,504	22,988,504	1,477,011,38
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Dematerialisation of Shares	0	13,580	13580	27,160	27,160	
Decrease during the year	13,580	0	13580	27,160	27,160	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify Dematerialisation of Shares	13,580	0	13580	27,160	27,160	
At the end of the year	184,188	83,526,990	83711178	167,422,356	167,422,356	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify				0	0	
Others						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
Others						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE849C01026

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☒ No ☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0	0	0
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
Total			0

Details of debtentures

Class of debtentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

5,305,727,422

(ii) Net worth of the Company

2,686,486,685

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	428,831	0.51	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	62,876,880	75.11	0	
10.	Others Trust	85,490	0.1	0	
	Total	63,391,201	75.72	0	0

Total number of shareholders (promoters)

30

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	18,594,541	22.21	0	
	(ii) Non-resident Indian (NRI)	260,721	0.31	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	26,431	0.03	0	

4.	Banks	1,210	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	66,433	0.08	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,208,307	1.44	0	
10.	Others IEPF,Clearing Members	162,334	0.19	0	
	Total	20,319,977	24.26	0	0

Total number of shareholders (other than promoters)

24,715

**Total number of shareholders (Promoters+Public/
Other than promoters)**

24,745

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COPTHALL MAURITIUS	JP MORGAN CHASE BANK N.A,IND			11,082	0.01
QUADRATURE CAPITAL	JP MORGAN CHASE BANK N.A,IND			45,071	0.05
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			10,280	0.02

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	35	30
Members (other than promoters)	22,506	24,715
Debenture holders	1	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	7	1	6	0.31	0
(i) Non-Independent	1	2	1	2	0.31	0
(ii) Independent	0	5	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	7	1	6	0.31	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dr. Rajeev Uberoi	01731829	Director	0	
Mr. Ashok Kumar Gupt	01722395	Managing Director	260,635	02/07/2024
Mr. Souvik Pulakesh S	07248395	Director	0	
Mr. Abhyuday Jindal	07290474	Director	0	15/07/2024
Mr. Sanjiv Garg	00428757	Director	0	09/08/2024
Ms. Shan Jain	09661574	Director	0	
Mr. Atul Rasiklal Desai	01918187	Director	0	
Mr. Sachin Naik	ABNPN9951H	CFO	0	
Ms. Shikha Rastogi	AGZPR5614E	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Ms. Shan Jain	09661574	Director	10/05/2023	Change in designation
Mr. Atul Rasiklal Des	01918187	Additional director	28/06/2023	Appointment
Mr. Atul Rasiklal Des	01918187	Director	27/09/2023	Change in designation
Mr. Alok Perti	00475747	Director	29/06/2023	Cessation
Mr. Vijay Kumar Sha	01468701	Director	04/10/2023	Cessation
Mr. Mohit Kumar Do	AGXPD7375C	CFO	30/06/2023	Cessation
Mr. Davinder Dogra	ABIPD2359J	CFO	01/07/2023	Appointment
Mr. Davinder Dogra	ABIPD2359J	CFO	30/09/2023	Cessation
Mr. Sachin Naik	ABNPN9951H	CFO	06/12/2023	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2023	21,971	103	57.41

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2023	8	6	75
2	28/06/2023	8	6	75
3	11/08/2023	8	6	75
4	09/11/2023	7	6	85.71

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	06/12/2023	7	5	71.43
6	09/02/2024	7	5	71.43

C. COMMITTEE MEETINGS

Number of meetings held

14

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/05/2023	6	5	83.33
2	Audit Committee	28/06/2023	6	5	83.33
3	Audit Committee	11/08/2023	4	3	75
4	Audit Committee	09/11/2023	3	2	66.67
5	Audit Committee	06/12/2023	3	2	66.67
6	Audit Committee	09/02/2024	3	2	66.67
7	Nomination & Remuneration Committee	03/04/2023	4	3	75
8	Nomination & Remuneration Committee	06/04/2023	4	3	75
9	Nomination & Remuneration Committee	27/05/2023	4	3	75
10	Nomination & Remuneration Committee	28/06/2023	4	3	75

