



October 01, 2022

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort, Mumbai - 400 001
BSE Scrip Code: 509874

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400051
NSE Symbol : SHALPAINTS

Sub: Details of Voting Results along with Scrutinizer's Report for 120th Annual General Meeting of Shalimar Paints Limited under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results of the businesses transacted at the 120th Annual General Meeting ("AGM") of the members of Shalimar Paints Limited ("the Company"), held on Thursday, September 29, 2022 at 12:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") are enclosed as per the prescribed format along with the Scrutinizer's Report.

We request you to take note of the same and acknowledge the receipt of this letter.

Thanking you,

Yours faithfully,

For **Shalimar Paints Limited**

SHIKHA
RASTOGI

Shikha Rastogi
Company Secretary

Encl.: As Above



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 E-voting Result

Date of the AGM	Thursday, September 29, 2022
Record Date (i.e. Cut-Off Date)	Thursday, September 22, 2022
Total No. of shareholders on Record Date	23,106
No of shareholders present in the meeting either in person or through proxy: a) Promoters and Promoter Group b) Public	Not Applicable Not Applicable
No of shareholders attended the meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"):- a) Promoters and Promoter Group b) Public	11 83

AGENDA-WISE VOTING RESULTS

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

The mode of voting for all resolutions 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 March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended on March 31, 2022 together with the Report of the Auditors thereon.	Ordinary	Remote e-voting / e-voting at AGM	The resolution was passed with requisite majority



Shalimar Paints Ltd.

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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.	To appoint M/s. Walker Chandiook & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.	Ordinary	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority
4.	Re-appointment of Mr. Ashok Kumar Gupta (DIN: 01722395) as Managing Director of the Company	Special	Remote e-voting/ e-voting at AGM	The resolution was passed with special majority
5.	Appointment of Mr. Sanjiv Garg (DIN: 00428757) as Non-Executive Independent Director of the Company	Special	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority
6.	Approval of 'Shalimar Paints Limited Employees Stock Option Scheme - 2022'	Special	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority
7.	Authority to enter into material related party contracts / arrangements / transactions for financial year 2022-23	Ordinary	Remote e-voting/ e-voting at AGM	The resolution was passed with requisite majority



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Agenda - wise disclosure

Resolution No. 1 - To receive, consider and adopt a) the audited standalone financial statements of the Company for the financial year ended on March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended on March 31, 2022 together with the Report of the 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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	2,62,15,793	62.2822	2,62,15,223	570	99.9978	0.0022
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,62,15,793	62.2822	2,62,15,223	570	99.9978	0.0022
Total		7,22,16,926	4,82,70,893	66.8415	4,82,70,323	570	99.9988	0.0012

Agenda - wise disclosure

Resolution 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?	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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	2,43,88,793	57.9417	2,43,87,951	842	99.9965	0.0035
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	
	Total		2,43,88,793	57.9417	2,43,87,951	842	99.9965	0.0035
Total		7,22,16,926	4,64,43,893	64.3116	4,64,43,051	842	99.9982	0.0018

Agenda - wise disclosure

Resolution No. 3 - To appoint M/s. Walker Chandio & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration

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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	2,62,15,793	62.2822	2,62,15,058	735	99.9972	0.0028
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,62,15,793	62.2822	2,62,15,058	735	99.9972	0.0028
Total		7,22,16,926	4,82,70,893	66.8415	4,82,70,158	735	99.9985	0.0015

Agenda - wise disclosure

Resolution No. 4 - Re-appointment of Mr. Ashok Kumar Gupta (DIN: 01722395) as Managing Director of the Company

Resolution required: (Ordinary/ Special)	Special							
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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	2,43,88,793	57.9417	2,43,88,126	667	99.9973	0.0027
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,43,88,793	57.9417	2,43,88,126	667	99.9973	0.0027
Total		7,22,16,926	4,64,43,893	64.3116	4,64,43,226	667	99.9986	0.0014

Agenda - wise disclosure

Resolution No. 5 - Appointment of Mr. Sanjiv Garg (DIN: 00428757) as Non-Executive Independent Director of the Company

Resolution required: (Ordinary/ Special)	Special							
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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	2,62,15,793	62.2822	2,62,15,233	560	99.9979	0.0021
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,62,15,793	62.2822	2,62,15,233	560	99.9979	0.0021
Total		7,22,16,926	4,82,70,893	66.8415	4,82,70,333	560	99.9988	0.0012

Agenda - wise disclosure

Resolution No. 6 - Approval of 'Shalimar Paints Limited Employees Stock Option Scheme – 2022'

Resolution required: (Ordinary/ Special)	Special							
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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,09,35,100	72.6136	2,09,35,100	0	100.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	2,62,15,793	62.2822	2,62,15,284	509	99.9981	0.0019
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		2,62,15,793	62.2822	2,62,15,284	509	99.9981	0.0019
Total		7,22,16,926	4,82,70,893	66.8415	4,82,70,384	509	99.9989	0.0011

Agenda - wise disclosure

Resolution No. 7 - Authority to enter into material related party contracts / arrangements / transactions for financial year 2022-23

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
		(1)	(2)	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,88,30,828	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	12,94,142	11,20,000	86.5438	11,20,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		11,20,000	86.5438	11,20,000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,20,91,956	17,89,174	4.2506	17,88,440	734	99.9590	0.0410
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		17,89,174	4.2506	17,88,440	734	99.9590	0.0410
Total		7,22,16,926	29,09,174	4.0284	29,08,440	734	99.9748	0.0252



MAKS & CO.

