



## SHALIMAR PAINTS

### COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity - Shalimar Paints Limited
2. Quarter ending - 30<sup>th</sup> June 2016

#### I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	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
Mr.	Surender Kumar	00510137	AUNPS6751R	ED	30-May-2015	--	--	1	0	0
Mr.	Rajiv Rajvanshi	00036605	AANPR8480N	NED,ID	26-Sep-2014	--	Five years	1	1	1
Mr.	Ratan Jindal	00054026	AASPJ0852D	NED	31-Aug-1990	--	--	3	0	0
Mr.	Girish Sundar Jhunjhunwala	01093551	AGTPJ9624N	C & NED	08-Sep-1989	--	--	1	0	0
Mr.	Gautam Kanjilal	03034033	AEQPK2392M	NED,ID	07-Nov-2015	--	Five Years	3	2	2
Ms.	Pushpa Chowdhary	06877982	ADWPC6654K	NED,ID	26-Sep-2014	--	Five Years	1	2	0

#### II. Composition of Committees

##### Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Mr. Gautam Kanjilal	Independent - Non Executive Director	Chairperson
2	Mr. Rajiv Rajvanshi	Independent - Non Executive Director	Member
3	Ms. Pushpa Chowdhary	Independent - Non Executive Director	Member

##### Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Mr. Rajiv Rajvanshi	Independent - Non Executive Director	Chairperson
2	Mr. Gautam Kanjilal	Independent - Non Executive Director	Member
3	Ms. Pushpa Chowdhary	Independent - Non Executive Director	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. Gautam Kanjilal	Independent - Non Executive Director	Chairperson
2	Mr. Rajiv Rajvanshi	Independent - Non Executive Director	Member
3	Ms. Pushpa Chowdhary	Independent - Non Executive Director	Member

##### Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Mr. Surender Kumar	Executive Director	Chairperson
2	Mr. Rajiv Rajvanshi	Independent - Non Executive Director	Member
3	Ms. Pushpa Chowdhary	Independent - Non Executive Director	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	Maximum gap between any two consecutive (in number of days)
		116



Shalimar Paints Ltd.

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01-Feb-2016	28-May-2016
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IV. Meeting of Committees				
Name of the Committees	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	28-May-16	Yes	01-Feb-2016	116
Nomination & Remuneration Committee	28-May-16	Yes	01-Feb-2016	116
Stakeholders Relationship Committee	--	--	01-Feb-2016	--
Corporate Social Responsibility Committee	--	--	01-Feb-2016	--

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) – **N.A.**
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:

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Name : Nitin Gupta  
 Designation : Company Secretary