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/09/2024
								(Y/N/NA)
1	Dr. Rajeev Ub	6	6	100	13	13	100	Yes
2	Mr. Ashok Kur	6	6	100	5	5	100	Not Applicable
3	Mr. Souvik Pu	6	0	0	14	0	0	No
4	Mr. Abhyuday	6	1	16.67	0	0	0	Not Applicable

5	Mr. Sanjiv Gar	6	6	100	4	4	100	Not Applicable
6	Ms. Shan Jain	6	6	100	5	5	100	No
7	Mr. Atul Rasik	4	4	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Ashok Kumar G	Managing Direct	24,999,996	0	0	0	24,999,996
	Total		24,999,996	0	0	0	24,999,996

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Mohit Kumar Dc	Chief Financial c	3,459,176	0	0	76,902	3,536,078
2	Ms. Shikha Rastogi	Company Secre	3,100,155	0	10,800	153,492	3,264,447
3	Mr. Davinder Dogra	Chief Financial c	3,862,746	0	0	155,454	4,018,200
4	Mr. Sachin Naik	Chief Financial c	4,258,504	0	0	138,760	4,397,264
	Total		14,680,581	0	10,800	524,608	15,215,989

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Rajeev Uberoi	Independent Dir	0	0	0	925,000	925,000
2	Mr. Alok Perti	Independent Dir	0	0	0	300,000	300,000
3	Mr. Sanjiv Garg	Independent Dir	0	0	0	400,000	400,000
4	Ms. Shan Jain	Independent Dir	0	0	0	500,000	500,000
5	Mr. Vijay Kumar Sha	Independent Dir	0	0	0	375,000	375,000
6	Mr. Atul Rasiklal De	Independent Dir	0	0	0	200,000	200,000
	Total		0	0	0	2,700,000	2,700,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Ankush Agarwal

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

14486

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Digitally signed by
VENUGOPAL VENUGOPAL
L CHETLUR
Date: 2024.11.22
16:44:29 +05'30'

DIN of the director

0*6*6*0*

To be digitally signed by

Digitally signed by
SHIKHA RASTOGI
Date: 2024.11.22
16:00:02 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

1*2*6

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Details of Committee Meetings.pdf
CTC - Compliance with Rule 9 of Companies Act, 2013
MGT-8.pdf
Details of shares Transfers since closure of previous financial year

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

**MAKS & CO.**

Company Secretaries

FRN: P2018UP067700

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

E: services@forecoreprofessionals.com

D: +120 120 5178033

Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We, MAKS & CO., Company Secretaries, have examined the registers, records and books and papers of Shalimar Paints Limited [CIN - L24222HR1902PLC065611] (“the Company”) as required to be maintained under the Companies Act, 2013 (“the Act”) and the rules made thereunder for the financial year ended on March 31, 2024 (“financial year” or “review period”). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 1. Its status under the Act as a Listed Public Company (Limited by shares);
 2. Maintenance of registers/records & making entries therein was kept and maintained as per the provisions and the rules made thereunder and all entries to the extent possible therein have been recorded within the time prescribed therefore;
 3. The Company has filed forms and returns as stated in the annual return, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities, wherever applicable,~~ within / beyond the prescribed time;
 4. Calling/convening/holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of such meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. Further, the Company is generally regular in complying provisions of the Act and Secretarial Standards;
 5. Closure of Register of Members/ Security holders is made within the time prescribed therefore;
 6. Advances/ loans to its directors and/or persons or firms or companies referred in Section 185 of the Act *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*
 7. Contracts/arrangements with related parties as specified in Section 188 of the Act *(Not applicable during the review period since we have been informed that all transactions were in the ordinary course of business and on an arm's length basis only);*
 8. Issue or allotment or transfer or transmission or ~~buy back~~ of securities / redemption of ~~preference shares~~ or debentures ~~/ alteration or reduction of share capital / conversion of shares /~~ securities and issue of security certificates in all instances;

Note: During the financial year ended March 31, 2024, the Company has converted the Warrants into Equity Shares and redeemed Optionally Convertible Debentures.



