



**SHALIMAR  
PAINTS**

29th September, 2016

National Stock Exchange of BSE Ltd.,  
India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 4000 01

Central Depository Services (India)  
Limited  
17th Floor, Phiroze Jeejeebhoy  
Towers, Dalal Street, Fort, Mumbai -  
400001

**REFERENCE: SCRIP CODE - NSE-SHALPAINTS, BSE-509874**

**SUBJECT: 114<sup>TH</sup> ANNUAL GENERAL MEETING – COMPLIANCE OF REGULATION 44  
(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)  
REGULATIONS, 2015**

Dear Sirs,

This is to inform you that the 114th Annual General Meeting of M/s Shalimar Paints Limited was held on Wednesday, the 28th day of September, 2016 at 11:00 A.M. at Galaxy Hotel Shopping & Spa, NH-8, Sector 15, Part-II, Gurgaon-122001.

All the items of business as mentioned in the notice convening the said Annual General Meeting have been transacted and all the resolutions have been passed by the Shareholders by requisite majority either by remote e-voting or through voting by poll conducted at the Annual General Meeting.

In compliance with the requirements under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are furnishing relevant details pertaining Annual General Meeting in the prescribed format as an Annexure.

A consolidated Scrutinizer's Report dated 29th September, 2016, on remote e-voting and poll is attached herewith.

Please take the above intimation on records and acknowledge the receipt.

Thanking You,

For Shalimar Paints Limited

**Nitin Gupta**  
**Company Secretary**  
**M. No.: F8485**



**Regd. Off.: 4th Floor, Plot No. 64,  
Sector-44, Gurgaon, Haryana - 122001**



Date of Annual General Meeting	:	28 <sup>th</sup> September, 2016
Total number of shareholders on record date	:	10,701 (as on the Cut-off date i.e., 21st September, 2016)
<b>NUMBER OF SHAREHOLDERS PRESENT IN THE MEETING IN PERSON OR THROUGH PROXY</b>		
Promoter and Promoter group	:	16
Public	:	24
<b>NUMBER OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING</b>		
Promoter and Promoter group	:	Not Applicable
Public	:	Not Applicable



DETAILS OF AGENDA:RESOLUTION NUMBER: 1

RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2016 INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH 2016 AND THE STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Resolution required	:	Ordinary Resolution
Mode of Voting	:	Remote e-voting/ ballot paper at the AGM Venue
Result	:	Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	:	No

Promoter/ Public	Mode of Voting	Total 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)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11803150	11803150	100%	11803150	0	100%	0
2 Public Institutional holders	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	880771	683710	77.62%	683710	0	100%	0
3 Public-Others	E-Voting	6262054	247	0.0039%	247	0	100%	0
	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6262054	4438	0.0708%	4438	0	100%	0
	Total	18945975	12491298	65.93%	12491298	0	100%	0

SHALIMAR PAINTS LIMITED

RESOLUTION NUMBER: 2

APPROVE THE APPOINTMENT OF M/S CHATURVEDI & PARTNERS, CHARTERED ACCOUNTANTS (REGISTRATION NO.: 307068E) AS THE AUDITORS OF THE COMPANY FROM THE CONCLUSION OF THIS MEETING TILL THE CONCLUSION OF THE NEXT AGM

Resolution required	: Ordinary Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total 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)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>11803150</b>	<b>11803150</b>	<b>100%</b>	<b>11803150</b>	<b>0</b>	<b>100%</b>	<b>0</b>
2 Public Institutional holders	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>880771</b>	<b>683710</b>	<b>77.62%</b>	<b>683710</b>	<b>0</b>	<b>100%</b>	<b>0</b>
3 Public-Others	E-Voting	6262054	247	0.0039%	247	0	100%	0
	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>6262054</b>	<b>4438</b>	<b>0.0708%</b>	<b>4438</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>Total</b>		<b>18945975</b>	<b>12491298</b>	<b>65.93%</b>	<b>12491298</b>	<b>0</b>	<b>100%</b>	<b>0</b>



**SHALIMAR PAINTS LIMITED**

**RESOLUTION NUMBER: 3**

**THE VACANCY CAUSED BY RETIREMENT OF MR. RATAN JINDAL (DIN: 00054026), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND WHO DOES NOT SEEK RE-APPOINTMENT, BE NOT FILLED UP**

Resolution required	: Ordinary Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes-in favour	No. of Votes- Against	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
<b>1</b> Promoter and Promoter group	E-Voting	(1) 11803150	(2) 11803150	100%	(4) 11803150	(5) 0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>11803150</b>	<b>11803150</b>	<b>100%</b>	<b>11803150</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>2</b> Public Institutional holders	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>880771</b>	<b>683710</b>	<b>77.62%</b>	<b>683710</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>3</b> Public-Others	E-Voting	6262054	247	0.0039%	247	0	100%	0
	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>6262054</b>	<b>4438</b>	<b>0.0708%</b>	<b>4438</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>Total</b>		<b>18945975</b>	<b>12491298</b>	<b>65.93%</b>	<b>12491298</b>	<b>0</b>	<b>100%</b>	<b>0</b>



