



SHALIMAR
PAINTS

April 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 Extraordinary 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 special businesses transacted at the 2nd Extraordinary General Meeting for the financial year 2021-22 ("EGM") of the members of Shalimar Paints Limited ("the Company"), held on Thursday, March 31, 2022 at 03:00 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
Company Secretary



Encl.: As Above



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

Voting Results of EGM of Shalimar Paints Limited held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Details of e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

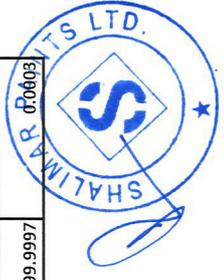
Date of the EGM	Thursday, March 31, 2022
Record Date (i.e. Cut-Off Date)	Thursday, March 24, 2022
Total No. of shareholders on Record Date	26,122
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group:	Not Applicable
b) Public:	
No. of Shareholders attended the meeting through Video Conferencing:	
a) Promoters and Promoter Group:	14
b) Public:	69



Agenda - wise disclosure

Resolution No. 1 - Issue of Warrants to Promoter Group Entities on Preferential Issue and Private Placement Basis

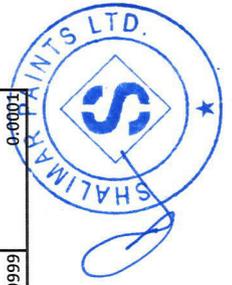
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes 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		20,920,494	72.5629	20,920,494	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	28,830,828	NA	NA	NA	NA	NA	NA
	Total		20,920,494	72.5629	20,920,494	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	1,682,912	NA	NA	NA	NA	NA	NA
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		6,536,246	15.6733	6,536,167	79	99.9988	0.0012
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	41,703,186	NA	NA	NA	NA	NA	NA
	Total		6,536,246	15.6733	6,536,167	79	99.9988	0.0012
Total		72,216,926	27,456,740	38.0198	27,456,661	79	99.9997	0.0003



Agenda - wise disclosure

Resolution No. 2 - Issue of Warrants to Hella Infra Market Private Limited on Preferential Issue and Private Placement Basis

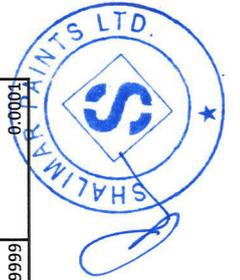
Resolution required: (Ordinary/ Special)	Special														
Whether promoter/ promoter group are interested in the agenda/resolution?	No														
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% 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		20,920,494	72.5629	20,920,494	0	100.0000	0.0000							
	Poll	28,830,828	0	0.0000	0	0	0.0000	0.0000							
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA							
	Total			20,920,494	72.5629	20,920,494	0	100.0000	0.0000						
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000							
	Poll	1,682,912	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- Non Institutions	E-Voting		6,536,246	15.6733	6,536,207	39	99.9994	0.0006							
	Poll	41,703,186	0	0.0000	0	0	0.0000	0.0000							
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA							
	Total			6,536,246	15.6733	6,536,207	39	99.9994	0.0006						
Total		72,216,926	27,456,740	38.0198	27,456,701	39	99.9999	0.0001							



Agenda - wise disclosure

Resolution No. 3 - Appointment of Mr. Souvik Pulakesh Sengupta (DIN: 07248395) as a director of the Company

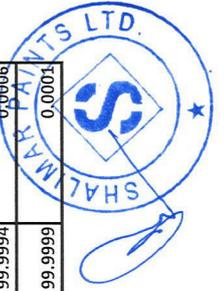
Resolution required: (Ordinary/ Special)	Ordinary												
Whether promoter/ promoter group are interested in the agenda/resolution?	No												
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	(3) = [(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		20,920,494	72.5629	20,920,494	0	100.0000	0.0000					
	Poll	28,830,828	0	0.0000	0	0	0.0000	0.0000					
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA					
	Total			20,920,494	72.5629	20,920,494	0	100.0000	0.0000				
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000					
	Poll	1,682,912	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- Non Institutions	E-Voting		6,536,246	15.6733	6,536,207	39	99.9994	0.0006					
	Poll	41,703,186	0	0.0000	0	0	0.0000	0.0000					
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA					
	Total			6,536,246	15.6733	6,536,207	39	99.9994	0.0006				
Total		72,216,925	27,456,740	38.0198	27,456,701	39	99.9999	0.0001					



Agenda - wise disclosure

Resolution No. 4 - Appointment of Mr. Abhyuday Jindal (DIN: 07290474) as a director of the Company

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		20,920,494	72.5629	20,920,494	0	100.0000	0.0000							
	Poll	28,830,828	0	0.0000	0	0	0.0000	0.0000							
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA							
	Total			20,920,494	72.5629	20,920,494	0	100.0000	0.0000						
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000							
	Poll	1,682,912	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- Non Institutions	E-Voting		6,536,246	15.6733	6,536,207	39	99.9994	0.0006							
	Poll	41,703,186	0	0.0000	0	0	0.0000	0.0000							
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA							
	Total			6,536,246	15.6733	6,536,207	39	99.9994	0.0006						
Total		72,216,926	27,456,740	38.0198	27,456,701	39	99.9999	0.0001							





MAKS & CO.

