

SIRCA PAINTS INDIA LIMITED

(Formerly known as Sircolor Wood Coatings Pvt. Ltd.)

Plot No-50, Badli Industrial Area, Phase-2,
New Delhi-110042

011-42083083 / 47533213

info@sircolor.in www.sircapaints.com

CIN NO : L2419DL2006PLC145092



September 07th, 2019

Listing Compliance Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1
G-Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051.

SUBJECT: VOTING RESULT OF THE 14TH ANNUAL GENERAL MEETING ('AGM') OF SIRCA PAINTS INDIA LIMITED (FORMERLY KNOWN AS SIRCOLOR WOOD COATINGS PRIVATE LIMITED).

REF: SYMBOL: SIRCA

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting Result of the 14th Annual General Meeting of the Members of the Company held on 06th September, 2019 at 11:00 A.M and Concluded with 11:29 P.M at Caspia Hotel, District Centre, Crossing, Opposite Galaxy Toyota, Outer Ring Rd, Haiderpur, Shalimar Bagh, New Delhi-110088.

Further, we also enclosed herewith Consolidated Report of Scrutinizer dated 06th September, 2019 on E-voting & Voting through Poll conducted by Company.

You are requested to take the same on your records.

Yours faithfully,

Sirca Paints India Limited
(Formerly Known as Sircolor Wood Coatings Pvt. Ltd.)

Company Secretary

Chahat Mahajan
Company Secretary & Compliance Officer
M.NO. 51255

Encl: As Above

VOTING RESULTS

Date of the AGM	September 06 th , 2019
Total number of shareholders on Cut-off Date	714
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	04
Public:	12
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public	



AGENDA- WISE DISCLOSURE

ITEM: 1 TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes - in favour (3)	No. of Votes - against (4)	% of Votes in favour on votes polled (5)=[(3)/ (1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promote r and Promote r Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public- Institutio n s	E-Voting	944400	944400	944400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutio n s	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	



ITEM: 2: TO DECLARE FINAL DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019.

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes - in favour (3)	No. of Votes - against (4)	% of Votes in favour on votes polled (5)=[(3)/ (1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promote r and Promote r Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public- Institutio n s	E-Voting	944400	944400	944400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	NIL
Public- Non Institutio n s	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	



ITEM: 3: TO APPOINT MR. APOORV AGARWAL (DIN:01302537), WHO RETIRE BY ROTATION AS A DIRECTOR AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AS A DIRECTOR.

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes - in favour (3)	No. of Votes - against (4)	% of Votes in favour on votes polled (5)=[(3)/ (1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promote r and Promote r Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public- Institutio n s	E-Voting	944400	944400	944400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutio n s	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	



ITEM: 4: TO RE-APPOINT M/S RAJESH KUKREJA & ASSOCIATES (CHARTERED ACCOUNTANTS) AS THE STATUTORY AUDITORS OF THE COMPANY FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING TILL THE CONCLUSION OF THE SEVENTEENTH ANNUAL GENERAL MEETING

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes - in favour (3)	No. of Votes - against (4)	% of Votes in favour on votes polled (5)=[(3)/ (1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promote r and Promote r Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public- Institutio n s	E-Voting	944400	944400	944400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutio n s	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	



ITEM:5: TO REGULARIZATION OF APPOINTMENT OF MR. ANIL KUMAR MEHROTRA (DIN: 05338446) AS AN INDEPENDENT NON EXECUTIVE DIRECTOR.

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes – in favour (3)	No. of Votes – against (4)	% of Votes in favour on votes polled (5)=[(3)/(1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promoter and Promoter Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public-Institutions	E-Voting	9444400	9444400	9444400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	



ITEM: 6: TO REGULARIZATION OF APPOINTMENT OF MRS. ANU CHAUHAN (DIN: 08500056) AS AN INDEPENDENT NON EXECUTIVE DIRECTOR.

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes - in favour (3)	No. of Votes - against (4)	% of Votes in favour on votes polled (5)=[(3)/(1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promoter and Promoter Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public-Institutions	E-Voting	9444400	9444400	9444400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	



ITEM: 7: TO APPROVE THE REMUNERATION OF COST AUDITOR FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2020.

