

**CORPORATE GOVERNANCE REPORT UNDER REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE, 2017**

1. NAME OF LISTED ENTITY : **SHALIMAR PAINTS LIMITED**  
 2. QUARTER ENDING : **30<sup>TH</sup> JUNE 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.	Gautam Kanjilal	03034033	AEQPK2392M	ID,C & NED	07-Nov-2016	N.A.	Three years	3	2	2
Mr.	Surender Kumar	00510137	AUNPS6751R	ED	12-Aug-2016	N.A.	N.A.	1	0	0
Mr.	Alok Perti	00475747	AASPP6540L	NED,ID	24-May-2017	N.A.	Three years	1	1	1
Ms.	Pushpa Chowdhary	06877982	ADWPC6654K	NED,ID	26-Sep-2014	N.A.	Five Years	1	2	0
Mr.	Rajiv Rajvanshi	00036605	AANPR8480N	NED,ID	26-Sep-2014	24-May-2017	Five years	1	0	0

## 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	Mr. Gautam Kanjilal	ID, C & NED	Member
3	Ms. Pushpa Chowdhary	NED,ID	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

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

### III. MEETING OF BOARD OF DIRECTORS

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
11-Feb-2017	07-Apr-2017	54
	24-May-2017	46
	29-Jun-2017	35

#### 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	07-Apr-2017	Yes	11-Feb-2017	54
Audit Committee	24-May-2017	Yes		46
Audit Committee	29-Jun-2017	Yes		35
Nomination & Remuneration Committee	07-Apr-2017	Yes		54
Stakeholders Relationship Committee	29-Jun-2017	Yes		137

#### 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:

<b>Nil</b>
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**Name** : **Nitin Gupta**  
**Designation** : **Company Secretary**