MAKS & CO.

Company Secretaries

FRN: P2018UP067700

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

E: services@forecoreprofessionals.com

D: +120 120 5178033

9. Keeping in abeyance the rights to dividend, rights shares and bonus share is pending registration of transfer of shares in compliance with the provisions of the Act *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3),(4) and (5) thereof;
12. Constitution / appointment / re-appointments / retirement / ~~filling up casual vacancies~~ / disclosures of the Directors, Key Managerial Personnel and remuneration paid to them;
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*
15. Acceptance/ renewal/ repayment of deposits *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*
16. Borrowings from public financial institutions, banks and others and creation ~~/modification/ satisfaction~~ of charges in that respect.
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act; and
18. Alteration of the provisions of the Memorandum of Association and Articles of Association of the Company is as per the applicable provisions of the Act and related Rules thereof. *(Not applicable as no such event took place during the financial year ended on March 31, 2024);*

For M/s. MAKS & Co.,

Company Secretaries

[FRN P2018UP067700]

Peer Review No.: 2064/2022

ANKUSH
AGARWAL

Digitally signed by ANKUSH
AGARWAL
Date: 2024.11.22 12:56:48 +05'30'

Ankush Agrwal

Partner

Membership No.: F 9719

Certificate of Practice No.: 14486

UDIN: F009719F002519974

Date: 22-11-2024

Place: Noida (U.P.)



MAKS & CO.

Company Secretaries

FRN: P2018UP067700

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

E: services@forecoreprofessionals.com

D: +120 120 5178033

We, MAKS & CO., Company Secretaries, further state that:

It is the responsibility of the management of the Company to maintain registers, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operating effectively.

The opinions stated above are not the result of any Audit or examination of any books or documents for that audit purpose. It is based on the information provided for review of records for certification, as required above.

We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

This certificate is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For M/s. MAKS & Co.,

Company Secretaries

[FRN P2018UP067700]

Peer Review No.: 2064/2022

ANKUSH

AGARWAL

Digitally signed by
ANKUSH AGARWAL
Date: 2024.11.22 12:57:19
+05'30'

Ankush Agrwal

Partner

Membership No.: F 9719

Certificate of Practice No.: 14486

UDIN: F009719F002519974

Date: 22-11-2024

Place: Noida (U.P.)

SHALIMAR PAINTS LIMITED
STAINLESS CENTRE, 4TH FLOOR,
PLOT NO. 50, SECTOR - 32,
GURUGRAM, 122001, HARYANA

L24222HR1902PLC065611
LAST AGM DATE:- 27-09-2023
CURRENT AGM DATE:- 27-09-2024
SHARE TRANSFER DETAILS - FROM 01/04/2023 TO 31/03/2024

VIII. Details of shares transfers since the close of last financial year [or in the case of the first return at any time since the incorporation of the Company.]