Company Secretaries

FRN: P2018UP067700

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Date: 01.04.2022

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 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, for the Extraordinary General Meeting of Shalimar Paints Limited held on Thursday, March 31, 2022 at 03:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

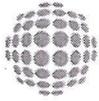
I, Mohit Maheshwari, Partner (Membership No. F9565 & COP No. 19946), of M/s. MAKS & CO., Practicing Company Secretaries (FRN : P2018UP067700) have been appointed as the Scrutinizer by the Board of Directors vide its resolution dated March 08, 2022, pursuant to Section 108 of the Companies Act, 2013 ("**the 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 Extraordinary General Meeting ("**EGM**") of Shalimar Paints Limited ("**the Company**"), held on Thursday, March 31, 2022 at 03:00 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 Act and Rules thereof on the resolutions contained in the Notice of the EGM. 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 EGM, based on the reports generated from the e-voting system provided by the CDSL.

Report on scrutiny:

1. The EGM Notice was sent by the Company to the shareholders whose email addresses were registered with the Company/Depositories for convening of EGM of the Company on Friday, March 04, 2022 (IST) through VC / OAVM to transact the businesses, as set out in the EGM Notice, as stated above, in compliance with the applicable provisions of the Act and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 08,





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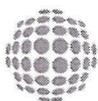
2021 issued by the Ministry of Corporate Affairs (Collectively “MCA Circulars”) and Circulars issued by the Securities and Exchange Board of India (“SEBI Circular”) permitting the Companies to hold General Meetings without the physical presence of Members at a common venue.

2. The Company had completed the dispatch of Notice by email to all its shareholders on Wednesday, March 09, 2022 whose names appear on the Register of Members/list of Beneficial Owners as received from the Depositories on Friday, March 04, 2022 and who have registered their email addresses with the Company or Depository (ies) / Depository Participants.
3. The Company had sent a corrigendum to the Notice by email on Monday, March 28, 2022, to the shareholders whose names appear on the Register of Members/list of Beneficial Owners as received from the Depositories on Thursday, March 24, 2022 and whose email addresses were registered with the Company/Depositories. As per the Corporate Announcement made by the Company to the Stock Exchanges on Monday, March 28, 2022, the cause of corrigendum was as follows:

The Company had filed applications with the stock exchanges namely, NSE and BSE, for seeking in-principle approval(s) in relation to the proposed preferential issue of Warrants, for which the approval of the shareholders is being sought. Thereafter, the Company has received certain observations from NSE and BSE, pursuant to which, the Company is inter alia required to make certain changes in the Notice. Accordingly, the Board of Directors of the Company on March 28, 2022 approved the corrigendum to the Notice. The Notice should be read in conjunction with the Corrigendum. Except as specified in the Corrigendum, all other contents of the Notice remain unchanged

4. In compliance with the provisions of the Act and MCA circulars, the facility to appoint proxy(ies) to attend and cast vote for the members was not made available at this EGM. Members were given the option of voting via remote e-voting and e-voting at the meeting as detailed in the Notice of the EGM 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.
5. The total voting capital of the Company for determining the voting rights of Members as on Thursday, March 24, 2022 (“Cut-Off Date”) was Rs. 14,44,33,852/- (Rupees Fourteen Crores Forty Four Lakhs Thirty Three Thousand Eight Hundred and Fifty Two) consisting of 7,22,16,926 (Seven Crore Twenty Two Lakhs Sixteen Thousand Nine Hundred and Twenty Six) Equity Shares of Rs. 2/- (Rupees Two only) each.
6. 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 EGM.
7. The Remote e-voting commenced from Monday, March 28, 2022 at 9:00 A.M. (IST) and ended on Wednesday, March 30, 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 were allowed to do e-voting through facility offered by CDSL at the EGM.
9. The Shareholders holding shares as on Cut-Off Date i.e. Thursday, March 24, 2022, were entitled to vote on the resolutions stated in the Notice of the EGM of the Company.



