

CORPORATE GOVERNANCE REPORT UNDER REGULATION 27(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1. Name of Listed Entity: SHALIMAR PAINTS LIMITED
 2. Quarter ending: 31-Dec-2018

I. COMPOSITION OF BOARD OF DIRECTORS

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Remarks
Mr.	Gautam Kanjilal	03034033	AEQPK2392M	ID, C & NED	-	26-Sep-2018	N.A	36	3	2	2	-
Mr.	Ashok Kumar Gupta	01722395	AACPG1951E	NED	-	10-Aug-2018	N.A	36	2	0	0	-
Mr.	Surender Kumar	00510137	AUNPS6751R	ED	CEO-MD	12-Aug-2016	N.A	36	1	0	0	-
Ms.	Pushpa Chowdhary	06877982	ADWPC6654K	ID	-	26-Sep-2014	N.A	60	1	2	0	-
Mr.	Alok Perti	00475747	AASPP6540L	ID	-	24-May-2017	N.A	36	1	1	1	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes

II. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Mr. Gautam Kanjilal	ID,C & NED	Chairperson	24-May-2017	-
2	Mr. Alok Perti	NED,ID	Member	24-May-2017	-
3	Ms. Pushpa Chowdhary	NED,ID	Member	24-May-2017	-

Company Remarks	The Audit Committee was re-constituted on 24th May, 2017
Whether Permanent chairperson appointed	Yes

b. Stakeholders' Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Mr. Alok Perti	NED, ID	Chairperson	24-May-2017	-
2	Mr. Gautam Kanjilal	ID, C & NED	Member	24-May-2017	-
3	Ms. Pushpa Chowdhary	NED, ID	Member	24-May-2017	-

Company Remarks	The Stakeholders' Relationship Committee was re-constituted on 24th May, 2017
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

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

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mr. Alok Perti	NED, ID	Chairperson	24-May-2017	-
2	Mr. Gautam Kanjilal	ID, C & NED	Member	24-May-2017	-
3	Ms. Pushpa Chowdhary	NED, ID	Member	24-May-2017	-

Company Remarks	The Nomination and Remuneration Committee was re-constituted on 24th May, 2017
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mr. Surender Kumar	ED	Chairperson	24-May-2017	-
2	Ms. Pushpa Chowdhary	NED, ID	Member	24-May-2017	-
3	Mr. Alok Perti	NED, ID	Member	24-May-2017	-

Company Remarks	The Nomination and Remuneration Committee was re-constituted on 24th May, 2017
Whether Permanent chairperson appointed	Yes

f. Rights Issue Committee - 2018

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Ms. Pushpa Chowdhary	NED, ID	Chairperson
2	Mr. Surender Kumar	ED	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
10-Jul-2018	25-Oct-2018
10-Aug-2018	17-Nov-2018

Company Remarks	-
Maximum gap between any two consecutive (in number of days)	75

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	10-Aug-2018	25-Oct-2018	2	Yes
Nomination & Remuneration Committee	10-Jul-2018	25-Oct-2018	2	Yes
Nomination & Remuneration Committee	10-Aug-2018	25-Oct-2018	2	Yes
Stakeholders Relationship Committee	10-Aug-2018	25-Oct-2018	2	Yes

Company Remarks	-
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	75

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remarks
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	-

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Not Any
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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:

Not Any

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