Resolution required: (Ordinary/ Special)			Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?			NO				
Category	Mode of Voting	No. of shares held (1)	votes polled (2)	No. of Votes - in favour (3)	No. of Votes - against (4)	% of Votes in favour on votes polled (5)=[(3)/ (1)]*100	% of Votes against on votes polled (6)=[(4)/(1)]*100
Promote r and Promote r Group	E-Voting	18449999	18449999	18449999	Nil	100	Nil
	POLL	NIL	Nil	Nil	Nil	Nil	NIL
Public- Institutio n s	E-Voting	944400	944400	944400	Nil	100	NIL
	POLL	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutio n s	E-Voting	3	3	3	Nil	100	Nil
	POLL	6	Nil	Nil	Nil	Nil	Nil
Total		19394408	19394402	19394402		100	





Anand Nimesh & Associates

(Company Secretaries)

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Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and
[Rule 20 of the Companies (Management and Administration) Rule 2014 as amended]

To
The Chairman
14th Annual General Meeting of the Equity shareholders of **Sirca Paints India Limited**, (Formerly known as Sircolor Wood Coatings Private Limited)
held on Friday, the 06th Day of September, 2019 at 11.00 AM at Caspia Hotel, District Centre, Crossing, Opposite Galaxy Toyota, Outer Ring Rd, Haiderpur, Shalimar Bagh, New Delhi-110088

Subject: Consolidated Scrutinizers report on remote e-voting and voting through Ballot papers pursuant to the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 and amendments thereto and voting through poll pursuant to section 109 of the Companies Act, 2013, read with rules 21 of Companies (Management and Administration) Rule, 2014 and amendments thereto at 14th Annual General Meeting of Sirca Paints India Limited held on Friday, the 06th Day of September, 2019, at 11.00 AM at Caspia Hotel, District Centre, Crossing, Opposite Galaxy Toyota, Outer Ring Rd, Haiderpur, Shalimar Bagh, New Delhi-110088;

Dear Sir,

I, Anand Kumar Singh, Partner of M/s Anand Nimesh & Associates, Company Secretaries having office at 183B, Second Floor, Gurudwara Road, West Guru Angad



Nagar, Laxmi Nagar, Delhi-110092, have been appointed by the Board of Directors of Sirca Paints India Limited ("the Company") for the purpose of scrutinizing the remote e-voting process and voting through Ballot papers at 14th Annual General Meeting (AGM) of the Members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through Ballot papers carried out, In term of provision of section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by Companies (Management and Administration) Amended Rule 2015 and pursuant to regulation 30 and Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 on the resolution set out in the notice dated 03rd Day of August, 2019 for 14th AGM of the Members of Sirca Paints India Limited, held on Friday, the 6th Day of September, 2019 at 11.00 AM at Caspia Hotel, District Centre, Crossing, Opposite Galaxy Toyota, Outer Ring Rd, Haiderpur, Shalimar Bagh, New Delhi-110088

Accordingly, I submit the report, on completion of remote e-voting process and voting through Ballot papers, as under

1. The Company had engaged the services of **Karvy Fintech Private Limited** ("Karvy") as the authorized agency to provide secured system for remote e-voting process through its designated website at [https:// evoting.karvy.com](https://evoting.karvy.com).
2. Detailed instruction relating to poll and remote e-voting facility along with login detail were provided to the eligible members.
3. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Amendment, Rules 2015 and further substituted by the company (Management and Administrations) amendment, Rules 2016 (including any statutory modification or re-enactment thereof) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting period remained open **from Monday 2nd Day of September, 2019 (9.00 A.M.) till Thursday 05th September, 2019 (5.00 P.M.)**



4. The Members of the Company as on the "cut- off date" i.e. Friday, August 30, 2019, were entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting on the proposed resolutions as set out in the Notice dated Saturday, 03rd Day of August, 2019.
 5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by Ballot paper on the resolutions contained in the Notice to the 14th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for voting through ballot paper at the AGM is restricted to preparing a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated in notice of the AGM, based on the reports generated from the remote e-voting system provided by Karvy Fintech Private Limited ("Karvy") and voting through ballot paper conducted at the 14th AGM.
 6. At the 14th AGM of the Company held on Friday 06th September, 2019 the Chairman at the end of the discussion on the resolution(s) ordered for poll through physical ballot papers at AGM as per Rule 20 & 21 of Companies (Management and Administration) Amendment Rules, 2015 to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes. Poll through physical ballot papers was provided at the venue of AGM at Caspia Hotel, District Centre, Crossing, Opposite Galaxy Toyota, Outer Ring Rd, Haiderpur, Shalimar Bagh, New Delhi-110088.
 7. One (1) Ballot Box were kept for polling at the AGM ballot box was locked in my presence.
 8. At the 14th Annual General Meeting, after declaration of poll by the Chairman, a box kept for poling was locked in my presence with due identification marks placed by me.
 9. After completion of poll through physical ballot papers at the AGM, the locked ballot box was opened in my presence and ballot were diligently scrutinized.
- Scrutinizers report, 14th AGM of Sirca Paints India Limited



Thereafter polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the Members who participated in poll through physical ballot papers at AGM.

10. The ballot papers, which were incomplete and/or which were otherwise found defective, incomplete in any manner or if signature of shareholders did not match with the record have been treated as invalid and were kept separately.