Company Secretaries

FRN: P2018UP067700

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Date: October 1, 2022

CONSOLIDATED SCRUTINIZER'S REPORT

{Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014}

To,
The Chairperson
Shalimar Paints Limited
Stainless Centre, 4th Floor, Plot No. 50,
Sector 32, Gurugram-122001
[CIN: L24222HR1902PLC065611]

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting during the Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 120th Annual General Meeting of Shalimar Paints Limited, for the Financial Year 2021-22, held on Thursday, September 29, 2022, at 12:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

I, Mohit Maheshwari, Partner (Membership No. F9565 & COP. No. 19946), of M/s. MAKS & CO., Practicing Company Secretaries (FRN : P2018UP067700), had been appointed as the Scrutinizer by the Board of Directors vide its resolution dated August 22, 2022, pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") as amended, to conduct the Remote E-Voting and E-Voting process through Central Depository Services (India) Limited ("**CDSL**") in a fair and transparent manner in respect of the below mentioned resolutions proposed at the 120th Annual General Meeting ("**AGM**") of Shalimar Paints Limited ("**the Company**"), held on Thursday, September 29, 2022 at 12:30 P.M. (IST) through Video Conferencing / Other Audio Visual Means ("**VC / OAVM**").

The Management of the Company is responsible to ensure the compliances of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of the AGM dated Monday, August 22, 2022. My responsibility as scrutinizer is restricted to provide Scrutinizer's Report of the e-votes cast 'For' or 'Against' on the resolutions stated in Notice of the AGM, based on the reports generated from the e-voting system provided by the CDSL.

Report on Scrutiny:

1. The AGM Notice was sent by the Company to the shareholders whose email addresses were registered with the Company/Depositories on Friday, September 02, 2022, for convening of AGM of the Company through VC / OAVM to transact the businesses, as set out in the AGM Notice, as stated above, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 20/2020 dated May 05, 2020 read with General Circular no. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 02/2020 dated January 13, 2021 and General Circular No. 19/2021 dated December 8, 2021 and General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 5, 2022 (collectively referred to as ("**MCA Circulars**") issued by the Ministry of Corporate Affairs ("**MCA**") and read with Circular No. Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD 2/CIR/P/2022/62 dated May 13, 2022 issued by the



Securities and Exchange Board of India (“SEBI”) (hereinafter collectively referred to as “the **Circulars**”) permitting the Companies to hold General Meetings without the physical presence of Members at a common venue.

2. The Company had completed the dispatch of Notice by email to all its shareholders on Wednesday, September 07, 2022, whose names appear in the Register of Members / List of Beneficial Owners as received from the depositories on Friday, September 02, 2022 and who have registered their email addresses with the Company or Depository(ies) / Depository Participants.
3. In compliance with the provisions of the Companies Act, 2013 and MCA circulars, the facility to appoint proxy(ies) to attend and cast vote for the members was not made available at this AGM. Members were given the option of voting via remote e-voting and e-voting at the meeting as detailed in the Notice of the AGM and the Members who attended the meeting through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. The total voting capital of the Company for determining the voting rights of Members as on Thursday, September 22, 2022 (“Cut-Off Date”) was Rs. 14,44,33,852/- (Rupees Fourteen Crore Forty Four Lakhs Thirty Three Thousand Eight Hundred Fifty Two) consisting of 7,22,16,926 (Seven Crore Twenty Two Lakhs Sixteen Thousand Nine Hundred Twenty Six) Equity Shares of Rs. 2/- (Rupees Two only) each.
5. The Company had availed the services of CDSL for conducting Remote e-voting and e-voting by the Shareholders of the Company on all items of the businesses transacted at the AGM.
7. The Remote e-voting commenced from Monday, September 26, 2022 at 9:00 A.M. (IST) and ended on Wednesday, September 28, 2022 at 5:00 P.M. (IST) and at the end of Remote e-voting period, remote e-voting portal of CDSL was blocked forthwith.
8. Members who had not casted their vote by Remote e-voting and attended the AGM were allowed to do e-voting through facility offered by CDSL at the AGM.
9. The Shareholders holding shares as on Cut-Off Date i.e. Thursday, September 22, 2022, were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
10. After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under Remote e-voting facility prior to the AGM were unblocked in the presence of two witnesses who are not employees of the Company and were counted.
11. I have scrutinized and reviewed the remote e-voting and e-voting through services provided by CDSL during the AGM and votes cast therein based on the data downloaded from the e-voting System of CDSL.
12. I submit my Consolidated Report as under on the result of the Remote e-voting and e-voting in respect of the following resolutions.