**MAKS & CO.**

Company Secretaries

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10. After the closure of e-voting at the EGM, the report on e-voting done at the EGM and the votes cast under Remote e-voting facility prior to the EGM 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 EGM 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	Special Resolution	<p>Issue of Warrants to Promoter Group Entities on Preferential Issue and Private Placement Basis.</p> <ul style="list-style-type: none">• Issue of upto 30,65,134 (Thirty Lakh Sixty Five Thousand One Hundred and Thirty Four) warrants to Virtuous Tradecorp Private Limited, an entity belonging to the promoter group of the Company, each carrying a right to subscribe to 1 (one) fully paid up equity share of the Company having a face value of Rs 2/- (Rupees Two only) each ("Equity Share") at a price of Rs. 130.50 (Rupees One Hundred Thirty and Fifty Paise only) per warrant aggregating to Rs. 39,99,99,987/- (Rupees Thirty Nine Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Eighty Seven only).• Issue of upto 26,81,992 (Twenty Six Lakh Eighty One Thousand Nine Hundred Ninety Two) warrants to JSL Limited, an entity belonging to the promoter group of the Company, each carrying a right to subscribe to 1 (one) fully paid-up Equity Share at a price of Rs. 130.50 (Rupees One Hundred Thirty and Fifty Paise only) per warrant aggregating to Rs. 34,99,99,956/- (Rupees Thirty Four Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Fifty Six only).
2	Special Resolution	<p>Issue of upto 57,47,126 (Fifty Seven Lakh Forty Seven Thousand One Hundred and Twenty Six) warrants to Hella Infra Market Private Limited ("HIML"/ "Investor"), each carrying a right to subscribe to 1 (one) Equity Share, at a price of Rs. 130.50 (Rupees One Hundred Thirty and Fifty Paise only) per warrant aggregating to Rs 74,99,99,943/- (Rupees Seventy Four Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Forty Three only)</p>
3.	Ordinary Resolution	<p>Appointment of Mr. Souvik Pulakesh Sengupta (DIN: 07248395) as a Director of the Company under Section 160 of the Companies Act, 2013</p>
4.	Ordinary Resolution	<p>Appointment of Mr. Abhyuday Jindal (DIN: 07290474) as a Director of the Company under Section 160 of the Companies Act, 2013</p>





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

ITEM NO. 1: SPECIAL RESOLUTION

Issue of upto 30,65,134 (Thirty Lakh Sixty Five Thousand One Hundred and Thirty Four) warrants and upto 26,81,992 (Twenty Six Lakh Eighty One Thousand Nine Hundred and Ninety Two) warrants to Virtuous Tradecorp Private Limited ("Virtuous") and JSL Limited ("JSL") respectively, entities belonging to the promoter group of the Company, each carrying a right to subscribe to 1 (one) Equity Share, at a price of Rs. 130.50 (Rupees One Hundred Thirty and Fifty Paise only) per warrant aggregating to Rs. 39,99,99,987/- (Rupees Thirty Nine Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Eighty Seven only) and Rs. 34,99,99,956/- (Rupees Thirty Four Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Fifty Six only) respectively.

(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
109	2,74,56,661	99.9997

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
7	79	0.0003

(iii) Votes invalid:

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

ITEM NO. 2: SPECIAL RESOLUTION

Issue of upto 57,47,126 (Fifty Seven Lakh Forty Seven Thousand One Hundred and Twenty Six) warrants to Hella Infra Market Private Limited ("HIML"/ "Investor"), each carrying a right to subscribe to 1 (one) Equity Share, at a price of Rs. 130.50 (Rupees One Hundred Thirty and Fifty Paise only) per warrant, aggregating to Rs. 74,99,99,943/- (Rupees Seventy Four Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Forty Three only).

(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
110	2,74,56,701	99.9999





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(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
6	39	0.0001

(iii) Votes invalid:

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

ITEM NO. 3: ORDINARY RESOLUTION

Appointment of Mr. Souvik Pulakesh Sengupta (DIN: 07248395) as a Director of the Company under Section 160 of the Companies Act, 2013.

(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
110	2,74,56,701	99.9999

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
6	39	0.0001

(iii) Votes invalid:

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

ITEM NO. 4: ORDINARY RESOLUTION

Appointment of Mr. Abhyuday Jindal (DIN: 07290474) as a Director of the Company under Section 160 of the Companies Act, 2013.

(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
110	2,74,56,701	99.9999





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

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
6	39	0.0001

(iii) Votes **invalid**:

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

Based on the above voting details, I hereby report that:

1. Resolutions No. 1, 2, 3 & 4 passed with requisite majority as per Section 114(2) of the Act; and
2. Accordingly, I request the Chairperson of the EGM to announce the results of the meeting.

The electronic data and all other relevant records of voting (Remote e-voting and e-voting at the EGM) will remain in my custody until the Chairperson considers, approves and signs the Minutes of the EGM and the same shall be handed over thereafter to the Chairperson.

Thanking you,

Your's Sincerely,

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

MOHIT
MAHESH
WARI

Digitally signed
by MOHIT
MAHESHWARI
Date: 2022.04.01
15:25:07 +05'30'

Mohit Maheshwari
Partner
Membership No: F9565
Certificate of Practice No: 19946

UDIN: F009565D000004043

Date: 01.04.2022
Place: Noida, U.P.

Countersigned by

Authorized Signatory