11. Therefore, the votes cast through remote e-voting were unblocked after completion of poll through physical ballot papers at AGM in the presence of two witnesses, Mr. Nimesh Kumar S/o Charan Singh R/o Vill- Achpal Garhi, Post-Pilkhuwa, Distt-Hapur, UP-245304, and MR. Dhanoj Kumar Singh, S/o Shri Ram Bachan Singh at G-83, 202 Vijay chook Laxmi Nagar Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Mr. Nimesh Kumar


Mr. Dhanoj Kumar Singh

12. At the end of the e-voting period on Thursday 05th September 2019 at 5.00 PM, the voting portal of service provider Karvy Fintech Private Limited was blocked forthwith

13. The consolidated summary of results of remote e-voting and poll through physical ballot papers at AGM are as under:

a. Resolution No-1:- "Ordinary Resolution"

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the Report of the Board of Directors and Auditors thereon.



Voted in FAVOUR or AGAINST for the Resolution

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote(Nos.)
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-1 ORDINARY RESOLUTION	e-voting	11	19394402	100%	Nil	NA	Nil
	Poll	06	0	NA	0	NA	06
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 1 of the notice dated 03rd August, 2019 has been passed with the requisite majority.

b. Resolution No-2:- "Ordinary Resolution"

To declare final Dividend on Equity Shares for the financial year ended March 31, 2019.

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-2 ORDINARY RESOLUTION	e-voting	11	19394402	100%	Nil	NA	Nil
	Poll	06	0	NA	0	NA	06
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 2 of the notice dated 03rd August, 2019 has been passed with the requisite majority.

c. Resolution No-3:- "Ordinary Resolution"

To Appoint Mr. Apoorv Agarwal (DIN: 01302537), who retire by rotation as a director and being eligible, offers himself for re-appointment as a director

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	



		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-3 ORDINARY RESOLUTION	e-voting	11	19394402	100%	Nil	NA	Nil
	Poll	06	0	NA	0	NA	06
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 3 of the notice dated 03rd August, 2019 has been passed with the requisite majority.

d. Resolution No-4:- "Ordinary Resolution

To Re-appoint M/s Rajesh Kukreja & Associates (Chartered Accountants) as the statutory auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the Seventeenth Annual General Meeting

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-4 ORDINARY RESOLUTION	e-voting	11	19394402	100%	Nil	NA	Nil
	Poll	06	0	NA	0	NA	06
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 4 of the notice dated 03rd August, 2019 has been passed with the requisite majority

e. Resolution No-5:- "Ordinary Resolution

To Regularization of Appointment of Mr. Anil Kumar Mehrotra (DIN: 05338446) as an Independent Non-Executive Director

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote
		Nos.	Total vote	%age	Nos.	%age	



			cast				
Item NO-5 ORDINARY RESOLUTION	e-voting	11	19394402	100%	Nil	NA	Nil
	Poll	06	0	NA	0	NA	06
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 5 of the notice dated 03rd August, 2019 has been passed with the requisite majority

f. Resolution No-6:- "Ordinary Resolution

To Regularization of Appointment of Mrs. Anu Chauhan (DIN: 08500056) as an Independent Non-Executive Director

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-6 ORDINARY RESOLUTION	e-voting	11	19394402	100%	Nil	NA	Nil
	Poll	06	0	NA	0	NA	06.
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 6 of the notice dated 03rd August, 2019 has been passed with the requisite majority

g. Resolution No-7:- "Ordinary Resolution

To approve the remuneration of Cost Auditor for the financial year ending 31st March, 2020

Item no of Notice	Voting Method	Vote in assent			Vote dissent in		Invalid Vote
		Nos.	Total vote cast	%age	Nos.	%age	
Item NO-7 ORDINARY	e-voting	11	19394402	100%	Nil	NA	Nil



RESOLUTION	Poll	06	0	NA	0	NA	06
	Total	17	19394402	100%	Nil	NA	06

I report that ordinary resolution as contained in the item no. 7 of the notice dated 03rd August, 2019 has been passed with the requisite majority

14. All the papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizers until the Chairman considers, approves and signs the minutes of AGM and thereafter, the Scrutinizers shall hand over the related papers to the Company.
15. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 14th AGM to announce the result of the meeting.
16. The register, all other papers and relevant record relating to remote e-voting and voting by Ballot papers at 14th AGM shall remain in my safe custody until the chairman consider, approved and sign the Minute of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company secretary for safe keeping.

Thanking you
Yours faithfully

**For Anand Nimesh & Associates
(Company Secretaries)**

Anand K. Singh

**Anand Kumar Singh
(Partner)**

Mem No- 24881

CP No - 9404

Date: 06/09/2019

Place: Delhi

SA Agarwal



**Mr. Sanjay Agarwal
(DIN: 01302479)
Chairman of 14th Annual General Meeting**