

**CORPORATE GOVERNANCE REPORT UNDER REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE QUARTER ENDED 31<sup>ST</sup> DECEMBER, 2017**

1. NAME OF LISTED ENTITY : SHALIMAR PAINTS LIMITED

2. QUARTER ENDING : 31<sup>ST</sup> DECEMBER, 2017

**I. COMPOSITION OF BOARD OF DIRECTORS**

<b>Title (Mr./ Ms)</b>	<b>Name of the Director</b>	<b>DIN</b>	<b>PAN</b>	<b>Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)</b>	<b>Date of Appointment</b>	<b>Date of cessation</b>	<b>Tenure</b>	<b>No of Directorship in listed entities including this listed entity</b>	<b>No of memberships in Audit/ Stakeholder Committee(s) including this listed entity</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity</b>
Mr.	Surender Kumar	00510137	AUNPS6751R	ED	12-Aug-2016	N.A.	N.A.	1	0	0
Mr.	Gautam Kanjilal	03034033	AEQPK2392M	ID,C & NED	07-Nov-2016	N.A.	Three years	3	2	2
Ms.	Pushpa Chowdhary	06877982	ADWPC6654K	NED,ID	26-Sep-2014	N.A.	Five years	1	2	0
Mr.	Alok Perti	00475747	AASPP6540L	NED,ID	24-May-2017	N.A.	Three years	1	1	1

## II. COMPOSITION OF COMMITTEES

### Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership
1	Mr. Gautam Kanjilal	ID,C & NED	Chairperson
2	Ms. Pushpa Chowdhary	NED,ID	Member
3	Mr. Alok Perti	NED,ID	Member

### Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership
1	Mr. Alok Perti	NED,ID	Chairperson
2	Ms. Pushpa Chowdhary	NED,ID	Member
3	Mr. Gautam Kanjilal	ID, C & NED	Member

### Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership
Not Applicable			

### Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership
1	Mr. Alok Perti	NED,ID	Chairperson
2	Mr. Gautam Kanjilal	ID,C & NED	Member
3	Ms. Pushpa Chowdhary	NED,ID	Member

### Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership
1	Mr. Surender Kumar	ED	Chairperson
2	Ms. Pushpa Chowdhary	NED,ID	Member
3	Mr. Alok Perti	NED,ID	Member

### III. MEETING OF BOARD OF DIRECTORS

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
10-Aug-2017	13-Nov-2017	94
	15-Dec-2017	32

### IV. MEETING OF COMMITTEES

Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	10-Aug-2017	Yes	13-Nov-17	94
Nomination & Remuneration Committee				
Stakeholders Relationship Committee				

## V. RELATED PARTY TRANSACTIONS

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## VI. AFFIRMATIONS

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Nil
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Name : Nitin Gupta  
Designation : Company Secretary & Compliance Officer