S. No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive, consider and adopt: a) the audited standalone financial statements of the Company for the financial year ended on March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended on March 31, 2022 together with the Report of the Auditors thereon.
2	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.
3.	Ordinary Resolution	To appoint M/s. Walker Chandiok & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.
4.	Special Resolution	Re-appointment of Mr. Ashok Kumar Gupta (DIN: 01722395) as Managing Director of the Company
5.	Special Resolution	Appointment of Mr. Sanjiv Garg (DIN: 00428757) as Non-Executive Independent Director of the Company
6.	Special Resolution	Approval of 'Shalimar Paints Limited Employees Stock Option Scheme – 2022
7.	Ordinary Resolution	Authority to enter into material related party contracts / arrangements / transactions for financial year 2022-23

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING PRIOR THE AGM AND E-VOTING THROUGH CDSL DURING THE AGM IS AS UNDER:

ITEM NO. 1: ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT:

A) THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON; AND

B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
155	4,82,70,323	99.9988



MAKS & CO.

Company Secretaries

FRN: P2018UP067700

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

E: services@forecoreprofessionals.com

D: +120 120 5178033

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
7	570	0.0012

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 2: 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

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
152	4,64,43,051	99.9982

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
9	842	0.0018

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 3: ORDINARY RESOLUTION

TO APPOINT M/S. WALKER CHANDIOK & CO. LLP, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
154	4,82,70,158	99.9985



(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
8	735	0.0015

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 4: SPECIAL RESOLUTION

RE-APPOINTMENT OF MR. ASHOK KUMAR GUPTA (DIN: 01722395) AS MANAGING DIRECTOR OF THE COMPANY

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
153	4,64,43,226	99.9986

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
8	667	0.0014

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 5: SPECIAL RESOLUTION

APPOINTMENT OF MR. SANJIV GARG (DIN: 00428757) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
155	4,82,70,333	99.9988

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
7	560	0.0012



(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 6: SPECIAL RESOLUTION**APPROVAL OF 'SHALIMAR PAINTS LIMITED EMPLOYEES STOCK OPTION SCHEME - 2022'**

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
157	4,82,70,384	99.9989

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
5	509	0.0011

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 7: ORDINARY RESOLUTION**AUTHORITY TO ENTER INTO MATERIAL RELATED PARTY CONTRACTS / ARRANGEMENTS / TRANSACTIONS FOR FINANCIAL YEAR 2022-23**

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
127	29,08,440	99.9748

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
7	734	0.0252

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
7	3,32,028



MAKS & CO.

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Note: In terms of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations 2015”) and as per the explanation provided in the Notice of AGM of Shalimar Paints Limited, the related parties (whether such related party(ies) is a party to the aforesaid contracts / arrangements /transactions or not), were not allowed to vote w.r.t. resolution as set out at Item No. 7. However, on scrutiny we noted that there were 7 Shareholders (related parties) who voted in favour of the Item No. 7 and therefore, in view of aforesaid provision of SEBI LODR Regulations 2015, their voting had not been considered for calculation of total valid votes.

CONCLUSION:

Based on the voting reported in above tables of all Resolutions (commencing from Item No. 1 to Item No. 7), I hereby report that:

1. All resolutions carried on with requisite majority, accordingly I request the Chairperson of the 120thAGM to announce the results of the meeting; and
2. The electronic Data and all other relevant records of voting (Remote e-Voting and e-Voting at the AGM) will remain in my custody until the Chairperson considers, approves and signs the Minutes of the AGM and the same shall be handed over thereafter to the Chairperson.

Thanking you,

Your's Sincerely,

For **MAKS & Co.,**
Company Secretaries
[FRN P2018UP067700]

MOHIT Digitally signed
by MOHIT
MAHESH MAHESHWARI
Date: 2022.10.01
WARI 11:28:47 +05'30'

Mohit Maheshwari
Partner

Membership No: F9565

Certificate of Practice No: 19946

Peer Review Certificate No.: 2064/2022

UDIN:F009565D001108003

Date: 01-10-2022

Place: Noida, U.P.

Counter signed by

SHIKHA
RASTOGI

Authorized Signatory

Digitally signed by SHIKHA RASTOGI
DN: cn=SHIKHA RASTOGI, o=MAKS & CO.,
ou=COMPANY SECRETARIES, email=services@forecoreprofessionals.com,
c=IN
Date: 2022.10.01 11:33:12 +05'30'