SHALIMAR PAINTS LIMITED

RESOLUTION NUMBER: 4

APPROVE THE APPOINTMENT OF MR. GAUTAM KANJILAL (DIN: 03034033), AS DIRECTOR OF THE COMPANY, WHO WAS APPOINTED AS ADDITIONAL DIRECTOR, TO HOLD OFFICE FOR A PERIOD OF 3 (THREE) CONSECUTIVE YEARS, W.E.F 7TH NOVEMBER, 2015

Resolution required	: Ordinary Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total 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)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11803150	11803150	100%	11803150	0	100%	0
2 Public Institutional holders	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	880771	683710	77.62%	683710	0	100%	0
3 Public-Others	E-Voting	6262054	247	0.0039%	247	0	100%	0
	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6262054	4438	0.0708%	4438	0	100%	0
	Total	18945975	12491298	65.93%	12491298	0	100%	0



## RESOLUTION NUMBER: 5

APPROVAL OF REMUNERATION PAYABLE TO MR. SURENDER KUMAR (DIN: 00510137) W.E.F 1ST OCTOBER, 2015

Resolution required	: Special Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes-in favour	No. of Votes- Against	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2 Public Institutional holders	Total	11803150	11803150	100%	11803150	0	100%	0
	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
3 Public-Others	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	880771	683710	77.62%	683710	0	100%	0
	E-Voting	6262054	247	0.0039%	247	0	100%	0
Total	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6262054	4438	0.0708%	4438	0	100%	0
Total		18945975	12491298	65.93%	12491298	0	100%	0



## RESOLUTION NUMBER: 6

APPROVAL OF REMUNERATION PAYABLE TO MR. SURENDER KUMAR (DIN: 00510137) W.E.F 1ST APRIL, 2016

Resolution required	: Special Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total 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)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>11803150</b>	<b>11803150</b>	<b>100%</b>	<b>11803150</b>	<b>0</b>	<b>100%</b>	<b>0</b>
2 Public - Institutional holders	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>880771</b>	<b>683710</b>	<b>77.62%</b>	<b>683710</b>	<b>0</b>	<b>100%</b>	<b>0</b>
3 Public-Others	E-Voting	6262054	4191	0.0669%	4191	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>6262054</b>	<b>4438</b>	<b>0.0708%</b>	<b>4438</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>Total</b>		<b>18945975</b>	<b>12491298</b>	<b>65.93%</b>	<b>12491298</b>	<b>0</b>	<b>100%</b>	<b>0</b>





SHALIMAR PAINTS LIMITED

RESOLUTION NUMBER: 7

APPOINTMENT OF MR. SURENDER KUMAR (DIN: 00510137) AS MANAGING DIRECTOR AND CEO OF THE COMPANY FOR A PERIOD OF 3 (THREE) YEARS W.E.F 12TH AUGUST, 2016

Resolution required	: Special Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total 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)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11803150	11803150	100%	11803150	0	100%	0
2 Public Institutional holders	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	880771	683710	77.62%	683710	0	100%	0
3 Public-Others	E-Voting	6262054	247	0.0039%	247	0	100%	0
	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6262054	4438	0.0708%	4438	0	100%	0
	Total	18945975	12491298	65.93%	12491298	0	100%	0



**RESOLUTION NUMBER: 8**

**WAIVER OF EXCESS REMUNERATION PAID TO MR. SAMEER NAGPAL (DIN: 06599230) EX-MANAGING DIRECTOR AND CEO OF THE COMPANY**

Resolution required	: Special Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes- in favour	No. of Votes- Against	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	11803150	11803150	100%	11803150	0	100%	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>11803150</b>	<b>11803150</b>	<b>100%</b>	<b>11803150</b>	<b>0</b>	<b>100%</b>	<b>0</b>
2 Public - Institutional holders	E-Voting	880771	683710	77.63%	157880	525830	23.09%	76.90%
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>880771</b>	<b>683710</b>	<b>77.63%</b>	<b>157880</b>	<b>525830</b>	<b>23.09%</b>	<b>76.90%</b>
3 Public-Others	E-Voting	6262054	247	0.0039%	247	0	100%	0
	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>6262054</b>	<b>4438</b>	<b>0.0708%</b>	<b>4438</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>Total</b>		<b>18945975</b>	<b>12491298</b>	<b>65.93%</b>	<b>11961277</b>	<b>525830</b>	<b>95.79%</b>	<b>4.21%</b>



## RESOLUTION NUMBER: 9

## ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013

Resolution required	: Special Resolution
Mode of Voting	: Remote e-voting/ ballot paper at the AGM Venue
Result	: Passed with overwhelming majority
Whether promoter/ promoter group are interested in the agenda/ resolution	: No

Promoter/ Public	Mode of Voting	Total No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes-in favour	No. of Votes- Against	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
1 Promoter and Promoter group	E-Voting	(1) 11803150	(2) 11803150	100%	(4) 11803150	(5) 0	(6) = [(4)/(2)]*100 100%	(7) = [(5)/(2)]*100 0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2 Public Institutional holders	Total	11803150	11803150	100%	11803150	0	100%	0
	E-Voting	880771	683710	77.62%	683710	0	100%	0
	Poll		0	0	0	0	0	0
3 Public-Others	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	880771	683710	77.62%	683710	0	100%	0
	E-Voting	6262054	247	0.0039%	247	0	100%	0
Total	Poll		4191	0.0669%	4191	0	100%	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6262054	4438	0.0708%	4438	0	100%	0
Total		18945975	12491298	65.93%	12491298	0	100%	0