Date of closure of previous financial year	Date of Registration of Transfer of Shares	Type of Security	Number of Shares	Nominal Value (each in Rs.)	Ledger Folio of Transferor	Transferors Name	Transferors Joint Name 1	Transferors Joint Name 2	Ledger Folio of Transferee	Transferees Name	Transferees Joint Name 1	Transferees Joint Name 2
31-03-2023	11-07-2023	1	5	2.00	0002638	MOUMITA SEAL	REKHA SEAL	GORA CHAND SEAL	0290210	MOUMITA SEAL		
						AMRITLAL JETHALAL	MRS SUSHILA AMRITLAL					
31-03-2023	04-10-2023	1	975	2.00	0130168	MEHTA	MEHTA		0290211	PARIMAL DHIRAILAL MEHTA		
31-03-2023	27-10-2023	1	1500	2.00	0020594	SEEMA BHASIN SINGH	S K BHASIN		0290214	SEEMA BHASIN SINGH		
31-03-2023	05-12-2023	1	50	2.00	0010134	INDIRA AMIN			0290215	CHAITANYA TUSHAR AMIN		
31-03-2023	15-12-2023	1	650	2.00	0001828	MANIUSHREE BHATTACHARYA			0290216	KUMKUM BHATTACHARYA		
						VIRBALA GAJANAN KIRTIKAR	SUHASINI ASHOK KIRTIKAR	ANURADHA ASHOK KIRTIKAR				
31-03-2023	08-01-2024	1	1500	2.00	0001557				0290218	SUHASINI ASHOK KIRTIKAR	ANURADHA SIMIT DESAI	
31-03-2023	08-01-2024	1	250	2.00	0160422	OMI PARKASH			0290217	SURESH KUMAR KHETTERPAL		
31-03-2023	13-03-2024	1	160	2.00	0110822	MRS MEENA KIRTI	SUNEETA MADHAVJI	BHANUBAI BHAGWANDAS	0290219	SUNEETA ATUL SHAH	MEENA KIRTI GOCULDAS	



SHALIMAR
PAINTS

SUB: ADDENDUM TO E-FORM MGT-7 GIVING DETAILS OF COMMITTEE MEETINGS

As the E-form MGT-7 (the "E-form") provides option to fill details of not more than 10 meetings in point No. C i.e. Committee Meetings under part IX of the E-form viz. "meetings of members/class of members/board/committees of the board of directors". Therefore, we are hereby providing details of Committee Meetings held during the year 2023-24 as follows:

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1.	Nomination and Remuneration Committee	December 06, 2023	3	2	66.67
2.	Stakeholders' Relationship Committee	November 09, 2023	4	3	75
3.	Risk Management Committee	June 28, 2023	4	3	75
4.	Risk Management Committee	December 06, 2023	3	2	66.67

For Shalimar Paints Limited

Shikha Rastogi
Company Secretary & Head - Legal





CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN 912TH MEETING OF THE BOARD OF DIRECTORS OF SHALIMAR PAINTS LIMITED HELD ON THURSDAY, AUGUST 08, 2024 AT HELLA INFRA MARKET PRIVATE LIMITED, OFFICE NO. 201, OLETHIA BUSINESS SPACES, PLOT No. A-184 AND A-185, ROAD NO. 16Z, OPPOSITE ASHAR IT PARK, WAGLE INDUSTRIAL ESTATE, THANE (WEST) - 400604

Designation of official responsible for compliance of Rule 9 of the Companies (Management and Administration) Rules, 2014 with respect to Beneficial Interest in shares of the Company

“RESOLVED UNANIMOUSLY THAT pursuant to the provisions of Section 89 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Management and Administration) Rules, 2014 as amended vide the Companies (Management and Administration) Second Amendment Rules, 2023 (including any statutory modification(s) or re-enactment(s) thereof) for the time being in force, the Articles of Association of the Company, and subject to all such other approvals, permissions, consents and/or sanctions of any authorities, as may be required, consent of the Board of Directors of the Company be and is hereby accorded to designate Ms. Shikha Rastogi, Company Secretary & Head - Legal of the Company, as designated person responsible for ensuring compliance of the Rules, as mentioned above.

RESOLVED FURTHER THAT Mr. Venugopal Chetlur, Chief Operating Officer & Whole-time Director, Mr. Sachin Naik, Chief Financial Officer and Ms. Shikha Rastogi, Company Secretary & Head - Legal of the Company be and are hereby severally authorised to sign, execute and file all such documents, forms and returns with the Registrar of Companies or any other statutory/ regulatory authorities and to do all such acts, deeds and things as may be necessary to give effect to the resolution.”

**Certified True Copy
For Shalimar Paints Limited**

Shikha Rastogi
Company Secretary & Head – Legal
Membership No. A18226
Address: Shalimar Paints Limited,
First Floor, Plot No. 28, Sector-32,
Gurugram, Haryana - 122001



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